

INDEPENDENT LIMITED ASSURANCE REPORT ON THE INFORMATION INCLUDED IN THE CURRENT REPORTS DRAWN UP BY THE COMPANY IN ACCORDANCE WITH THE PROVISIONS OF LAW NO. 24/2017 AND OF THE REGULATION NO. 5/2018

**To the Board of Directors,
Bittnet Systems S.A.**

1. We have been engaged by the Board of Directors of Bittnet Systems S.A. („the Company”) to report on the information included in the enclosed Current Report dated February 1, 2023 prepared by the Company, comprising the juridical deeds concluded during the period between January 1st, 2022 - December 31st, 2022 by the Company, in accordance with the provisions of article 108 of Law no. 24/2017 for issuers of financial instruments and other market operations („Law no. 24/2017”), according to which transactions over 5% from the net assets are included in Current Report, and of the Regulation no. 5/2018 of the Financial Supervisory Authority („ASF”) on issuers and securities operations, with the subsequent amendments („Regulation no. 5/2018”) (hereinafter referred to as Reported transactions included in the “Current Report”), in the form of an independent limited assurance conclusion if, based on the procedures performed, nothing came to our attention that would make us to believe that the price of the Reported Transactions included in the Current Report does not meet, in all material aspects, the criteria defined in paragraph 10 of this independent limited assurance report.

Responsibilities of the Company’s management

2. The Company’s Management is responsible to prepare and submit the Current Report that are free of material misstatements, in accordance with art. 108 of Law no. 24/2017 and with Regulation no. 5/2018, for their completeness and for the information presented therein, for the accuracy of the prices used of the reported transactions included in the Current Report by reference to the other offers available on the market, as well as for the fulfilment of the criteria defined in paragraph 10 of this report. This responsibility includes: designing, implementing and maintaining a relevant internal control for preparing and submission of the Current Report that are free of material misstatements, whether due to fraud or error and for recording the reported transactions included in the Current Report at a fair price by reference to the other offers available on the market and for the fulfilment of the criteria defined in paragraph 10 of this report. This responsibility also includes assuring the compliance with the requirements of art. 108 of Law no. 24/2017 and of the Regulation no. 5/2018, the compliance of the reported transactions included in the Current Report with the supporting documents and the maintenance of adequate records in relation to the Reported transactions and the Current Report. The company’s management is responsible to prevent and detect fraud and to assure the Company’s compliance with the legislation and the regulations in force. The Company’s management is responsible to make sure that the personnel involved in the conclusion of the reported transactions included in the Current Report and the drafting of the Current Report is adequately trained and the computer systems are adequately updated.

Auditor’s responsibilities

3. Our responsibility is to analyze the reported transactions included in the Current Report submitted by the Company and to report in the form of an independent limited assurance conclusion, based on the evidence obtained. We have conducted our engagement in accordance with the International Standard for Assurance Engagements („ISAE”) 3000 Assurance engagements, other than audits or reviews of historical financial information issued by the Council for International Audit and Assurance Standards. This standard requires us to plan and perform our procedures in such manner, to obtain an adequate assurance level if the price of the reported transactions included in the Current Report meets, in all material aspects, the criteria defined in paragraph 10 of this independent limited assurance report as a basis for our independent limited assurance conclusion.
4. We apply the International Standard on Quality Control 1 and, therefore, we have a complex quality control system, including documented policies and procedures related to the compliance with the ethical requirements, professional standards and legal provisions and of the applicable regulatory bodies.
5. We have met the independence requirements and other ethical requirements provided by the Code of Ethics of the Professional Accountant issued by the Council for International Ethics Standards for Accountants that are based on the fundamental principles of integrity, objectiveness, professional competence and diligence, confidentiality and professionalism.

6. The selected procedures depend on our understanding of the reported transactions included in the Current Report and of other circumstances of the engagement, as well as on our considerations related to the areas where material misstatements could occur. In obtaining an understanding of the reported transactions included in the Current Report, we have taken into consideration the process used by the Company to conclude the transactions and to prepare and submit the Current Report in accordance with the requirements of art. 108 of Law no. 24/2017 and of Regulation no. 5/2018 in order to determine the relevant assurance procedures under the given circumstances, but not for the purpose of stating a conclusion on the effectiveness of the process or of the Company's internal control for the conclusion of the reported transactions included in the Current Report and for the drafting and submission of the Current Report.

The procedures conducted consisted mainly of taking interviews of the management and of other employees of the Company, comparison of the price used for the transactions reported in the Current Report with the criteria used by the Management to evaluate it, as well as of evaluating the evidence obtained.

7. The procedures conducted to obtain evidence within a limited assurance engagement are different in terms of nature and timing and are more restricted, in terms of scope, than the procedures conducted within a reasonable assurance engagement. Therefore, the assurance level that is obtained within a limited assurance engagement is considerably lower than the assurance level that would have been obtained if a reasonable assurance engagement had been conducted.
8. As part of this engagement, we have not conducted any procedures for auditing, reviewing or verification of the reported transactions included in the Current Report in accordance with the International Audit Standards or the International Standards on Reviewing Engagements or of the sources from which the transactions included in the Current Report originate, nor did we conduct any procedures related to the completeness of the reported transactions included in the Current Report.
9. Our procedures were applied to re-invoicing transactions (M&A and administrative expenses), services provided transactions, license resale transactions and interest income transactions recorded with Dendrio Solutions SRL. We did not conduct any procedures to check whether the Current Report include all the transactions and details on the transactions that the Company must report in accordance with the requirements of art. 108 of Law no. 24/2017 and with Regulation no. 5/2018 for the period between January 1, 2022 - December 31, 2022.

Criteria

10. The criteria used within this engagement were as follows:
 - ❖ regarding the transactions related to the re-invoicing of expenses (M&A and administrative expenses): the comparison with the prices charged by suppliers, the Company does not include a margin from these transactions being carried out for the benefit of the other party. From the analysis carried out, we found that these expenses are re-invoiced at the level of the costs charged by the suppliers, and as for the common administrative expenses, they are allocated based on the agreed percentages.
 - ❖ regarding transactions related to the resale of licenses and other services provided, these are recorded at similar prices and margins practiced by the Company with third parties. From the analysis carried out, we found that these revenues are recorded at similar prices and margins practiced by the Company with third parties.
 - ❖ for transactions related to the loan agreement: comparison of the financing costs related to this loan with the costs related to financing for the issuance of bonds, the reference of the Company for determining the interest rate. From the analysis carried out, we found that the interest related to the loan agreement is comparable with the financing costs associated with the bond issue.

Conclusion

11. Our conclusion was formed based on and considering the aspects presented in this report.
12. We believe that the evidence obtained is sufficient and adequate to provide a basis for our conclusion.
13. Based on the procedures conducted and the evidences obtained, we have not identified any matters that would make us believe that the price related to the reported transactions included in the Current Report does not meet, in all material aspects, the criteria defined in paragraph 10 of this independent limited assurance report.



14. In accordance with the engagement terms, our independent limited assurance report on the information included in the enclosed Current Report dated February 1, 2023 drafted by the Company's Management to report to the Financial Supervisory Authority in accordance with the requirements of art. 108 of Law no. 24/2017 and of the Regulation no. 5/2018, was drafted for the Company's Board of Directors in relation to the requirements of these regulations and for no other purpose or in any other context.
15. The price of the reported transactions included in the Current Report was assessed based on the criteria defined in paragraph 10 of this independent limited assurance report. The criteria were developed only for the purpose of this engagement and should not be considered adequate for any other purpose.
- Restrictions on the use of our report***
16. Our report must not be considered adequate for use by other parties that want to acquire rights against us, other than the Company, for any purpose or in any context. Any third party, other than the Company, that gains access to our report or to a copy thereof and chooses to rely on our report (or on any part thereof) shall do this by its own responsibility. To the extent permitted by law, we do not accept and do not assume responsibility to third parties other than to the Company's Board of Directors, as a whole, for our engagement, for this report or for the conclusion obtained.
17. This report is addressed to the Company's Board of Directors, as a whole, assuming that it will not be copied, mentioned or presented, in its entirety (except for the Company's internal purposes) or in part, without our prior written consent. A copy of this independent limited assurance report may be submitted to the Financial Supervisory Authority.

On behalf of BDO AUDIT SRL

Registered to Electronic Public Register of
financial auditors and audit companies no. FA18

Refer to original signed version in
Romanian language

Name of the engagement partner: Cristian Iliescu

Registered to Electronic Public Register of
financial auditors and audit companies no. AF1530

February 1, 2023

Bucharest, Romania