

SAFETECH INNOVATIONS S.A.

Sediu social: Str. Frunzei nr.12-14, et.1-3, sector 2 , cod postal 021533 București, Romania
C.U.I.: RO 28239696 • Număr de ordine în Registrul Comerțului: J40/3550/2011 • Capital Social 625.000 Lei
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**RESOLUTION OF THE ORDINARY GENERAL SHAREHOLDERS MEETING
OF SAFETECH INNOVATIONS S.A.
DATED AS OF 18/19.04.2022**

The Ordinary General Meeting of Shareholders of SAFETECH INNOVATIONS S.A., 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**”), was **held on 18 / 19.04.2022 at 11:00**, at the Company's headquarters in Bucharest, 2nd District, 12-14 Frunzei Street, Floor 1, chaired by **Mr. Gansac Victor**, the Sole Administrator of the Company, having as secretary elected Mr./Ms. [●] and as technical secretary Mr./Ms. [●]

According to the presence list of shareholders, Annex 1 to the Minutes of the Ordinary General Shareholder Meeting of 18 / 19.04.2022, the meeting of the Ordinary General Meeting of Shareholders (“OGMS”) was attended by shareholders representing [●]% of the share capital and [●]% of the number of existing voting rights, thus meeting the quorum necessary for the adoption of this Decision of the Extraordinary General Meeting of Shareholders.

Whereas

- The provisions of the Articles of Incorporation of the Company and of the Companies Law no. 31/1990, republished, with subsequent amendments and completions, Law no. 24/2017 regarding the issuers of financial instruments and market operations, ASF Regulation no. 5/2018 regarding the issuers of financial instruments and market operations;
- The fact that, in accordance with the Articles of Incorporation of the Company, the General Meeting was convened by the Sole Administrator, through the convening notice published in the Official Gazette Part IV, no. 1127 from 17.03.2022, and in “Bursa” newspaper nr. 51 from 17.03.2022;
- The fact that, at the OGMS meeting of 18 / 19.04.2021 were present only the shareholders who held this quality until the reference date of 05.04.2022, inclusive;
- The fact that, during the OGMS meeting, the minutes were drawn up containing all the debates, objections and votes of the present shareholders and which was the basis for issuing this Decision of the Ordinary General Meeting, in accordance with the Articles of Incorporation;
- The fact that all the conditions provided by the Articles of Incorporation have been met;

The agenda related to the OGMS meeting of 18 / 19.04.2022:

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%)**.

3. Approval for the operation to grant dividends to shareholders of the **registration date**, the **ex-date date and the date of payment**.
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 setting forth 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.
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.** for a mandate of 2 (two) years, 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**, in order to sign any documents 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.

Shareholders present or represented, confirming the above-mentioned agenda, have adopted the following decisions:

Decision no. 1

Approval of the individual financial statements of the Company

In the presence of shareholders representing [●]% of the share capital and [●]% of the total voting rights, with the affirmative vote of the shareholders representing [●]% of the votes cast respectively [●]% of the total voting rights (existing [●] / no abstentions and [●] / no votes against):

[Approved] / [Rejected]:

- 1.1. **Approval of the individual financial statements of the Company for the financial year 2021, based on the report of the Sole Administrator on the activity of the Company during 2021 and the report of the financial auditor of the Company.**

Decision no. 2
Distribution of profit

In the presence of shareholders representing [●]% of the share capital and [●]% of the total voting rights, with the affirmative vote of the shareholders representing [●]% of the votes cast respectively [●]% of the total voting rights (existing [●] / no abstentions and [●] / no votes against):

[Approved] / [Rejected]:

3.1. Approval 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:

- **Legal reserves** = RON 370,001 lei (three hundred and seventy thousand one),
- **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),
- **Profit left undistributed** = RON 1,630,519.65 (one million six hundred and thirty thousand five hundred and nineteen and 65%);
- **Other reserves** = 0 (zero) lei.

Decision no. 3
Approval of registration data, "Ex Data" and payment date for the dividend granting operation

In the presence of shareholders representing [●]% of the share capital and [●]% of the total voting rights, with the affirmative vote of the shareholders representing [●]% of the votes cast respectively [●]% of the total voting rights (existing [●] / no abstentions and [●] / no votes against):

[Approved] / [Rejected]:

3.1. Setting forth for the operation to grant dividends to shareholders, according to point, 2 letter b) of the agenda, of the registration date 09.06.2022, the ex-date date 08.06.2022 and the date of payment 16.06.2022.

Decision no. 4
Budget approval

In the presence of shareholders representing [●]% of the share capital and [●]% of the total voting rights, with the affirmative vote of the shareholders representing [●]% of the votes cast respectively [●]% of the total voting rights (existing [●] / no abstentions and [●] / no votes against):

[Approved] / [Rejected]:

4.1. The revenue and expenditure budget of the Company for the financial year 2022.

Decision no. 5
Approval of the remuneration policy of the Company

In the presence of shareholders representing [●]% of the share capital and [●]% of the total voting rights, with the affirmative vote of the shareholders representing [●]% of the votes cast respectively [●]% of the total voting rights (existing [●] / no abstentions and [●] / no votes against):

[Approved] / [Rejected]:

- 5.1. Adopting the Remuneration Policy of the Board of Directors of SAFETECH INNOVATIONS S.A. and setting forth the remuneration of the company's management accordingly.

Decision no. 6

Approval of the Remuneration report

In the presence of shareholders representing [●]% of the share capital and [●]% of the total voting rights, with the affirmative vote of the shareholders representing [●]% of the votes cast respectively [●]% of the total voting rights (existing [●] / no abstentions and [●] / no votes against):

[Approved] / [Rejected]:

- 6.1. 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;

Decision no. 7

Discharge of the Sole Administrator

In the presence of shareholders representing [●]% of the share capital and [●]% of the total voting rights, with the affirmative vote of the shareholders representing [●]% of the votes cast respectively [●]% of the total voting rights (existing [●] / no abstentions and [●] / no votes against):

[Approved] / [Rejected]:

- 7.1. Discharge of duties of the Sole Administrator for the activity related to the financial year 2021;

Decision no. 8

Sole Director resignation

- 8.1. 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.

Decision no. 9

Approval of setting up a Board of Directors

In the presence of shareholders representing [●]% of the share capital and [●]% of the total voting rights, with the affirmative vote of the shareholders representing [●]% of the votes cast respectively [●]% of the total voting rights (existing [●] / no abstentions and [●] / no votes against):

[Approved] / [Rejected]:

- 9.1 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

Decision no. 10

Electing the members of the Board of Directors

In the presence of shareholders representing [●]% of the share capital and [●]% of the total voting rights, with the affirmative vote of the shareholders representing [●]% of the votes cast respectively [●]% of the total voting rights (existing [●] / no abstentions and [●] / no votes against):

[Approved] / [Rejected]:

10.1 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.

Decision no. 11

Approval of the management contract framework

In the presence of shareholders representing [●]% of the share capital and [●]% of the total voting rights, with the affirmative vote of the shareholders representing [●]% of the votes cast respectively [●]% of the total voting rights (existing [●] / no abstentions and [●] / no votes against):

[Approved] / [Rejected]:

11.1 Approval of the management framework contract for the Members of the Board of Directors.

Decision no. 12

Approval of the empowerment to sign the management contracts

In the presence of shareholders representing [●]% of the share capital and [●]% of the total voting rights, with the affirmative vote of the shareholders representing [●]% of the votes cast respectively [●]% of the total voting rights (existing [●] / no abstentions and [●] / no votes against):

[Approved] / [Rejected]:

12.1 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.

Decision no. 13

Revocation of the financial auditor

In the presence of shareholders representing [●]% of the share capital and [●]% of the total voting rights, with the affirmative vote of the shareholders representing [●]% of the votes cast respectively [●]% of the total voting rights (existing [●] / no abstentions and [●] / no votes against):

[Approved] / [Rejected]:

13.1 Revocation of the mandate of the financial auditor of the Company - Mrs. Dascalu I. Cristina-Ionela - Financial Auditor

Decision no. 14
Appointing the financial auditor

In the presence of shareholders representing [●]% of the share capital and [●]% of the total voting rights, with the affirmative vote of the shareholders representing [●]% of the votes cast respectively [●]% of the total voting rights (existing [●] / no abstentions and [●] / no votes against):

[Approved] / [Rejected]:

14.1 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) years, 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.

Decision no. 15
Authorization and empowerment of Mr. Gansac Victor

In the presence of shareholders representing [●]% of the share capital and [●]% of the total voting rights, with the affirmative vote of the shareholders representing [●]% of the votes cast respectively [●]% of the total voting rights (existing [●] / no abstentions and [●] / no votes against):

[Approved] / [Rejected]:

15.1 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.

This resolution was adopted, in accordance with the legal provisions in force, as well as with the provisions of the Articles of Association of the Company.

Written and signed today, 18/19 / 04.2022, in 4 (four) original copies.

Sole Administrator /Chiarman
DI. Gansac Victor

Secretary
MR./MRS. [●]
