

DECISION OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS (EGMS) OF FORT S.A.

DATED 21.03.2025/24.03.2025

The Extraordinary General Meeting of Shareholders **FORT S.A.**, a Romanian legal entity, with its headquarters in Bucharest, Sector 5, 44 Serg. Ion Nutu Street, ONE COTROCENI PARK, building A and building B, 4th Floor, registered with the Trade Register under no. J40/9427/2015, sole registration code 34836770, having a subscribed and paid-up share capital of RON 1,120,928.60, divided into 1,019,026 shares (hereinafter referred to as the "**Company**"), assembled on **21.03.2025/24.03.2025**, at **12:00**, at [the first / second] convocation, at the address of the registered office of the Company located in Bucharest, Sector 5, 44 Serg. Ion Nutu Street, ONE COTROCENI PARK, building A and building B, 4th Floor, chaired by Mr. Mihai-Alexandru-Constantin Logofatu, as Chairman of the Board of Directors, having as secretary of the meeting elected Mr./Ms. [●],

according to the list of present shareholders, Annex 1 to the Minutes of the Extraordinary General Meeting of Shareholders dated **21.03.2025/24.03.2025**, the Extraordinary General Meeting of Shareholders ("**EGMS**") was attended by shareholders representing [●] % of the share capital and [●] % of the number of existing voting rights, thus meeting the quorum required for the adoption of this EGMS Decision,

Considering:

- The provisions of the Companies Law no. 31/1990, republished, with subsequent amendments ("**Companies Law**"), of Law no. 24/2017 on issuers of financial instruments and market operations, as subsequently amended and supplemented ("**Law no. 24/2017**"), Regulation no. 5/2018 on issuers of financial instruments and market operations, as subsequently amended and supplemented ("**Regulation No. 5/2018**") and the Company's Articles of Incorporation ("**Articles of Incorporation**");
- The fact that, in accordance with the Articles of Incorporation of the Company, the EGMS was convened through the convening notice of [●] by the Board of Directors, through the convening notice published in the Official Gazette Part IV, no. [●] dated [●], in the newspaper [●], no. [●] dated [●], and on the Company's website at <https://fortcyber.com/ro/>, section Investors > General Meeting of Shareholders, on [●];

- The fact that, at the EGMS meeting of **21.03.2025/24.03.2025** were present/represented only the shareholders of the Company registered in the shareholders register (kept by Depozitarul Central S.A.) until the end of 11.03.2025, marked as Reference Date;
- The fact that, during the EGMS meeting, the minutes were drawn up containing all the debates, objections and votes of the shareholders present or validly represented or which voted validly by correspondence, and which formed the basis for issuing this EGMS Decision, in accordance with the Articles of Incorporation;
- The fact that all the conditions provided by the Articles of Incorporation have been met,

As well as the agenda for the EGMS meeting of **21.03.2025/24.03.2025**, described below:

1. **Approval** of the amendment of the Company's Articles of Incorporation to update Article 5 regarding the Company's activities (sections 5.1 – 5.3), as a result of the legislative changes effective from 1 January 2025, aligning with the updated nomenclature of economic activities under the **NACE Rev. 3** classification, and with the activities that the Company wishes to authorize, as follows:

„5.1. The main activity of the Company, according to NACE Rev. 3, is represented by: 621 - Programming activities.

5.2. The main activity of the Company, according to NACE Rev. 3, is represented by: NACE Code 6210 - Custom software development activities (customer-oriented software)..

5.3. The Company will also carry out other activities included in the secondary object of activity, according to NACE Rev. 3, as follows::

NACE ACTIVITY

4650 - Wholesale of computer and telecommunications equipment;

6220 - Information technology consultancy and management (management and operation) of computing resources;

6290 - Other information technology service activities;

6391 - Web portal activities;

6392 - Other information service activities n.e.c;

7020 - Business and management consultancy activities;

7210 - Research and development in natural sciences and engineering;

7820 - Temporary employment agency activities and other human resources provision;

8559 - Other education n.e.c.”

2. **Approval** of the amendment of the Company's Articles of Incorporation, by eliminating the preamble regarding the Company's shareholders, and by amending Article 6 regarding the share capital, as follows:

„Article 6. Share capital

The share capital of the Company is expressed in RON and is subscribed and paid in cash.

The share capital of the Company is RON 1,120,928.60, being fully subscribed and paid..

The share capital is divided into 11,209,286 ordinary, registered, dematerialized shares, each having a nominal value of RON 0.1..

The quality of shareholder of the Company is certified by an account statement issued by Depozitarul Central SA.

The identification data of each shareholder, each shareholder's contribution to the share capital, the number of shares to which he is entitled and the participation quota in the total share capital are included in the Shareholders' Register kept in a computerized system by the Depozitarul Central.”

3. **Approval** of the amendment of the Company's Articles of Incorporation, by amending Article 11.2 letter d), in order to eliminate the OGMS's authority to set the remuneration due to the financial auditor, as follows:

„11.2. The main powers of the Ordinary General Meeting of Shareholders of the Company are:

[...]

d) to set the remuneration due for the current financial year to the members of the Board of Directors;

[...]”

4. **Approval** of the amendment of the Articles of Incorporation of the Company, by amending Article 17.2, and by eliminating the identification data of the members of the Board of Directors, as follows:

„17.2. As of the date of this Articles of Incorporation, the Board of Directors of the Company is composed of 3 (three) directors.”

5. **Approval** of the amendment of the Company's Articles of Incorporation, by eliminating Article 23.6, in the sense of eliminating the identification data of the Company's financial auditor.
6. **Approval** of the power of attorney granted to the General Manager, to sign on behalf of the shareholders the EGMS resolution, as well as all documents to be adopted by the EGMS, and to fulfill all legal formalities for the execution and registration of the adopted resolutions and decisions, with the possibility of sub-delegation to third parties. Within the mandate granted,

the General Director, and any of his sub-delegates will be able, without limitation, to fulfill all necessary formalities for signing on behalf of the shareholders all documents required for the implementation of the EGMS resolution, including the Company's Articles of Incorporation, and to undertake any actions and formalities necessary for the implementation and registration of the resolutions adopted by the shareholders.

Shareholders present or validly represented or who voted validly by correspondence, confirming the above-mentioned agenda, adopted the following decisions:

Decision no. 1

Validly present or represented or voting validly by correspondence, shareholders holding [•] voting rights, representing [•]% of the share capital, and [•]% of the total voting rights,

A number of [•] votes representing [•] shares, [•]% of the share capital, [•]% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and [•]% of the total voting rights, having been validly expressed;

With [•] valid votes cast "for" shareholders representing [•]% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and [•]% of the total voting rights,

With [•] valid votes cast "against" the shareholders representing [•]% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and [•]% of the total voting rights;

Having been [•] abstentions or unspoken votes:

The shareholders [approved]/[rejected] the amendment of the Company's Articles of Incorporation to update Article 5 regarding the Company's activities (sections 5.1 – 5.3), as a result of the legislative changes effective from 1 January 2025, aligning with the updated nomenclature of economic activities under the NACE Rev. 3 classification, and with the activities that the Company wishes to authorize, as follows:

„5.1. The main activity of the Company, according to NACE Rev. 3, is represented by: 621 - Programming activities.

5.2. The main activity of the Company, according to NACE Rev. 3, is represented by: NACE Code 6210 - Custom software development activities (customer-oriented software).

5.3. The Company will also carry out other activities included in the secondary object of activity, according to NACE Rev. 3, as follows:

NACE ACTIVITY

4650 - Wholesale of computer and telecommunications equipment;

6220 - Information technology consultancy and management (management and operation) of computing resources;

6290 - Other information technology service activities;

6391 - Web portal activities;

6392 - Other information service activities n.e.c.;

7020 - Business and management consultancy activities;

7210 - Research and development in natural sciences and engineering;

7820 - Temporary employment agency activities and other human resources provision;

8559 - Other education n.e.c.”

Decision no. 2

Validly present or represented or voting validly by correspondence, shareholders holding [●] voting rights, representing [●]% of the share capital, and [●]% of the total voting rights,

A number of [●] votes representing [●] shares, [●]% of the share capital, [●]% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and [●]% of the total voting rights, having been validly expressed;

With [●] valid votes cast "for" shareholders representing [●]% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and [●]% of the total voting rights,

With [●] valid votes cast "against" the shareholders representing [●]% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and [●]% of the total voting rights;

Having been [●] abstentions or unspoken votes:

The shareholders [approved]/[rejected] the amendment of the Company's Articles of Incorporation, by eliminating the preamble regarding the Company's shareholders, and by amending Article 6 regarding the share capital, as follows:

„Article 6. Share capital

The share capital of the Company is expressed in RON and is subscribed and paid in cash. The share capital of the Company is RON 1,120,928.60, being fully subscribed and paid.

The share capital is divided into 11,209,286 ordinary, registered, dematerialized shares, each having a nominal value of RON 0.1.

The quality of shareholder of the Company is certified by an account statement issued by Depozitarul Central SA.

The identification data of each shareholder, each shareholder's contribution to the share capital, the number of shares to which he is entitled and the participation quota in the total share capital are included in the Shareholders' Register kept in a computerized system by the Depozitarul Central.”

Decision no. 3

Validly present or represented or voting validly by correspondence, shareholders holding [●] voting rights, representing [●]% of the share capital, and [●]% of the total voting rights,

A number of [●] votes representing [●] shares, [●]% of the share capital, [●]% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and [●]% of the total voting rights, having been validly expressed;

With [●] valid votes cast "for" shareholders representing [●]% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and [●]% of the total voting rights,

With [●] valid votes cast "against" the shareholders representing [●]% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and [●]% of the total voting rights;

Having been [●] abstentions or unspoken votes:

The shareholders [approved]/[rejected] the amendment of the Company's Articles of Incorporation, by amending Article 11.2 letter d), in order to eliminate the OGMS's authority to set the remuneration due to the financial auditor, as follows:

„11.2. The main powers of the Ordinary General Meeting of Shareholders of the Company are:

[...]

d) to set the remuneration due for the current financial year to the members of the Board of Directors;

[...]"

Decision no. 4

Validly present or represented or voting validly by correspondence, shareholders holding [•] voting rights, representing [•]% of the share capital, and [•]% of the total voting rights,

A number of [•] votes representing [•] shares, [•]% of the share capital, [•]% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and [•]% of the total voting rights, having been validly expressed;

With [•] valid votes cast "for" shareholders representing [•]% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and [•]% of the total voting rights,

With [•] valid votes cast "against" the shareholders representing [•]% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and [•]% of the total voting rights;

Having been [•] abstentions or unspoken votes:

The shareholders [approved]/[rejected] the amendment of the Articles of Incorporation of the Company, by amending Article 17.2, and by eliminating the identification data of the members of the Board of Directors, as follows:

„17.2. As of the date of this Articles of Incorporation, the Board of Directors of the Company is composed of 3 (three) directors“

Decision no. 5

Validly present or represented or voting validly by correspondence, shareholders holding [•] voting rights, representing [•]% of the share capital, and [•]% of the total voting rights,

A number of [•] votes representing [•] shares, [•]% of the share capital, [•]% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and [•]% of the total voting rights, having been validly expressed;

With [•] valid votes cast "for" shareholders representing [•]% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and [•]% of the total voting rights,

With [•] valid votes cast "against" the shareholders representing [•]% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and [•]% of the total voting rights;

Having been [•] abstentions or unspoken votes:

The shareholders [approved]/[rejected] the amendment of the Company's Articles of Incorporation, by eliminating Article 23.6, in the sense of eliminating the identification data of the Company's financial auditor.

Decision no. 6

Validly present or represented or voting validly by correspondence, shareholders holding [•] voting rights, representing [•]% of the share capital, and [•]% of the total voting rights,

A number of [•] votes representing [•] shares, [•]% of the share capital, [•]% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and [•]% of the total voting rights, having been validly expressed;

With [•] valid votes cast "for" shareholders representing [•]% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and [•]% of the total voting rights,

With [•] valid votes cast "against" the shareholders representing [•]% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and [•]% of the total voting rights;

Having been [•] abstentions or unspoken votes:

The shareholders [approved]/[rejected] the power of attorney granted to the General Manager, to sign on behalf of the shareholders the EGMS resolution, as well as all documents to be adopted by the EGMS, and to fulfill all legal formalities for the execution and registration of the adopted resolutions and decisions, with the possibility of sub-delegation to third parties. Within the mandate granted, the General Director, and any of his sub-delegates will be able, without limitation, to fulfill all necessary formalities for signing on behalf of the shareholders all documents required for the implementation of the EGMS resolution, including the Company's Articles of Incorporation, and to undertake any actions and formalities necessary for the implementation and registration of the resolutions adopted by the shareholders.

This Decision was adopted, in accordance with the legal provisions in force, as well as with the provisions of the Articles of Incorporation of the Company and with the minutes of the EGMS of 21.03.2025/24.03.2025.

Written and signed today, 21.03.2025/24.03.2025, in 4 (four) originals.

Chairman of the EGMS

Meeting secretary

Mihai-Alexandru-Constantin Logofatu

Mr./Ms. [●]
