

ACCORDING TO ANNEX 9
TO ARTICLE 28 (2) OF ORDINANCE № 2 OF 17.09.2003

**INSIDE INFORMATION FOR SIRMA GROUP HOLDING JSC
AS OF 31.12.2019**

1. Change of persons exercising control over the company.

At the General Meeting of Shareholders of Sirma Group Holding JSC, held on 19.06.2019, Tsvetomir Angelov Doskov and Sasha Konstantinova Bezuhanova was dismissed as members of the Board of Directors. On 04.07.2019 the decision was entered in the Commercial Register.

2. Opening insolvency proceedings for the company or its subsidiary and all material steps involved in the proceedings.

During the period under review, no insolvency proceedings were opened for the company.

3. Conclusion or execution of significant transactions.

In 2019, the company made several large contracts with customer and subcontracts, in connection with the new strategy of the Group:

Purchases:

- Deal 1 for BGN 4 548 thousand
- Deal 2 for BGN 2 268 thousand
- Deal 3 for BGN 2 037 thousand

Sales:

- Deal 1 for BGN 4 832 thousand
- Deal 2 for BGN 3 278 thousand
- Deal 3 for BGN 2 915 thousand

4. A decision on the conclusion, termination and cancellation of a joint venture agreement.

No decision for concluding, termination and cancellation of a joint venture was taken during the period considered.

5. Change of auditors of the company and reasons for the change.

The General Meeting of "Sirma Group Holding" JSC, held on 19.06.2019, elected for Auditor of the Company for 2019 registered auditor "Grant Thornton" OOD, registered under number 032 in the public register of the auditing companies to the Institute of Certified Experts - accountants in Bulgaria.

6. Conclusion or execution of contracts not related to the Company's ordinary activities.

During the period under review, there were no signed or executed contracts that were not related to the company's ordinary activities.

7. Formation or termination of a court or arbitration case relating to the debts or claims of the company or its subsidiaries with a claiming price of at least 10 percent of the company's equity.

No court or arbitration case was opened or terminated during the period under review.

8. Purchase, sale or pledge of shares in companies from the issuer or its subsidiary.

During the period under review, there was no purchase, sale or pledge of shareholdings in commercial companies by the issuer or its subsidiary.

9. Other circumstances that the Company considers may be relevant to investors in taking a decision to acquire, sell or continue to hold publicly available securities:

Substantial events occurred in the group until the end of 2019:

- A Purchase of "Ontotext" from "Sirma AI"

On 18 January 2019, a contract was concluded on the grounds of Art.15 of the Commercial Act and a decision of the General Meeting of Shareholders of Ontotext JSC, by which the commercial enterprise of Ontotext JSC, as a set of rights and obligations and factual relations created by realization of its previous business activity was sold to Sirma AI JSC for a price equal to the net asset value, according to the balance sheet of the company as at 17.01.2019 - BGN 21 249 612,89.

- Sale of a separate part of „Sirma Solutions“ to „Sirma AI“

On 23 January 2019, a contract was signed under which the subsidiary Sirma Solutions transferred the ownership right to a separate part of its trading company Sirma Solutions, UIC 040529004 as a separate set of rights, obligations and factual relations, created in the course of his previous commercial activity to Sirma AI, for a price of BGN 20 912 384.19 (twenty million nine hundred and twelve thousand three hundred eighty four and four hundred levs). In the separate part of the enterprise are included assets - software modules, contracts with receivables on them and employees.

- **Sale of a separate part of „Daticum“ to „Sirma AI“**

On 7 March 2019, a contract was signed under which the subsidiary “Daticum” transferred the ownership right to a separate part of its trading company “Daticum”, UIC 200558943, as a separate set of rights, obligations and factual relations, created in the course of his previous commercial activity of “Sirma AI”, for a price of BGN 1 241 786.93 (one million two hundred and forty thousand and one thousand seven hundred and eighty-six leva and 93 st.). In the separate part of the enterprise are included assets - cloud platform and employee liability.

- **A resolution to repurchase shares of the Company was adopted**

At the Extraordinary General Meeting of Shareholders of the Company held on 26.08.2019, a resolution was adopted that „Sirma Group Holding” JSC would buy-back own shares. The Board of Directors can enact the buy-back under the following conditions:

- The maximum number of shares subject to the buy-back are 19 000 000.
- The minimum price is BGN 0,10 per share and the maximum price is BGN 2 per share. The maximum price for buy-back of shares should not exceed BGN 20 000 000 (twenty million).
- The term of the buy-back is until 31.12.2022.
- Means of the buy-back – through an investment intermediary.

The General Meeting of Shareholders authorizes the Board of Directors to enact all necessary legal and factual actions for execution of the buy-back.“

Date: 30.06.2020

Sofia

CEO: 
Tsvetan Alexiev