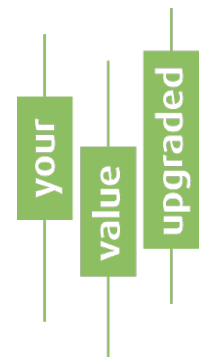


Current Report no. 21 / 2024

Current report according to	Law 24/2017, ASF Regulation 5/2018
Date of report	25.03.2024
Company name	BITTNET SYSTEMS S.A.
Social address	44, Sergent Ion Nuțu, One Cotroceni Park, building A and B, 4 th floor, district 5, Bucharest
Headquarters	44, Sergent Ion Nuțu, One Cotroceni Park, building A and B, 4 th floor, district 5, Bucharest
Phone/Fax	021.527.16.00 / 021.527.16.98
CUI	21181848
Trade Register No	J40/3752/2007
The market on which the shares are traded	Segment: Main Market; Category: Standard
Symbol	BNET - shares BNET26E, BNET27A, BNET28 - bonds
Share capital	RON 63,417,671.40
The main characteristics of securities issued by the Company	634,176,714 shares at a face value of RON 0.10



**CONVENING NOTICE OF THE ORDINARY AND EXTRAORDINARY GENERAL MEETINGS OF SHAREHOLDERS
BITTNET SYSTEMS S.A.**

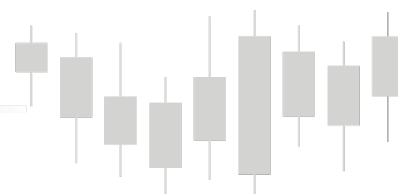
In accordance with provisions of Companies Law no. 31/1990, republished, with subsequent amendments and additions, Law no. 24/2017 regarding issuers of financial instruments and market operations, FSA Regulation no. 5/2018 regarding issuers of financial instruments and market operations, with subsequent amendments and additions, and of the Company's Articles of Incorporation,

the Board of Directors of BITTNET SYSTEMS S.A. - Romanian legal entity, with registered office in Str. Sergeant Ion Nuțu, no. 44, One Cotroceni Park, Building A and Building B, floor 4, sector 5, Bucharest, registered at the Trade Register under no. J40/3752/22.02.2007, having Unique Registration Number RO21181848 ("the Company"),

CONVOKE

ORDINARY GENERAL MEETING of SHAREHOLDERS for April 25th, 2024 at 12:00 at Str Sergeant Ion Nutu, no. 44, One Cotroceni Park, Building A and Building B, floor 4, sector 5, Bucharest, in which shareholders registered at the end of April 12, 2024, considered the Reference Date, in the shareholders' register kept by the DEPOSITORY are entitled to participate and vote CENTRAL S.A. (OGMS). In case of failure to meet the valid quorum at the first convocation, a second meeting of the OGMS will be held on April 26th, 2024, at 12:00, in the same place and with the same agenda and having the same Reference Date; and

EXTRAORDINARY GENERAL MEETING of SHAREHOLDERS for April 25th, 2024 at 1:00 p.m. at Str Sergeant Ion Nutu, no. 44, One Cotroceni Park, Building A and Building B, floor 4, sector 5, Bucharest, in which shareholders registered at the end of April 12, 2024, considered the Reference Date, in the shareholders' register kept by the DEPOSITORY are entitled to participate and vote CENTRAL S.A. (EGMS). In case of failure to meet the valid quorum at the first convocation, a second meeting of the EGMS will be held on April 26th, 2024, at 1:00 p.m., in the same place and with the same agenda and having the same Reference Date



Agenda for the Ordinary General Meeting of Shareholders

1. The election of the Chairman of the meeting, Mr. Mihai-Alexandru-Constantin LOGOFĂTU and of the secretary of the meeting, Ms. Ioana PRECUP, lawyer, who shareholder of the Company, according to the procedure for organizing and conducting the general meetings of the Company's shareholders.
2. Approval of the individual and consolidated annual financial statements for the financial year 2023, based on the Report of the Board of Directors (in the form of Universal Registration Document) and the Report of the Independent Auditor.
3. Approval of the fixed remuneration of the members of the Board of Directors for the year 2024 in the amount of 200,000 RON/gross year for each member of the Board of Directors and 240,000 RON/gross year for the president of the Board of Directors. The fixed remunerations will be due to the members of the Board of Directors pro-rata with the period of the year in which they exercised their functions within the Board of Directors
4. Approval of the maximum limit of the additional remunerations for the members of the Board of Directors charged with specific functions, as well as the fixed remuneration of the directors of the Company for the year 2024 according to the supporting documents related to the OGMS, to which are added the variable remunerations conditional on performance as follows as approved by the Decision of the Ordinary General Meeting of the Company's Shareholders no. 7 from 27.04.2023.
5. Approval of the profit distribution proposals, as they were presented to the shareholders through the supporting documents related to the OGMS
6. Discharge of the Board of Directors of the Company for the financial year 2023.
7. Approval of the revenues and expenses budget for the financial year 2024
8. Approval of the Remuneration Report for financial year 2023, as it was presented to the shareholders through the supporting documents related to the OGMS.
9. Approval of the remuneration policy, as it was presented to the shareholders through the supporting documents related to the OGMS
10. Ratification of the Decisions of the Board of Directors dated 30.01.2024 by which the composition of the Audit Committee and the Nomination and Remuneration Committee was established according to the supporting documents related to the OGMS
11. Establishing the date of May 13, 2024 as the registration date for the identification of the shareholders on whom the effects of the decisions adopted by the OGMS are reflected, in accordance with the provisions of art. 87 (1) of Law no. 24/2017 and the date of May 12, 2024 as "ex-date" calculated in



accordance with the provisions of art. 2 para. (2) lit. (I) from Regulation no. 5/2018. Payment date is not applicable.

12. Approval of the power of attorney, with the possibility of substitution, of Mr. Mihai Alexandru Constantin LOGOFĂTU, as the legal representative of the President of the Company's Board of Directors, to sign the resolutions of the shareholders and any other documents related to them and to fulfill all the procedures and the formalities provided by law for the purpose of implementing shareholders' decisions, including the formalities of their publication and registration in the Trade Register or any other public institution

Agenda for the Extraordinary General Meeting of Shareholders

1. The election of the Chairman of the meeting, Mr. Mihai-Alexandru-Constantin LOGOFĂTU, and of the secretary of the meeting of Ms. Ioana PRECUP, lawyer, who has the capacity of a shareholder of the Company, according to the procedure for organizing and conducting the general meetings of the Company's shareholders.
2. Approving the of a program to buy-back the Company's shares, in accordance with the applicable legal provisions, in order to reduce the share capital by canceling those shares, and the total nominal value of the redeemed shares will not exceed 10% of the share capital. The minimum price of the redeemed shares will be equal to the nominal value, respectively 0.1 RON/share, and the maximum price will equal to 1 RON/share. A mandate is granted to the Board of Directors to carry out any and all operations necessary to implement this decision.
3. Approving the running of a program to buy back the Company's shares, in accordance with the applicable legal provisions, for the purpose of implementing the existing stock option program within the Company, as well as for any other purpose permitted by the law. The minimum price of the redeemed shares will be equal to the nominal value, 0.1 RON/share, and the maximum price will be equal to 1 RON/share. The maximum duration of this redemption program will be 18 months from the date of registration of the EGMS decision in the trade register, and the total nominal value of the redeemed shares will not exceed 10% of the share capital. A mandate is granted to the Board of Directors to carry out any and all operations necessary to implement this decision.
4. Establishing the date of May 13, 2024 as the registration date for the identification of the shareholders on whom the effects of the decisions adopted by the EGMS are reflected, in accordance with the provisions of art. 87 (1) of Law no. 24/2017 and the date of May 12, 2024 as "ex-date" in accordance with the provisions of art. 2 para. (2) lit. (I) from Regulation no. 5/2018. Payment date is not applicable.



5. Approval of the power of attorney, with the possibility of substitution, of Mr. Mihai Alexandru Constantin LOGOFĂȚU, as the legal representative of the President of the Company's Board of Directors, to sign the resolutions of the shareholders and any other documents related to them and to fulfill all the procedures and the formalities provided by law for the purpose of implementing shareholders' decisions, including the formalities of their publication and registration in the Trade Register or any other public institution.



GENERAL INFORMATION REGARDING OGMS & EGMS

Availability of informative materials, completing the agenda and questions regarding the topics on the agenda starting with the date of 25.03.2024 and until the date set for holding the general meetings, they can be obtained by the shareholders by sending a written request to the address investors@bittnet.ro or they can be downloaded from the company's website <https://investors.bittnet.ro>, category <Bittnet Group>, section <General Meetings> the following documents: the Convocation, the Report of the Board of Directors in the form of a Universal Registration Document, the statement regarding the total number of issued shares and voting rights on the Reference Date, the draft resolutions proposed for the approval of the general meeting, the general/special power of attorney forms that can be used for proxy voting, the voting forms that will be used through the electronic voting system through the voting platform provided by the company, the GMS participation procedure electronically and the documents to be presented at the general assembly meeting. The address for direct access to the website regarding this general meeting is: <https://investors.bittnet.ro/ro/intalniri-ale-actionarilor/>

Each shareholder has the right to ask questions regarding the items on the agenda, in compliance with the Procedure for organizing and conducting the general meetings of the Company's shareholders:

https://investors.bittnet.ro/wp-content/uploads/2020/03/Procedura_AGA_BNET-rerv200120.pdf

exclusively to the address investors@bittnet.ro, until April 23, 2024, at 18:00 at the latest.

The proposals of the shareholders regarding the completion of the agenda and the draft resolutions shall comply with the provisions contained in the Procedure for organizing and conducting the general meetings of the Company's shareholders:

https://investors.bittnet.ro/wp-content/uploads/2020/03/Procedura_AGA_BNET-rerv200120.pdf

In order to exercise the right to introduce items on the agenda/the right to present draft resolutions for the items included or proposed to be included on the agenda of the Meeting, entitled shareholders will be able to send the request to the Company at investors@bittnet.ro, with the written mention "PROPOSAL OF NEW ITEMS ON THE AGENDA FOR THE GENERAL MEETING OF SHAREHOLDERS", until April 10, 2024, 6:00 p.m.

If a completed agenda will be published at the request of the significant shareholders in accordance with the legal provisions and of this Call, the revised/supplemented agenda will be published before the Reference Date mentioned in this Call. If a completed agenda will be published at the request of the significant shareholders in accordance with the legal provisions and of this Convocation, the deadline for submitting questions remains unchanged.



Participation in the GSM

According to the legal provisions, only persons who are registered as shareholders at the end of April 12, 2024 (Reference Date) have the right to participate and vote in the Assembly. The company makes available and recommends to the shareholders the participation and voting by electronic means of remote communication at the convened general meetings. In accordance with the Procedure for organizing and conducting the general meetings of the Company's shareholders as approved by EGMS decision no. 3/26.11.2020, the shareholders registered in the shareholders' register on the Reference Date can participate in the meetings convened by this convenor, using the tele/video conference system provided by the company, and to cast their vote they will use the electronic voting system through the voting platform provided by the company.

The procedure for participation and electronic voting at general meetings of shareholders according to this convocation is described here: <https://investors.bittnet.ro/intalniri-ale-actionarilor/aga-25-aprilie-2024/> The special/general proxies will be sent to the address investors@bittnet.ro , so that they are received by the Company no later than April 20, 2024, at 18:00. Powers of attorney not submitted within the deadline or in a way other than that described in this invitation will not be taken into account.

Additional information can be obtained by sending a written request to investors@bittnet.ro or from the company website <https://investors.bittnet.ro> , category <Bittnet Group>, section <General Meetings>.

The President of the Board of Directors

Ivylon Management SRL

Through representative Mihai-Alexandru-Constantin LOGOFATU

