

**PROTOCOL
OF
THE EXTRAORDINARY ATTENDANCE MEETING
OF THE GENERAL ASSEMBLY OF SHAREHOLDERS
OF „SIRMA GROUP HOLDING“ JSC**

Today, February 15, 2023, in Sofia 1784, 135 Tsarigradsko Shosse Blvd., 2nd floor, Training Hall, the Extraordinary General Meeting of Shareholders of Sirma Group Holding JSC was held, convened by invitation of the Board of Directors, announced in the Commercial Register on January 12, 2023.

The registration of the shareholders and their representatives for participation in the General Meeting started at 10:00 and ended at 11:05.

The General Meeting was opened at 11:10 AM by Mr. Tsvetan Alexiev, Executive Director of Sirma Group Holding JSC.

The Executive Director Tsvetan Alexiev reported to the shareholders a proposal for a procedural decision for confirmation of the Commission for registration of the shareholders appointed by the Board of Directors and verification of the quorum of the General Meeting composed of:

1. Chairman - Stanimira Velikova Aleksieva
 2. Members:
Stanislav Tanushev
Svetlana Kanazireva
- Then a vote was taken.

Results of the vote:

Total number of cast votes: 1 916 567 votes;

	<i>Present Shareholders</i>	<i>Representatives</i>	<i>Total</i>	<i>Total</i>
<i>Number of votes cast "For";</i>	1 916 567	0	1 916 567	100.00%
<i>Number of votes cast "Against";</i>	0	0	0	0
<i>Number of votes cast "Abstained";</i>	0	0	0	0

Total

1 916 567 100.00%

As a result of the voting by the present voting shares, the General Meeting of Shareholders unanimously took the following:

Procedural decision 1: The General Meeting of Shareholders confirms the Committee on Registration of Shareholders appointed by the Board of Directors and verification of the quorum of the General Meeting composed of:

Chairman - Stanimira Velikova Aleksieva

Members:

- Stanislav Tanushev
Svetlana Kanazireva

Mr. Alexiev gave the floor to the Chairman of the Commission for Registration of Shareholders and

Quorum Verification - Ms. Stanimira Alexieva, to report the results of the registration of shareholders and their proxies for participation in the General Meeting and the verification of the quorum.

The Chairman of the Shareholders Registration and Quorum Verification Committee made the following announcements:

- Pursuant to Article 34a of the Company's Articles of Association, shareholders who have the right to vote with a total of 39 633 668 shares, constituting 66.77% of all shares with a right to vote, from the capital of "Sirma Group Holding" JSC, exercised their right to vote before the date of the general meeting by correspondence, through e-mail, according to the List of Shareholders of "Sirma Group Holding" JSC, received from the Central Depository and valid as of January 23, 2023 (in accordance with the requirement of Art. 115b, Para. 1 of the POSA and the Articles of Association of "Sirma Group Holding" JSC).
- Present at the meeting are shareholders who own and/or are authorized to vote with a total of 1,916,567 dematerialized registered shares with voting rights from the capital of "Sirma Group Holding" JSC, according to the List of Shareholders, received from Centrapen Depository and valid as of January 23, 2023 (in accordance with the requirement of art. 115b, paragraph 1 of the POSA and the Articles of Association of "Sirma Group Holding" JSC).
- The total percentage of votes cast in advance and the present /represented shareholders in the hall is 70%.
- The required quorum exists in accordance with the law and the Articles of Association of Sirma Group Holding JSC and the extraordinary attendance General Meeting of Shareholders may be legally held.

Objections to the legality of the meeting, including its convening, the provision of written materials on the agenda, the registration of shareholders and their proxies, and the quorum were not raised.

Then Mr. Tsvetan Alexiev made a proposal for a procedural decision for election of bodies (chairman, secretary and counters) of the General Meeting of Shareholders:

1. Mr. Tsvetan Alexiev to be elected Chairman of the General Meeting of Shareholders;
2. Mr. Momchil Zarev to be elected Secretary and Counter of the General Assembly;
3. Stanislav Tanushev, Svetlana Kanazireva and Stanimira Aleksieva to be elected Counters of the votes.

Mr Alexiev suggested that the candidates mentioned above be voted "en bloc".

No statements or other proposals regarding the election of bodies of the Annual General Meeting were made.

The proposal for bodies of the General Assembly was put to a vote "en bloc".

Comments or other proposals were not made, regarding the election of bodies to the General Meeting of Shareholders.

The proposal for bodies of the General Assembly was submitted to an "en bloc" vote.

Results of the vote:

Total number of cast votes: 1 916 567 votes;

	<i>Shareholders</i>	<i>Representatives</i>	<i>Total</i>	<i>Total</i>
<i>Number of votes cast "For";</i>	<i>1 916 567</i>	<i>0</i>	<i>1 916 567</i>	<i>100.00%</i>
<i>Number of votes cast "Against";</i>	<i>0</i>	<i>0</i>	<i>0</i>	<i>0</i>

Number of votes cast "Abstained";	0	0	0	0
Total				1 916 567 100.00%

As a result of the voting by the present shares, the General Meeting of Shareholders unanimously took the following:

Procedural decision 2 .: The General Meeting of Shareholders elects

- for Chairman of the meeting: Mr. Tsvetan Alexiev;
- for Secretary and counter: Mr. Momchil Zarev;

for counters: Stanislav Tanushev, Svetlana Kanazireva and Stanimira Aleksieva.

The Chairman of the Meeting, Mr. Tsvetan Alexiev, explained to those present that according to the current legislation and the provisions of Article 231 of the CA, the General Meeting may adopt decisions only on the previously announced agenda, as not all shareholders are present at the meeting and the meeting should be held with the following agenda, announced in the Commercial Register on January 12, 2023, namely:

1. Approval of a decision of the Board of Directors of "Sirma Solutions" JSC, UIC 040529004 for disposal of owned shares from the capital of "Sirma AI" JSC.

Before starting the discussion of the issues included in the agenda, the Chairman of the General Meeting gave the floor to the present shareholders for speeches, questions and procedural proposals. Such were not made.

After that, the General Meeting of Shareholders proceeded to discuss the issues on the agenda.

Under **item one** of the agenda, the Chairman announced the proposal of the Board of Directors for a decision under item 1 of the Agenda, included in the invitation announced in the Commercial Register on January 12, 2023, namely:

The general meeting of shareholders of "Sirma Group Holding" JSC gives consent to "Sirma Solutions" JSC to dispose of all the shares it owns from the capital of "Sirma AI" JSC by concluding a contract for the sale of 1,603,759 ordinary shares and 308,508 of class A shares, under the following conditions:

Buyer:

1. European Bank for Reconstruction and Development, an international financial institution with headquarters in London, 5 Bank Street, United Kingdom

2. OTX- Partner Korlatolf Felelossegu Tarsasag (Portfolion), a company registered under the laws of Hungary, under number 01-09-410198, with its registered office and management address in Budapest, 53 Alcotas utka, 1123, Hungary

3. Atanas Kostadinov Kiryakov, with a permanent address in the city of Sofia, Bulgaria

Price:

The total value of the shares from the capital of "Sirma AI" JSC, agreed for the purpose of the transaction, is in the amount of 9,460,000 euros.

Deadline for completion of the purchase and sale: 31.03.2023.

Taking into account the balance sheet value of the asset subject to disposal - BGN 20,511,000, the expected accounting financial result for "Sirma Solutions" JSC as a result of the above-mentioned sale of shares is a loss in the amount of approximately BGN 2,000,000.

The Chairman then gave the floor to the shareholders for questions and speeches on the first item on the agenda and on the proposed resolution.

No proposals were made.

The Chairman then put the proposal for the adoption of the above-mentioned decision under item one of the Agenda to the vote.

Results of the vote:

Total number of cast votes: 41 550 235 votes;

	<i>Present Shareholders</i>	<i>Representatives</i>	<i>Shareholders who voted by correspondence in advance</i>	<i>Total</i>	<i>Total</i>
<i>Number of votes cast "For";</i>	<i>1 916 567</i>	<i>0</i>	<i>38 886 632</i>	<i>40 803 199</i>	<i>98.20%</i>
<i>Number of votes cast "Against";</i>	<i>0</i>	<i>0</i>	<i>0</i>	<i>0</i>	
<i>Number of votes cast "Abstained";</i>	<i>0</i>	<i>0</i>	<i>747 036</i>	<i>747 036</i>	<i>1.80%</i>
<i>Total</i>			<i>41 550 235</i>	<i>100.00%</i>	

As a result of the voting, the General Meeting of Shareholders took the following

DECISION UNDER ITEM 1 OF THE AGENDA:

The general meeting of shareholders of "Sirma Group Holding" JSC gives consent to "Sirma Solutions" JSC to dispose of all the shares it owns from the capital of "Sirma AI" JSC by concluding a contract for the sale of 1,603,759 ordinary shares and 308,508 of class A shares, under the following conditions:

Buyer:

- 1. European Bank for Reconstruction and Development, an international financial institution with headquarters in London, 5 Bank Street, United Kingdom**
- 2. OTX- Partner Korlatolf Felelossegu Tarsasag (Portfolion), a company registered under the laws of Hungary, under number 01-09-410198, with its registered office and management address in Budapest, 53 Alcotas utka, 1123, Hungary**
- 3. Atanas Kostadinov Kiryakov, with a permanent address in the city of Sofia, Bulgaria**

Price:

The total value of the shares from the capital of "Sirma AI" JSC, agreed for the purpose of the transaction, is in the amount of 9,460,000 euros.

Deadline for completion of the purchase and sale: 31.03.2023.

Taking into account the balance sheet value of the asset subject to disposal - BGN 20,511,000, the expected accounting financial result for "Sirma Solutions" JSC as a result of the above-mentioned sale of shares is a loss in the amount of approximately BGN 2,000,000.

No objections were raised to the decision taken under item one of the Agenda.

Due to the exhaustion of the Agenda, the Chairman of the Meeting closed the ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF SIRMA GROUP HOLDING JSC at 11:20.

Chairman: signed
/T. Alexiev/

Secretary: signed
/M. Zarev/

Counter: signed.....
/S. Alexieva/

Counter: signed
/S. Tanushev/

Counter: signed
/S. Kanazireva/