



Issuer: The Sole Director of SAFETECH INNOVATIONS S.A.

**CONVENING NOTICE FOR
THE ORDINARY AND EXTRAORDINARY GENERAL SHAREHOLDERS MEETINGS
OF SAFETECH INNOVATIONS S.A.**

The Sole Director of **SAFETECH INNOVATIONS S.A.**, a joint stock company based in Bucharest, 2nd District, 12-14 Frunzei Street, Floor 1 and 2, registered with the Trade Register Office of the Bucharest Tribunal under number: J40/3550/2011, having the sole register no. 28239696 (hereinafter referred to as "**the Company**"), in accordance with the provisions of the Articles of Incorporation of the Company valid on the date of convocation, with the Companies Law no. 31/1990, Law no. 24/2017 regarding the issuers of financial instruments and market operations and the ASF Regulation no. 5/2018 regarding the issuers of financial instruments and market operations, with subsequent amendments and completions,

Hereby Convenes:

THE EXTRAORDINARY GENERAL SHAREHOLDERS MEETING (hereinafter referred to as "**EGSM**") for **18TH April 2022, at 10:00**, at the registered office of the Company situated in Bucharest, 2ND District, 12-14 Frunzei Street, at floor no. 1. and

THE ORDINARY GENERAL SHAREHOLDERS MEETING (hereinafter referred to as "**OGSM**") for **18TH April 2022, at 11:00**, at the registered office of the Company situated in Bucharest, 2ND District, 12-14 Frunzei Street, at floor no. 1.

If at the first convocation the legal or statutory quorum of presance for holding the OGSM and EGSM meetings is not met, respectively the EGSM will be held on **19TH April 2022, at 10:00**, and the OGSM will be held on **19TH April 2022, at 11:00**, in the same place and with the same agenda (second convocation).

Only the Company's shareholders registered at the end of **05.04.2022** (hereinafter "**Reference Date**") in the register of shareholders kept by CENTRAL DEPOSITARY S.A will be able to participate and vote at the meetings of the OGSM and EGSM. ("**Central Depository**"). This Reference Date is also valid for the second convocation.

The EGSM will have the following AGENDA

1. Approval of the amendment to the articles of incorporation of the Company, in accordance with those mentioned below and adoption of these amendments in a new updated Articles of Incorporation:
 - i. Any reference to "Sole Director" shall be replaced by "Board of Directors".
 - ii. The duration of the company is specified as being for an undetermined period.
 - iii. Article 12.4, point i) is abolished.
 - iv. Article 12.5 and complete with the following paragraphs:



„m) sets up the main terms and conditions of the legal documents concluded by the Board of Directors or by the General Manager, in the name and on behalf of the Company, having as object the acts of acquisition, alienation, exchange or guarantee of the Company, whose value exceeds, individually or cumulatively, during a financial year, 20% of the total fixed assets, less receivables, as these values have been confirmed in the most recent audited financial statements of the Company;

n) sets up the main terms and conditions of the deeds of lease of tangible assets, for a period longer than one year, whose individual or cumulative value compared to the same co-contractor or persons involved or acting in concert exceeds 20% of the value total fixed assets, less receivables at the date of conclusion of the legal document, as well as associations for a period of more than one year, exceeding the same value, as these values were established in the most recent audited financial statements of the Company; "

v. Chapter V - "**Company Management**" is **amended and shall have the following content:**

"Article 16 - Organization

16.1. The company is managed in a unitary system by a Board of Directors consisting of an odd number of members, between a minimum of 3 (three) and a maximum of 7 (seven) members elected by the Ordinary General Meeting of Shareholders for a period of **2 (two) years**, with the possibility for members to be elected for successive terms. Once the members of the Board of Directors have been elected, the Ordinary General Meeting of Shareholders will decide the exact number of members of the Board of Directors. At least one of the members of the Board of Directors must be independent.

16.2. Most members of the Board of Directors are non-executive directors.

16.3. The administrators may be natural or legal persons, without limitation, in accordance with the legal provisions in force. The Board of Directors may set up advisory committees consisting of at least 2 members of the board and charged with conducting investigations and making recommendations to the board in areas such as auditing, remunerating directors, directors and staff or nominating candidates for various management positions. The committees shall report regularly to the Board on their work.

16.4. Candidates for the positions of members of the Board of Directors may be nominated by the shareholders regardless of their participation in the share capital or by the incumbent members of the Board of Directors.

16.5 The members of the Board of Directors will be insured for professional liability. The same obligation of insurance for professional liability has the persons appointed in the position of director of the Company.

16.6. The members of the Board of Directors exercise their attributions based on a mandate contract concluded between the Company and each of the members.

16.7. In the event of a vacancy, the Board of Directors shall appoint a temporary member for a term of office beginning on the date of his appointment and ending on the date on which the general meeting of shareholders decides to appoint a member to the Board of Directors. In this case, the remaining members of the Board of Directors will include on the agenda of the next ordinary general meeting of the Company the appointment of a member of the Board of Directors. If the number of existing members falls below 3 (three) at any time, the remaining members will urgently convene a



general meeting which will have on its agenda the election of members of the Board of Directors to fill the vacancies.

16.8. The Chairman of the Board of Directors is elected by the Board of Directors, from among its members, by secret ballot. The Chairman of the Board of Directors may also be appointed General Manager of the Company.

16.9. The Chairman of the Board of Directors has the following attributions:

- a) coordinates the activity of the Board of Directors and reports on it to the general meeting of shareholders;
- b) supervises the functioning of the corporate bodies of the Company;
- c) convenes the meetings of the Board of Directors, establishes the agenda, supervises the transmission of information in an appropriate manner to the members of the Board of Directors regarding the items included on the agenda of the meetings and chairs the meetings;
- d) it is ensured that the meetings of the Board of Directors are carried out efficiently and effectively, the agenda of the meetings of the Board of Directors being duly respected;
- e) maintains regular contact with the General Manager, maintaining a close and constructive professional relationship;
- f) monitors the correct implementation of the decisions of the Board of Directors;
- g) Chairs the meetings of the General Meeting of Shareholders;
- h) leads the meetings of the Board of Directors with the shareholders and other key persons of the Company;
- i) any other attributions provided by law.

16.10. In case the President is temporarily unable to exercise his attributions, during the respective state of impossibility, the Board of Directors may entrust another administrator with the fulfillment of the function of president.

16.11. Persons who, according to this law, cannot be founders, nor can they be directors, directors or representatives of the Company, and if they have been elected, they are deprived of their rights.

16.12. at the date of adoption of this Articles of Association, the Board of Directors consists of [•] members, as follows:

[name and identification data]

[name and identification data]

[name and identification data] - independent member

Article 17 - Functioning of the Board of Directors

17.1. The Board of Directors meets in regular meetings, convened by the Chairman of the Board of Directors at least once every 3 months. The convening of the meetings is sent to the members of the Board of Directors at least five (5) calendar days before the proposed date for a regular meeting.

17.2. If necessary, special meetings of the Board of Directors may be convened by the Chairman of the Board of Directors on his own initiative, as well as at the proposal of at least two (2) members of the Board of Directors or the General Manager, in each case with at least three calendar days before the date of the meeting.

17.3. In exceptional cases, justified by the urgency of the situation and by the interest of the Company, the decisions of the Board of Directors may be taken by unanimous written vote of the members, without the need for a meeting of the respective body.



17.4. The General Manager participates in the meetings of the Board of Directors, if convened, without having the right to vote, except for the directors who are also members of the Board of Directors. The Chairman of the Board of Directors may invite other persons, including the directors or the management of the branches, to attend the meetings of the Board of Directors, in whole or in part, depending on the agenda, without the right to vote. The Chairman of the Board of Directors may decide at any time that any person who is not a member of the Board of Directors shall leave the meeting of the Board of Directors.

17.5. The agenda of each meeting of the Board of Directors is established by the Chairman of the Board of Directors, after consultation with the General Manager and the members of the Board of Directors. If the meeting of the Board of Directors is convened at the request of at least 2 members of the Board of Directors or at the request of the General Manager, the respective members of the Board of Directors or the General Manager who have requested the meeting will propose the order of and will prepare and submit the materials related to each item proposed for the agenda.

17.6. The convening notice of the meetings of the Board of Directors must be sent in writing, by e-mail, fax, registered letter or by courier, in each case with acknowledgment of receipt and must include the date, time and place of the meeting, as well as the proposed agenda with relevant materials. and any other documents required for the meeting, in the first or second convocation. The meeting of the Board of Directors may be held at any time without notice, if all members of the Board of Directors are present (in person or through representation) or if those who are not present waive, in writing expressly, the requirement to receive the meeting notice.

17.7. The Board of Directors may hold meetings by:

- a) the direct participation in the meeting of the members, personally or by representation, at the place provided in the convocation or at the agreed location of the meeting, both in case of a meeting meeting with the fulfillment of the convening formalities, and in case of a meeting meeting with waiver of formalities to convene;
- b) the participation of the members in the meeting through the following means of distance communication: telephone or video conference, with the fulfillment of the technical conditions necessary to identify the participants, the effective participation of the members in the Board meeting and the retransmission of the deliberations continuously;
- c) without the meeting of the Board of Directors, by correspondence, in exceptional cases, justified by the urgency of the situation and by the interest of the Company, by the unanimous vote expressed in writing of all the members of the Board of Directors. The urgent character is decided motivated by the chairman of the Board of Directors, and the arguments that justified the urgency are specified in the preamble of the decision adopted by correspondence. Decisions may not be taken by correspondence regarding the annual financial statements or the authorized capital.

17.8. The meeting of the Board of Directors is legally convened if at least three (3) members of the Board of Directors are present (personally or by representation), and the decisions within the Board of Directors are taken with the vote of the majority of members present (personally or by representation).

17.9. The members of the Board of Directors may be represented in the meetings of the Board of Directors only by other members of the Board of Directors, empowered by a special power of attorney. A present personal member may represent a single absent member.



17.10. A Minutes will be drawn up at each meeting, which will include the names of the participants, the agenda, the decisions taken and any separate opinion. The minutes shall be signed by the chairman of the meeting, by at least one other director and by the secretary of the meeting.

Article 18 - Duties of the Board of Directors

Art. 18 - Duties of the Board of Directors:

18.1. The Board of Directors is responsible for fulfilling all the useful and necessary acts in order to achieve the object of activity of the Company, including regarding the administration of the eventual investments of the Company, except for the attributions that are by law assigned to the general meetings of shareholders.

18.2. The management of the Company is appointed, by the Board of Directors, to the General Manager of the Company. If the Board of Directors appoints other managers in addition to the General Manager, certain attributions may also be delegated to the respective directors. The General Manager is elected by the Board of Directors and can be elected both from the members of the Board of Directors and from outside them.

18.3. The Board of Directors has the following attributions that cannot be delegated to the General Manager and / or to other directors:

- a) establishes the main directions of activity and development of the Company;
- b) establishes the accounting policies and the financial control system and approves the financial planning;
- c) appoints and dismisses the General Manager as well as, as the case may be, other managers, establishes their competencies and responsibilities as well as their remunerations within the limits approved by the general meeting of shareholders and approves the management contract to be concluded with them;
- d) supervises the activity of the managers and represents the Company in the relations with the managers;
- e) prepares the annual report, approves the individual / consolidated financial statements of the Company before submitting them to the approval of the general meeting;
- f) draws up the business plan and the budget of revenues and expenses for the following year, organizes the general meetings of the shareholders and carries out the decisions adopted by the general meetings of the shareholders;
- g) introduces the request to open the insolvency procedure against the Company;
- h) fulfills the attributions delegated by the general meeting of shareholders;
- i) approves the Regulation on the organization and functioning of the Board of Directors;
- j) represents the Company in its relations with the General Manager and, as the case may be, the directors of the Company;
- k) convenes the general meetings of the Company's shareholders.
- l) approves significant transactions with related parties (i.e. any transfer of resources, services or obligations regardless of whether or not it involves the payment of a price, the individual or cumulative value of which represents more than 5% of the Company's net assets, according to the latest financial reports published by the Company);
- m) Establishes the main terms and conditions of the legal acts concluded by the General Manager, in the name and on behalf of the Company, having as object the opening / closing of current accounts



with banking or non-banking financial institutions, credit / loan contracts / accessing or closing any other banking and / or financing product of the Company from banking institutions, credit institutions and / or other banking or non-banking financial institutions whose value is between a minimum of **500,000 (five hundredths) Euro - a maximum of 2,000,000 (two million) Euro.**

n) Establishes, in compliance with art. 12.5 letter m) and n), the main terms and conditions of the legal acts concluded by the general manager, in the name and on behalf of the Company, having as object the guarantees granted by the Company, whose value is between minimum **500,000 (five hundredths) Euro - maximum 2,000 .000 (two million) Euros**, including for guaranteeing the financial obligations resulting from the contracting of some loans, through movable mortgages on all the company's accounts, as they will be requested / agreed by the financiers, in order to grant the loans. for the conclusion of any additional acts of modification and / or supplementation of the credits existing or to be contracted.

18.4. If the Board of Directors finds that half of the share capital has been lost, it is obliged to convene an extraordinary general meeting to decide on the reconstitution of the capital, its limitation to the remaining amount or the dissolution of the Company.

18.5. The members of the Board of Directors are obliged to make available to the shareholders and the financial auditor, at their request, all the documents of the Company, for which the law or the constitutive act provides this obligation.

18.6. The directors are jointly and severally liable to the Company for:

- a) the reality of the payments made by the shareholders;
- b) the real existence of the dividends paid;
- c) the existence of the registers required by law and their correct keep;
- d) the exact fulfillment of the decisions of the general meetings;
- e) the strict fulfillment of the duties that the law or the memorandum of association impose.

18.7. The members of the Board of Directors are jointly and severally liable with their immediate predecessors if, being aware of the irregularities committed by them, they do not communicate them to the financial auditor.

18.8. The members of the Board of Directors who have in a certain operation, directly or indirectly, interests contrary to the interests of the Company, must not take part in any deliberation regarding this operation. The same obligation is applicable to the member of the Board of Directors who, in a certain operation, knows that his / her spouse, relatives or relatives are interested up to and including the fourth degree.

18.9. The administrator who has not complied with the provisions of point 18.8 will be liable for the damages that have resulted for the Company.

18.10. The members of the Board of Directors are liable for the damages caused to the Company because of the non-execution of their obligations or of their defective execution.

18.11. The Board of Directors may establish advisory committees that make recommendations to the Board of Directors.

Article 19 - Executive Management

19.1. The Board of Directors delegates the management of the Company to the General Manager of the Company. If the Board of Directors appoints other directors in addition to the General Manager, certain attributions may be delegated to the respective directors.



19.2. The Board of Directors appoints the General Manager for a **period of 2 (two) years**, who will exercise the attributions and have the responsibilities specific to the position held.

19.3. The executive directors exercise their attributions based on a mandate contract concluded with the Company.

Article 20 – General Manager

20.1. The General Manager is authorized, empowered and appointed to represent the Company in relations with third parties, with full powers and authority - always with respect and within the limits of the powers reserved exclusively to the Board of Directors and / or the general meeting - to perform any operations, pecuniary or non-pecuniary, as well as to engage the Company and to negotiate, approve, modify, sign, terminate and execute any kind of documents, regardless of their nature - commercial, civil, administrative, financial or any other nature - and regardless of contracts, conventions, protocols, memoranda, bilateral or multilateral agreements, additional documents, statements, requests or other documents regarding the Company's activity, except for matters reserved, according to law and / or the articles of incorporation, within the competence of the Board of Directors and / or general meeting of shareholders (for which the approval of the body is required and competent management)

20.2. The General Manager is responsible for the daily development of the Company's activity within the limits established by decision of the Board of Directors, by the provisions of the present constitutive act and by the applicable law.

20.3. The main attributions of the General Manager are the following:

- a) represents and engages the Company in relation to third parties;
- b) approves the operations of purchase and sale of goods;
- c) approves the acquisition, alienation, exchange or guarantee of assets from the category of fixed assets of the Company under the condition, in the cases provided by law and the articles of incorporation, with the prior approval of the main terms and conditions of the contract, by the extraordinary general meeting shareholders; (according to point 12.5 letter m) above);
- d) approves the lease of tangible assets as well as the associations, provided, in the cases provided by law and the articles of association, the prior approval of the main terms and conditions of the contract by the extraordinary general meeting of shareholders (point 12.5 letter n) above;
- e) decides the granting, modification, withdrawal of the signature right in the bank and establishes the limits regarding the signature right granted to third parties;
- f) decides on the establishment or abolition of secondary offices: branches, agencies, representatives or other such units without legal personality;
- g) decides, represents the Company with full powers, concludes and signs legal acts regarding operations with term deposits and certificates of deposit with commercial banks, investments, fund units of Open-End Investment Funds, direct or capital market operations, money market operations, government securities operations, derivative operations.
- h) decides, represents the Company with full powers, concludes and signs legal acts by which it commits the Company regarding the opening / closing of current accounts with banking or non-banking financial institutions, credit / loan contracts / accessing or closing any other banking product and / or financing of the Company from banking institutions, credit institutions and / or other banking or non-banking financial institutions whose value **does not exceed 500,000 (five hundredths) Euro**.



i) decides, represents the Company, concludes and signs legal documents regarding the guarantees granted by the Company, whose value does **not exceed 500,000 (five hundredths) Euro**, including for the guarantee by the Company of the financial obligations resulted as a result of contracting loans, by all the company's accounts, as they will be requested / approved by the financiers, in order to grant the loans.

j) adopts any other decisions regarding the current activity of the Company;

k) hires and dismisses the Company's staff;

l) performs the collection and payment operations, according to the granted competencies;

m) concludes any kind of commercial, civil contracts, for the realization of the object of activity of the Company, within the limits of the law and of the present constitutive act;

n) solves any other problems related to the operative management of the Company.

o) coordinates the managers including by establishing the priorities and the content of the actions to be fulfilled, in order to achieve the general objectives of the Company and those established by the Board of Directors for the directors. In this sense, the other directors report, upon request, to the General Manager regarding the fulfillment of their attributions regarding the management of the Company.

p) prepares proposals regarding the appointment and dismissal of the members of the boards of directors of the Company's branches;

q) represents the Company and votes on its behalf at the general meetings of the shareholders / associates of the Company's subsidiaries;

20.4. In order to carry out the adopted decisions, the General Manager may mandate a person from within the Company to represent the Company in order to negotiate and conclude legal acts. The mandate will be granted by written decision of the Director General and will include the mentions regarding its scope for each operation undertaken. The General Manager may delegate any of his duties on the basis of his written decision.

20.5. All persons who have a right to represent the Company in relation to third parties will be registered in the Trade Register.

20.6. In the relationship with third parties, the Company is represented and engaged by the signature of the General Manager - the sole signature.

20.7. In case the Board of Directors appoints other directors, the Company is represented and employed by the unique signature of any director who has delegated attributions from the Board of Directors. Point 20.4 above applies to any director appointed by the Board of Directors.

20.8. The General Manager, as well as any other director appointed by the Board of Directors has the obligation to make available to the Board of Directors any document or information required by the Board of Directors related to the management of the Company.

20.9. The directors will periodically inform the members of the Board of Directors regarding the key issues related to the Company's business, corporate governance, management and regulatory issues.



2. Approval of the increase of the share capital of the Company with the amount of **9,975,000 lei (nine million nine hundred seventy-five thousand)** lei, by issuing a number of **49,875,000 (forty-eight million eight hundred seventy-five thousand)** new shares with a nominal value of **0.2 lei / share** for the benefit of all shareholders registered in the Register of Shareholders kept by the Central Depository on the registration date established by the **EGMS**.
The distribution of the newly issued shares will be made according to **formula 3 (three)** newly issued shares for each share held. The increase of the share capital will be achieved by using the following sources:
 - partial capitalization of the issue premiums amounting to **RON 9,975,000 lei (nine million nine hundred and seventy-five thousand)**.Consequently, the share capital of the Company will be increased from **RON 3,325,000**, divided into **16,625,000 shares**, each with a nominal value of **0.2 Lei**, to the amount of **RON 13,300,000**, divided into **66,500,000 shares with a nominal value of 0.2 Lei**.
3. Approval, for the above capital increase operation, of the registration date (proposal: **09.06.2022**), of the ex-date date (proposal: **08.06.2022**) and of the payment date (proposal: **10.06.2022**)
4. Approval of the admission to trading of the Company's shares on the regulated market governed by the Bucharest Stock Exchange S.A. and the empowerment of the Board of Directors to take all necessary actions and formalities for this purpose.
5. Authorization and empowerment of **Mr. Gansac Victor**, with the right of substitution / sub delegation, in order to sign any documents (including the EGMS decisions and the updated articles of incorporation of the Company that reflect the amendments approved according to the decisions of the extraordinary general meetings of April 18/19, 2022) and to undertake any necessary formalities in order to implement submit, register and publish the decisions of the EGMS and / or the operations approved by it, including the representation of the Company before any authorities for this purpose.

The OGSM will have the following AGENDA:

1. Approval of the individual financial statements of the Company for the financial year 2021, based on the report of the Sole Administrator regarding the activity of the Company during 2021 and the report of the financial auditor of the Company.
2. Approval of the distribution of the **net profit related to the financial year 2021**, in the amount of **RON 6,156,770.65 lei (six million one hundred and fifty-six thousand seven hundred and seventy and 65%)**, as follows:
 - a) **Legal reserves = RON 370,001 lei (three hundred and seventy thousand one)**,
 - b) **Granting cash dividends to the shareholders**, in a total amount of **RON 4,156,250 (four million one hundred and fifty-six thousand two hundred and fifty)**,
 - c) **Profit left undistributed = RON 1,630,519.65 (one million six hundred and thirty thousand five hundred and nineteen and 65%)**;
 - d) **Other reserves = 0 (zero) lei**.



3. Approval of the operation to grant dividends to shareholders, according to point, 2 letter b) of the agenda, of the **registration date (proposal: 09.06.2022)**, for the **ex-date date (proposal: 08.06.2022) and for date of payment (proposal: 16.06.2022)**.
4. Approval of the revenue and expenditure budget of the Company for the financial year 2022.
5. Adopting the Remuneration Policy of the Board of Directors of SAFETECH INNOVATIONS S.A., and establishing the remuneration of the company's managers accordingly.
6. Approval of the Remuneration Report of the Company's management related to the activity carried out in 2021, in accordance with the provisions of 107 of Law no. 24/2017 regarding the issuers of financial instruments and market operations;
7. Approval of the discharge of the Sole Administrator for the activity related to the financial year 2021;
8. Under the condition of the adoption of the New Articles of Incorporation of the Company by the EGMS, Informing the shareholders regarding the resignation of the mandate of sole administrator of the Company, Mr. Gansac Victor.
9. Under the condition of adopting the New Articles of Association of the Company to the EGMS, the approval of setting up a board of directors of the Company consisting of 3 (three) members.
10. Under the condition of adopting the New Articles of Association of the Company to the EGMS, electing the members of the Board of Directors (of which at least one member will be an independent director), for a term of 2 (two) years from the date of appointment, respectively the date of adoption Ordinary General Meeting of Shareholders of 18/19.04.2022.
11. Approval of the management framework contract for the Members of the Board of Directors.
12. Approval of the power of attorney of the Board of Directors to sign the mandate contracts to be concluded with the new members. The mandate contract concluded with each of the members of the Board of Directors will be signed in the name and on behalf of the Company by any other member of the Board of Directors.
13. Revocation of the mandate of the financial auditor of the Company - Mrs. Dascalu I. Cristina-Ionela - Financial Auditor
14. Appointment of the audit firm as auditor - **Baker Tilly Klitou And Partners S.R.L.** legal entity, headquartered in Bucharest, District 2, 42 Pipera street, Office no. 2, Globalworth Plaza, Floor 7, registered with the Trade Register under the Bucharest Tribunal under no. J40/5434/2003, having Unique identification no. 15381680 - for a mandate of 2 (two), from the date of appointment and renunciation of the application of the legal provisions regarding the election and appointment of censors, under the conditions of art. 160 paragraph 1 ^ 2) of Law 31/1990 on companies.
15. Authorization and empowerment of **Mr. Gansac Victor**, with the right of substitution/sub delegation, in order to sign any documents (including the OGMS decisions and the updated articles of incorporation of the Company that reflect the amendments approved according to the decisions of the ordinary general meetings of April 18/19, 2022) and to undertake any necessary formalities in order to implement, submit, register and publish the OGMS decisions and / or the operations approved by it, including the representation of the Company before any authorities for this purpose.



GENERAL INFORMATION REGARDING AGOA AND AGEA:

Note: In view of the measures imposed by the Romanian authorities in connection with the prevention of the spread of COVID-19, Safetech Innovations SA recommends and encourages its shareholders:

- **to access the informative materials and the forms for OGSM and EGSM in electronic format, from the dedicated website (<https://www.safetech.ro/ro/investors/>) avoiding, as much as possible, the collection of them from the registered office of the Company,**
- **To access and exercise their right to vote within the OGSM and the EGSM through the online platform, in accordance with the procedure presented below,**
- **to vote by mail, according to the instructions below,**
- **to use, as far as possible, e-mail communication with extended electronic signature to the detriment of the transmission of documents by post or courier and**
- **to constantly check the page dedicated to investors <https://www.safetech.ro/ro/investors/> for news regarding the organization of OGSM and EGSM.**

1. The right to introduce new items on the agenda. The right to present draft decisions for the items included or proposed to be included on the agenda.

In accordance with Art. 1171 alin. (1) of the Companies Law no. 31/1990 ("**Companies Law**"), art. 105. para. (3) of Law 24/2017 on issuers of financial instruments and market operations ("**Law on Issuers**"), art. 189 of Regulation no. 5/2018 regarding the issuers of financial instruments and market operations ("**Issuers Regulation**"), and art. 13.8 of the Articles of Incorporation of the Company, one or more shareholders representing, individually or together, at least 5% of the share capital has / have the right to:

- (i) introduce new items on the agenda of the OGSM and / or the EGSM, each item being accompanied by a justification or a draft decision proposed for approval by the general assembly;

and

- (ii) present draft decisions for the items included or proposed to be included on the agenda of the OGSM and / or the EGSM.

The rights mentioned above can be exercised only in writing, or by transmission to the registered office of the Company in Bucharest, 2nd District, 12-14 Frunzei Street, floor 1 and 2, by post or any form of courier with acknowledgment of receipt, whether registered in electronic form to which an extended electronic signature has been incorporated, attached or logically associated, according to Law no. 455/2001 regarding the electronic signature, at the address: investors@safetech.ro, so that the requests are received until **31.03.2022**, inclusive. The proposals will be accompanied by the following shareholder identification documents:

A. Natural person shareholder: copy of the identity document (allowing its identification in the list of shareholders of the Company issued by the Central Depository);



B. Legal entity shareholder: copy of the identity document of the legal representative of the legal person shareholder, accompanied by a certificate issued by the Trade Register or another document issued by a similar authority in the state where the shareholder is registered, issued no later than 30 days before the date of publication of the convening notice of the general meeting and within the validity term, which would allow the identification of the shareholder in the list of shareholders of the Company issued by the Central Depository and which, if the Central Depository was not informed in time about the change of legal representative of the shareholder, to prove the quality of legal representative of the person submitting the proposals.

The documents presented in a language other than Romanian or English will be accompanied by the translation made by an authorized translator, the legalization / apostille of the translation not being necessary.

The agenda completed with the points thus proposed by the shareholders will be published at the latest on **04.04.2022**.

Informative materials and questions on the agenda

Starting with the date of publication of the convocation and until the date established for the OGSM and EGSM, they can be obtained by shareholders from the registered office of the Company in Bucharest, 2nd District, 12-14 Frunzei Street, floor 1 or consulted online on the Company's website: <https://www.safetech.ro/ro/investors/>, in Romanian and English, the following documents:

- (a) the convening notice of the OGSM and the EGSM,
- (b) the documents to be presented at the meetings of the OGSM and the EGSM (financial statements for 2020, accompanied by the report of the Board of Directors and the report of the auditor, other materials containing information on the items on the agenda),
- (c) the situation regarding the total number of shares issued and the voting rights at the date of convening,
- (d) the special powers of attorney for the OGSM and the EGSM,
- (e) voting forms by correspondence for the OGSM and the EGSM,
- (f) draft decisions proposed for approval by the OGSM and the EGSM.

Each shareholder, regardless of the participation held in the share capital of the Company, has the right to ask questions regarding the items on the agenda of the OGSM and the EGSM.

The questions will be sent:

- in writing at the registered office of the Company in Bucharest, 2nd District, 12-14 Frunzei Street, floor 1 and 2 or
- by electronic means to the e-mail address: investors@safetech.ro, so that the requests are received by the Company until **15.04.2022, at 10:00 for EGMS and 15.04.2022 at 11:00 for OGMS**.

The shareholders who did not send the questions until **15.04.2022, at 10:00 for EGMS and 15.04.2022 at 11:00 for OGMS**, can address them directly within the OGSM or EGSM, in person or through the online platform for the meeting.

The Company will answer the questions asked by the shareholders within the OGSM or EGSM, as the case may be and / or by posting the answer on the Company's website



<https://www.safetech.ro/ro/investors/> and will also be included in the Process Minutes of the meeting, completed in accordance with the legal provisions in force.

2. The right to nominate candidates for the position of member of the Board of Directors

The shareholders of the Company may submit proposals for candidates for appointment as a member of the Board of Directors of the Company. In this regard, they will specify, in the proposal, information about the name, place of residence and professional qualification of the proposed persons, accompanied by (i) a copy of the valid identity document of the Company's shareholder (in the case of individuals, identity card, book identity card, passport, residence permit, respectively in the case of legal entities, identity card, identity card, passport, residence permit of the legal representative), (ii) curriculum vitae of the person proposed for the position of member of the Board of Directors and (iii) in the case of a candidate's proposal for the position of independent member, a statement on the candidate's own responsibility regarding the fulfillment of all eligibility criteria.

The Company's shareholders will be able to submit proposals regarding the members of the Board of Directors (accompanied by documents proving the identity of the shareholder / administrator, according to the section "Participation in OGMS and/or EGMS" below), sending a written request to investors@safetech.ro no later than **31.03.2022, at 18:00**, with the written mention "NOMINATION OF CANDIDATES FOR THE POSITION OF MEMBER OF THE BOARD OF DIRECTORS".

The list containing information on the name, place of residence and professional qualification of the persons proposed for the position of administrator will be available to shareholders at <https://www.safetech.ro/ro/investitori/adunari-generale/>.

3. Participation in the OGSM and / or EGSM

According to the legal provisions in force, only the persons who are registered as shareholders at the end of **05.04.2022** (reference date), according to the records kept by the Central Depository at that date, have the right to participate and vote in the Assembly.

Shareholders registered in the register of shareholders on the reference date may participate in the OGSM and / or EGSM:

- in person (physically or online),
- by correspondence (mail),
- by representative on the basis of special / general power of attorney.

The access of shareholders entitled to participate in the OGSM and / or EGSM is allowed by verifying their identity, made in the case of individual shareholders with the identity document or in the case of legal entities and shareholders represented with representation documents as described in this procedure.

The shareholders may be present in person or may be represented in the OGSM and / or EGSM, either by their legal representatives, or by other representatives who have been granted a special / general



power of attorney, under the conditions of art. 92 paragraph (10) of Law no. 24/2017 regarding the issuers of financial instruments and market operations.

The shareholders have the obligation to give, within the special power of attorney form, specific voting instructions to the person who represents him, for each item registered on the agenda of the Meeting. The representation of the shareholders in the Meeting can also be done by other persons than shareholders, based on a special or general power of attorney, according to the legal regulations in force.

The shareholders registered in the register of shareholders of the Company kept by the Central Depository, on the **reference date**, may participate in the Meeting and may vote as follows:

I. Personal voting,

Which is exercised after the proof of identity by the shareholder, as follows:

- a) in the case of natural person shareholders, by the simple proof of identity made with the identity document (identity card, identity card, passport, residence permit);
- b) in the case of legal entities shareholders: unique registration code in original or copy in accordance with the original, identity document of the legal representative (identity card, identity card, passport, residence permit). The quality of legal representative is proved by a certificate issued by the trade register or any equivalent document issued by a competent authority of the state in which the shareholder is legally registered, presented in original or in copy according to the original. The documents attesting the quality of legal representative of the legal person shareholder will be issued at most 30 days before the reference date. The documents presented in a language other than English will be accompanied by the translation made by an authorized translator in Romanian / English.

The shareholders physically present at the OGSM and / or the EGSM may choose to express their vote by means of paper ballots or using electronic means of voting.

II. Online Voting

Electronic means of voting will be used according to art.197 of Regulation 5/2018 of the A.S.F. regarding the issuers of financial instruments and market operations by accessing the link <https://safe.evot.ro/login> from any device connected to the internet. For identification and online access to the GMS, the shareholders provide the following information:

a) Natural Persons:

- Name surname
- Personal Numeric Code (CNP)
- Email adress
- Copy of identity document (identity card, identity card, passport, residence permit)
- Phone number (optional)

b) Legal entities:

- Name of legal person;
- Unique registration code (CUI);
- Name First name legal representative;
- Personal Numeric Code (CNP) legally represented;
- Email adress
- Legal representative identity card (identity card, identity card, passport, residence permit)



- Copy of the ascertaining certificate issued by the trade register or any equivalent document issued by a competent authority of the state in which the shareholder of the legal person is legally registered, presented in original or in copy according to the original. The documents attesting the quality of legal representative of the legal person shareholder will be issued at most 30 days before the reference date *

- Phone number (optional)

The documents presented in a language other than English will be accompanied by the translation made by an authorized translator in Romanian / English.

The electronic copy of the above mentioned documents will be uploaded online in the dedicated fields. Uploadable files can have one of the following extensions: **.jpg, .pdf, .png**.

Shareholders can connect and vote whenever they want within the designated voting period by mail and / or live, the last voting option being the registered one.

The identification made by the Company in the case of natural persons gives access to the General Meetings of the Company in the situation in which the respective natural person is a shareholder at the afferent reference date.

The identification made by the Company in the case of legal entities, special or general proxies gives access to the General Meetings of the Company after proving each time the validity of the legal representative, respectively of the authorized person.

In the event that after the identification process there are discrepancies between the data provided by the shareholder and those in the Register of Shareholders at the reference date, the shareholder will be notified and will be directed to contact the Shareholder Relations Department at investors@safetech.ro or phone number **+40 31 225 33 73**.

III. Power of attorney voting

It is exercised after proving the identity by the shareholder, based on the above mentioned documents, accompanied by the power of attorney.

The special power of attorney can be granted to any person for representation in a single General Shareholders Meetings and contains specific voting instructions from the shareholder, clearly specifying the voting option for each item on the agenda of the General Shareholders Meetings.

The representation of the shareholders in the Meeting can be done by proxy, only by completing and signing the corresponding special power of attorney form.

The representation will be possible both through other shareholders and through third parties. Shareholders without exercise capacity or with restricted exercise capacity may grant special power of attorney to other persons, in accordance with the law.

The special power of attorney forms will be completed and signed by the shareholder in three original copies: one of the copies will be submitted to the Company, one copy will be handed to the representative and the third copy will remain with the represented shareholder.

The special / general proxies, in original or copy containing the mention according to the original under the representative's signature, under the sanction of losing the right to vote, will be submitted / sent to the Company's headquarters in Bucharest, 2nd District, 12-14 Frunzei Street, floor 1 and 2, at least **2 working days** before the first Meeting, so that they will be received no later than **15.04.2022 at 10:00 for EGSM and 15.04.2022 at 11:00 for OGSM**.

Proxies not submitted in time will not be considered.



Proxies can also be sent by e-mail until the deadline mentioned above, by a document signed with an extended electronic signature, according to Law no. 455/2001 regarding the electronic signature - by e-mail to the address: investors@safetech.ro.

Regardless of the manner of transmission of the proxies of representation in the Meeting, this must contain the mention written on the envelope, clearly and in capital letters "*PROXY FOR THE GENERAL MEETING OF SHAREHOLDERS*".

If a shareholder is represented by a credit institution providing custody services, it may vote at the general meeting of shareholders on the basis of voting instructions received by electronic means of communication, without the need for a special power of attorney, or general information by the shareholder, subject to the submission to the Company by the above-mentioned custodian credit institution of a statement on its own responsibility, signed by the legal representative (s) of the credit institution stating the name (s) of the shareholder (in clear) in whose name the credit institution participates and votes in that GSM, and (ii) the fact that the credit institution provides custody services for that shareholder.

The above-mentioned declaration must be submitted in original, signed and stamped, or by e-mail with an extended electronic signature incorporated according to Law no. 455/2001 regarding the electronic signature, at the address investors@safetech.ro, at the latest 48 hours before the respective GSM for which the credit institution votes.

In this case, the credit institution shall vote through any person in its administrative or management bodies or in its employees; a proof / declaration attesting that the respective persons have this quality will be submitted together with the statement of the credit institution mentioned above.

The custodian votes in the general meeting of shareholders exclusively in accordance with and within the limits of the instructions received from his clients having the quality of shareholders at the reference date.

The company accepts a general power of attorney given by a shareholder, as a client, an intermediary or a lawyer, without requesting additional documents relating to that shareholder, if the general power of attorney is signed by that shareholder and is accompanied by a statement on his own responsibility by the legal representative of the intermediary or by the lawyer who received the power of attorney through the general power of attorney, stating that:

- a) the shareholder is the client of the agent;
- b) the general power of attorney is signed by the respective shareholder (including by attachment of electronic signature, if applicable).

The statement described above must be submitted in original to the Company (at the same time as the general power of attorney form and at the same contact details indicated in the call), signed, and stamped (if applicable) by the intermediary / lawyer (without completing other formalities regarding its form)

IV. Voting by correspondence (mail).

The shareholders registered in the company's shareholders register on the reference date have the possibility to vote by mail, before the OGSM and / or EGSM by using the voting form by mail made available to them starting with **19.03.2022** on the Company's website: <https://www.safetech.ro/ro/investors/>

- through the electronic voting platform, accessing the link <https://safe.evot.ro/login>



- at the company's headquarters in Bucharest, 2nd District, 12-14 Frunzei Street, floor 1.

Voting forms by mail can be sent in original at the company's headquarters in Bucharest, 2nd District, 12-14 Frunzei Street, floor 1 and 2, so that they can be received no later than **15.04.2022 at 10:00 for EGSM and 15.04.2022 at 11:00 for OGSM**. or electronically by electronic means of voting as detailed below.

Voting forms by mail can be sent by e-mail until the deadline mentioned above, by a document signed with an extended electronic signature, according to Law no. 455/2001 regarding the electronic signature - at the address: investors@safetech.ro.

The voting forms by correspondence in original or email in the above conditions will be accompanied by the documents proving the quality of shareholder, respectively:

- a) in the case of individual shareholders: copy of the identity document (identity card, identity card, passport, residence permit) according to the original.
- b) in the case of legal entities shareholders: copy of a unique registration code according to the original, copy of the identity document of the legal representative (identity card, identity card, passport, residence permit) according to the original. The quality of legal representative is proved by a certificate issued by the trade register or any equivalent document issued by a competent authority of the state in which the legal person shareholder is legally registered, submitted in original or in copy according to the original. The documents attesting the quality of legal representative of the legal person shareholder will be issued at most 30 days before the reference date. The documents presented in a language other than English will be accompanied by the translation made by an authorized translator in Romanian / English.

Voting forms by mail can be sent electronically by electronic means of voting according to art.197 of Regulation 5/2018 of the A.S.F. regarding the issuers of financial instruments and market operations.

The identification and expression of the vote by electronic correspondence is done by accessing the link: <https://safe.evot.ro/login> .

Voting forms can be sent at any time from the beginning of the voting by correspondence until the live session of the general meeting of shareholders, the last voting option being the registered one.

In case the shareholder who expressed his vote by correspondence participates in the general meeting personally or by representative (provided that a special / general power of attorney was sent in compliance with the conditions mentioned in this call), the vote by correspondence expressed for that OGSM and / or the EGSM will remain valid only if the shareholder does not express personally or through a representative another voting option during the meetings of the OGSM and / or the EGSM. If the person representing the shareholder by personal participation in the general meeting is other than the one who expressed the vote by correspondence, then for the validity of the vote or he presents at the meeting a written revocation of the vote by correspondence signed by the shareholder or the representative who expressed the vote by correspondence

For additional documents and information, please contact the Company at the e-mail address investors@safetech.ro.

Sole Director **SAFETECH INNOVATIONS S.A.**

Mrs. Victor Gansac