To: Bucharest Stock Exchange
The Financial Supervisory Authority

Current report no. 22/2025

According to Law nr. 24/2017 regarding issuers of financial instruments and market operations, ASF regulation nr. 5/2018 regarding the issuers of financial instruments and market operations and/or the Bucharest Stock Exchange Rulebook for Multilateral Trading System.

Date of report	13.06.2025
Name of the Company	2Performant Network S.A.
Registered Office	6 – 8 Corneliu Coposu Boulevard, Unirii View Building, Floor 2, (office) ResCo-working09, 3rd District, Bucharest, Romania
Phone	+40 754 908 742
Email	investors@2performant.com
Fiscal Code	26405652
Registration nr. with Trade Registry	J40/493/2010
Subscribed and paid share capital	1,303,304.30 lei
Total number of shares	13,033,043
Symbol	2P
Market where securities are traded	MTS AeRO Premium

Important events to be reported: EGMS Resolutions dated 10.06.2025

The management of 2Performant Network S.A. (hereinafter referred to as the "Company") informs the market that on 10.06.2025, starting with 12:00 PM, at Hotel Mercure Bucharest City Center, George Enescu Street, nr 15-17-17A, the Extraordinary General Meeting of Shareholders of the Company took place. The legal and statutory quorum was constituted at first convening.

The resolutions of the Extraordinary General Meetings of Shareholders of the Company are attached to this current report.

The President of the Board of Directors 2Performant

Dorin Boerescu

DECISIONS OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 2PERFORMANT NETWORK S.A.

6 - 8 Corneliu Coposu Blvd., Unirii View Building, 2nd floor, (office) ResCo-working09,

3rd District, Bucharest, Romania

J40/493/2010, EUID: ROONRC.J40/493/2010

Sole Registration Code 26405652

No. 1 of 10.06.2025

Shareholders of **2PERFORMANT NETWORK S.A**., a company registered with the Trade Registry attached to the Bucharest Tribunal under number J40/493/2010, EUID ROONRC.J40/493/2010, Sole Registration Code 26405652, with its headquarters at 6-8 Corneliu Coposu Blvd., Unirii View Building, 2nd floor, (office) ResCo-working09, 3rd District, Bucharest, Romania, with a subscribed and paid share capital of RON 1,303,304.30 (hereinafter referred to as the "**Company**"), met today, 10.06.2025, at 12:00 (Romanian time) in the Extraordinary General Meeting of Shareholders (the "**EGMS**") (first/second calling), in accordance with the convening notice published in the Official Gazette of Romania, Part IV, number 2217 of 09.05.2025 and Ziarul Bursa of 09.05.2025.

In the presence of shareholders representing 63,39932% (8,262,860 shares) of the share capital and 63,39932% (8,262,860 voting rights) of the total voting rights, with the "for" vote of shareholders representing 100% (4,857,907 votes) of the votes of shareholders present, represented or who expressed their vote by correspondence, with the "against" vote of shareholders representing 0% (0 votes) of the votes of shareholders present, represented or who expressed their vote by correspondence (there being 0 abstentions and 1,260,708 unexpressed votes), the election of Ms. Ana Oprița as secretary of the meeting was approved.

Mr Ciprian-Paul Frandeș was appointed as technical secretary.

Following the debates on the points included on the agenda, the shareholders present or represented at the EGMS adopted the following resolutions:

DECISION NO. 1

In the presence of shareholders representing 63,39932% (8,262,860shares) of the share capital and 63,39932% (8,262,860 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99,80320% (8,246,599 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0,18651% (15,411 votes) of the votes of the shareholders present, represented or who voted by mail (there are 850 abstentions and 0 votes which were not expressed):

Approved:

Company's acquisition of Profitshare affiliate marketing activity **("Business**") together with the assets necessary to carry it out "**Business Assets**"), carried out by:

(a) Conversion Marketing S.R.L. (a limited liability company organized and operating according to Romanian law, registered with the Trade Register under no. J2022005955239, Unique European Identifier (EUID) ROONRC. J2022005955239, unique registration code (CUI) 18350386, with registered office in str. Gara Herăstrău nr. 6, Globalworth Square Building, 3rd floor, Sector 2, Bucharest, Romania) ("**Conversion Marketing RO**"); and by

(b) Conversion Marketing EOOD (a company organized and operating under Bulgarian law, registered with the Bulgarian Trade Register and Register of Non-Profit Entities under no. UIC 203168261, with its registered office in Sheynovo Street no. 18, 1st floor, Oborishte region, Sofia, Bulgaria („**Conversion Marketing BG**"),

through the Profitshare platform located at profitshare.ro and profitshare.bg (the "**Transaction**"), according to the business transfer agreement ("**Agreement**") signed in this regard on 06.05.2025 by the Company (as buyer), Conversion Marketing RO (as seller), Conversion Marketing BG (as seller) and Dante International S.A. (a joint stock company organized and operating under Romanian law, registered with the Trade Register under no. J2002000372404, unique European identifier (EUID) ROONRC.2002000372404, unique registration code (CUI) 14399840, with registered office in Șos. Virtuţii no. 148, space E47, Sector 6, Bucharest, Romania ("**eMAG**"), the majority shareholder of Conversion Marketing RO, as guarantor).

The Agreement was subject to the prior approval of the Board of Directors of the Company and was signed under the condition of the approval of the Transaction by the extraordinary general meeting of shareholders of the Company.

The completion of the transfer of the Business will take place after the fulfillment of allthe conditions precedent of the Agreement, including, inter alia, obtaining the agreements of the affiliated customers (i.e., any customer of the sellers in relation to the Business, who is an affiliate of the sellers or of the guarantor, for the avoidance of doubt, including: eMAG, Flip Technologies S.R.L. and PC Garage S.R.L.) from the contracts transferred to the Company, as part of the Business.

The total price due by the buyer for the Business and the Business Assets is RON 4,518,850 (four million five hundred eighteen thousand eight hundred and fifty lei) (the"**Price**"), which will be divided between Conversion Marketing RO and Conversion Marketing BG in accordance with the provisions of the Agreement.

Out of the total value of the Price, the receivable in the amount of RON 2,150,000 (two million one hundred and fifty thousand lei) ("**Assigned Receivable**") was assigned by Conversion Marketing RO and Conversion Marketing BG to eMAG, according to the notice of assignment of receivable sent to the Company by Conversion Marketing RO, Conversion Marketing BG and eMAG on the signing date of the Agreement.

The Payment of the Price will be made by the Company as follows:

(a) the amount of RON 2,368,850 (two million three hundred sixty-eight thousand eight hundred and fifty lei) will be paid in cash by the Company to Conversion Marketing RO and Conversion Marketing BG in accordance with the provisions of the Agreement, on the date of completion of the Transaction; and

(b) the remaining amount representing the Assigned Receivable will be offset, within six months from the completion of the Transaction, with a number of 1,000,000 (one million) shares to be issued by the Company in favor of eMAG using a conversion price of RON 2.15/share, conversion price specifically agreed with eMAG for the purpose of converting the Assigned Receivable into shares issued by the Company, the Company retaining the right to offer different subscription prices to other participants in the share capital increase at different stages of this process

For the purpose of offsetting the Assigned Receivable with shares issued by the Company under the Agreement, the Board of Directors of the Company shall undertake all actions and adopt all decisions necessary for the increase of the share capital of the Company with the granting of the right of preference to the existing shareholders, with a maximum amount to be decided by the Board of Directors of the Company. The Board of Directors of the Company will decide on the share capital increase and its terms and conditions based on the authorization already granted by the extraordinary general meeting of the Company by the resolution dated 22.04.2024 as provided for in Article 15.1 paragraph (2) of the Company's Articles of Association.

The Board of Directors and/or the General Manager of the Company, according to their competences, are authorized to in the name and on behalf of the Company, with full power and authority, to sign, submit, request, collect any documents, including the issuance prospectus or any other necessary documents/applications/forms, as well as to carry out any necessary formalities before the Trade Register Office, of the Financial Supervisory Authority or of the Bucharest Stock Exchange, as well as before any other authority, public institution, legal or natural persons, as well as to execute any necessary, useful or opportune operations in order to complete the Transaction, to carry out the share capital increase, to implement the provisions of the Agreement and to carry out and ensure the enforceability of this decision

DECISION NO. 2

In the presence of shareholders representing 63,39932% (8,262,860shares) of the share capital and 63,39932% (8,262,860 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99,82346% (8,248,273 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0,17654% (14,587 votes) of the votes of the shareholders present, represented or who voted by mail (there are 0 abstentions and 0 votes which were not expressed):

Approved:

Setting the date of:

- 26.06.2025 as registration date for identifying the shareholders who will benefit from the effects of the resolutions adopted by the EGMS, in accordance with the provisions of art. 87 para. (1) of Law no. 24/2017; and
- 25.06.2025 as "ex-date", computed in accordance with the provisions of art. 2 (2) letter (l) of Regulation no. 5/2018.

As they are not applicable to this EGMS, the shareholders will not decide on the other relevant dates set out in art. 176 paragraph (1) of Regulation no. 5/2018, such as date of the guaranteed participation and the payment date.

DECISION NO. 3

In the presence of shareholders representing 63,39932% (8,262,860shares) of the share capital and 63,39932% (8,262,860 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99,82104% (8,248,073 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0,17896% (14,787 votes) of the votes of the shareholders present, represented or who voted by mail (there are 0 abstentions and 0 votes which were not expressed):

Approved:

The approval of the authorisation of the Board of Directors and/or of any member of the Board of Directors and/or of the Company's General Manager, with the right to sub-delegate, in the name and on behalf of the Company, with full power and authority, to execute any documents, including the EGMS resolution, to file and to request the publication of the resolution in Part IV of the Official Gazette of Romania, to pick up any documents, to fulfil any necessary formalities in front of the Trade Registry Office, as well as in front of any other authority, public institution, legal entities and individuals, as well as to carry out any necessary, useful or advisable operations for implementing and ensuring the enforceability of the resolutions which will be adopted by the EGMS.

This decision was drafted and signed in the name and on behalf of the shareholders, today 10.06.2025, in 2 original copies, by the chairman of the meeting, Mr Dorin Cristian Boerescu and the secretary of the meeting, Mrs Ana Oprița, also serving as the minutes of the general meeting of shareholders of the Company.