



# **"SIRMA GROUP HOLDING" JSC**

**ADDITIONAL INFORMATION CONCERNING CIRCUMSTANCES  
CURRENT AS OF 31.12.2023**

**(UNDER ART. 12, PAR. 1, ITEM 4 OF ORDINANCE №2 FROM 09 NOVEMBER 2021)**

**1. Information about changes in accounting policies during the reporting period, the reasons for their performance and how they affect the issuer's financial result and equity;**

The interim consolidated financial statements of "Sirma Group Holding" JSC have been prepared in accordance with all International Financial Reporting Standards (IFRS), which comprise Financial Reporting Standards and the International Financial Reporting Interpretations Committee (IFRIC) interpretations, approved by the International Accounting Standards Board (IASB), as well as the International Accounting Standards (IAS) and the Standing Interpretations Committee (SIC) interpretations, approved by the International Accounting Standards Committee (IASC), which are effectively in force on 1 January 2016 and have been accepted by the Commission of the European Union.

More detailed information about the Group's accounting policies and changes in it can be found at note 3 and 4 in the Notes to the interim consolidated financial statements for the period.

**2. Information on changes in the economic group of the issuer if it participates in such a group;**

On 10.02.2023 "Ontotext" AD - a subsidiary of "Sirma Group Holding" JSC, changed its name to "SAI" AD and a new Board of Directors of the company was registered in the CR, composed of:

Tsvetan Georgiev Trenchev  
Georgi Parvanov Marinov  
Yordan Stoyanov Nedev

On 05.04.2023 "ReSolutions" - a subsidiary of "Sciart" AD in Albania, changed its name to "Sciart Shpk".

On 21.07.2023, "EngView Systems Sofia" AD - a subsidiary of "Sirma Group Holding" JSC, changed its name to " EngView Systems" AD.

**3. Information on the results of organizational changes within the issuer, such as transformation, sale of companies in the economic group, in-kind contributions from the company, rental of property, long-term investments, cessation of activity;**

On 20.03.2023 "Sirma Solutions" AD sold 34 529 (thirty-four thousand five hundred and twenty-nine) registered ordinary shares, each with a nominal value of BGN 1 /one/, from the capital of its subsidiary "Daticum" AD, to individual for the amount of BGN 34 529 (thirty-four thousand five hundred and twenty-nine). As a result of the above transaction, "Sirma Solutions" AD now owns 59,09% of the capital of "Daticum" AD.

On 30.03.2023 all actions regarding the sale of shares from the capital of "Sirma AI" AD, which were owned by the subsidiary company "Sirma Solutions" AD, were finalized, according to the decision of the General Meeting of Shareholders of the majority owner "Sirma Group Holding" JSC, held on 15.02.2023, as follows:

- Subsidiary whose shares are subject to disposal: "Sirma AI" AD;
- Subsidiary company owner of the minority share package: „Sirma Solutions“ AD;
- Size of the minority package subject to disposal: 23.80% of the capital of “Sirma AI” AD;
- Transaction value: EUR 9 460 000;
- Buyers of shares:

<b>Purchaser</b>	<b>Type of Shares</b>	<b>Number of Shares</b>	<b>Purchase Price Distribution (EUR)</b>
<b>European Bank for Reconstruction and Development</b> , an international financial institution having its headquarters at Five Bank Street, London E14 4BG, United Kingdom (“ <b>EBRD</b> ”)	Common	1 179 908	6 960 000
	Class A	226 974	
<b>OTX-Partner Korlatolf Felelossegu Tarsasag</b> , a Hungarian limited liability company with registration number 01-09-410198 and having its registered address at 53 Alkotas utca, MOM Park C epulet V. emelet, 1123 Budapest, Hungary (“ <b>PortfoLion</b> ”)	Common	338 946	2 000 000
	Class A	65 201	
<b>Atanas Kostadinov Kiryakov</b> , Member of the Board of Sirma Group Holding JSC, Bulgaria;	Common	84 905	500 000
	Class A	16 333	
<b>Total:</b>		1 912 267	<b>9 460 000</b>

As a result of the received cash and the transferred shares, the commitments of all parties to the transaction have been completed.

On 03.04.2023 the subsidiary of "Sirma Group Holding" JSC - "EngView Systems Sofia" AD purchased 95% of registered in Canada company Engview Solutions Corp.

On 03.04.2023 a transaction for the purchase of the remaining shares in the subsidiary of "Sirma Group Holding" JSC - "Sciant" AD was concluded as follows:

- Subsidiary whose shares are subject to redemption: "Sciant" AD;
- Company that buys the shares: "Sirma Group Holding" JSC;

- Size of the minority package object of purchase: 22.20% of the capital of "Sciart" AD distributed in 57 000 shares;
- Sellers of shares: 26 individuals and 1 legal entity.

As a result of the above transaction, "Sirma Group Holding" JSC now owns 100% of the capital of the company "Sciart" AD.

On 26.04.2023 "Sirma Solutions" AD received registration of its new subsidiary with 100% share participation in Stockholm, Sweden. The name of the new company is "Sirma AB".

On 21.06.2023, a transaction was concluded for the purchase from an individual of 9 000 registered class A shares in the subsidiary of "Sirma Solutions" AD - "Sirma ICS" AD. As a result, Sirma Solutions AD now owns 93% of the capital of Sirma ICS AD.

On 05.07.2023 "SAI" AD registered a new subsidiary in Israel. The name of the new company is "SAIFORT". The capital of the new subsidiary is 1 000 Israeli shekels, divided into 10 000 shares. "SAI" AD owns 70% of the capital.

**4. Opinion of the Management Authority on the feasibility of making published forecasts for the results of the current financial year, taking into account the results of the current quarter, as well as information on the factors and circumstances that will influence the achievement of the forecast results for at least the next quarter ;**

The Group has no published estimates for the current financial year as well as information on the factors and circumstances that will affect the achievement of the forecast results for at least the next quarter.

**5. For public companies - data about the persons holding directly and indirectly at least 5 per cent of the votes in the general meeting at the end of the respective quarter and the changes in the votes held by the persons for the period from the end of the previous quarter;**

The persons holding directly and indirectly at least 5 per cent of the votes in "Sirma Group Holding" JSC at the end of Q4 2023 are respectively the following:

Shareholders	Number of shares at 31.12.2023	% Shareholding	% shareholding with deducted repurchased own shares
Georgi Parvanov Marinov	5 455 748	9,19%	9,48%
Tsvetan Borisov Alexiev	5 035 153	8,48%	8,75%
Chavdar Velizarov Dimitrov	4 817 386	8,12%	8,37%
Veselin Antchev Kirov	4 767 386	8,03%	8,28%
Ognyan Plamenov Chernokozhev	3 741 620	6,30%	6,50%
Ivo Petrov Petrov	3 400 000	5,73%	5,91%

During the period 01.10.2023 – 31.12.2023 there were changes in the number of shares held by shareholders with at least 5 per cent of the votes of the General Meeting of Shareholders of “Sirma Group Holding” JSC:

- Shareholder Ivo Petrov Petrov has 131 992 shares less and owns 5,73% of the company's capital.

**6. For public companies - data about the shares held by the issuer's management and supervisory authorities at the end of the respective quarter as well as the changes occurring for the period since the end of the previous quarter for each individual;**

The shares held by the management and supervisory authorities of the company at the end of Q4 2023 are as follows:

Shareholders	Number of shares at 31.12.2023	Number of shares at 30.09.2023	Nominal VALUE (BGN)	Value (BGN)	% Shareholding	% shareholding with deducted repurchased own shares
Georgi Parvanov Marinov	5 455 748	5 380 748	1	5 455 748	9,19%	9,48%
Tsvetan Borisov Alexiev	5 035 153	4 965 753	1	5 035 153	8,48%	8,75%
Chavdar Velizarov Dimitrov	4 817 386	4 750 786	1	4 817 386	8,12%	8,37%
Veselin Anchev Kirov	4 767 386	4 700 786	1	4 767 386	8,03%	8,28%
Atanas Kostadinov Kiryakov	1 542 787	1 487 524	1	1 542 787	2,60%	2,68%
Yavor Ludmilov Djonev	1 092 746	1 292 746	1	1 092 746	1,84%	1,90%
Martin Veselinov Paev	126 920	126 720	1	126 920	0,21%	0,22%
Yordan Stoyanov Nedev	3 433	3 433	1	3 433	0,01%	0,01%
Peyo Vasilev Popov	100	100	1	100	0,0002%	0,0002%
<b>Total</b>	<b>22 841 659</b>	<b>22 708 596</b>		<b>22 841 659</b>	<b>38,48%</b>	<b>39,69%</b>

During the period 01.10.2023 – 31.12.2023 the member of the BD Georgi Parvanov Marinov acquired 75 000 shares, the member of the BD Tsvetan Borisov Alexiev acquired 69 400 shares, the member of the BD Chavdar Velizarov Dimitrov acquired 66 600 shares, the member of the BD Veselin Anchev Kirov acquired 66 600 shares, the member of the BD Atanas Kostadinov Kiryakov acquired 53 263 shares, the member of the BD Martin Veselinov Paev acquired 200 shares and the member of the BD Yavor Ludmilov Djonev sold 200 000 shares of the capital of the company.

**7. Information on pending court, administrative or arbitration proceedings concerning liabilities or receivables of at least 10 percent of the issuer's equity; if the total value of the liabilities or receivables of the issuer in all initiated proceedings exceeds 10 per cent of its own capital, information shall be provided for each production separately;**

There are no pending litigation, administrative or arbitration proceedings concerning debts or receivables of at least 10 per cent of the company's equity and taking into account the total value of the debts or receivables of the company in all initiated proceedings exceeding 10 per cent of its own capital.

**8. Information on the loans granted by the issuer or its subsidiary, by their subsidiaries, the collateral provided or the liabilities assumed in total to one person or its subsidiary, including related parties, indicating the names or titles and UIC of the person, the nature of the relationship between the issuer or its subsidiaries and the borrower, the amount of outstanding principal, interest rate, date of conclusion of the contract, including additional agreements, repayment period, amount of commitment, specific conditions other than those specified in this provision , as well as the purpose for which they are granted, in case they are concluded as targets.**

Information is contained in item 9 of the Interim consolidated management report of „Sirma Group Holding” JSC for the period.

Sofia

Executive Director:



28.02.2024

Tsvetan Alexiev