

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

Today, April 8, 2025, in Sofia 1784, 135 Tsarigradsko Shosse Blvd., 2nd floor, Training Hall, the Regular Annual General Meeting of Shareholders of “Sirma Group Holding” JSC was convened, by invitation of the Board of Directors, announced in the Commercial Register on March 7, 2025.

The registration of the shareholders and their representatives for participation in the General Meeting started at 10:00 and ended at 11:03 AM.

The General Meeting was opened at 11:04 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 and verification of the quorum of the General Meeting appointed by the Board of Directors composed of:

1. Chairman - Stanimira Velikova Aleksieva

2. Members:

Stanislav Tanushev

Svetlana Kanazireva

Then a vote was taken.

**Voting results:**

*Total number of votes cast: 149 000 votes;*

*Number of votes cast "for" - 149 000 shares, representing 100% of the represented physically present in the hall shares with the right to vote;*

*Number of votes cast "against" - none;*

*Number of votes cast "abstained" - none;*

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 and verification of the quorum of the General Meeting of Shareholders as appointed by the Board of Directors composed of:

Chairman - Stanimira Velikova Aleksieva

Members:

Stanislav Tanushev

Svetlana Kanazireva

Mr. Alexiev then 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 37 089 283 shares, constituting 62,48% 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 December 27, 2024 (in accordance with the requirement of Art. 115b, Para. 1 of the POSA and the Articles of Association of "Sirma Group Holding" JSC).

- 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.

Then Mrs. Stanimira Aleksiva made the following announcements:

- The following member of the Board of directors of "Sirma Group Holding" JSC is present at the meeting without a right to vote as such:

Mr. Tsvetan Aleksiev – Executive director;

Mr. Tsvetan Aleksiev – member of the Board of directors is present also as shareholders of "Sirma Group Holding" JSC and as such have a right to vote.

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 Extraordinary General Meeting of Shareholders:

1. Mr. Tsvetan Alexiev to be elected Chairman of the General Meeting of Shareholders;
2. Mr. Stanislav Tanushev to be elected Secretary and Counter of the General Assembly;
3. Mrs. Stanimira Aleksieva and Svetlana Kanazireva 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".

#### **Voting results:**

*Total number of votes cast: 149 000 votes;*

*Number of votes cast "for" - 149 000 shares, representing 100% of the represented physically present in the hall shares with the right to vote;*

*Number of votes cast "against" - none;*

*Number of votes cast "abstained" - none;*

As a result of the voting, 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. Stanislav Tanushev;
- for counters: Mrs. Stanimira Aleksieva and Svetlana Kanazireva.

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, namely:

## **1. Adoption of a resolution to buy back shares of the Company**

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, namely:

*"Sirma Group Holding" JSC will buy back its own shares. The Board of Directors shall carry out the buy-back under the following conditions:*

- *The maximum number of shares subject to buy-back is 5,300,000.*
- *Minimum price 0.85 BGN per share and maximum price 4 BGN per share. Maximum total price for the buy-back of shares - no more than 21,200,000 (twenty-one million and two hundred thousand) BGN. In the event of a change in the official currency in the Republic of Bulgaria, the price of a share will be calculated in the new official currency determined in accordance with the applicable legislation, applying the legally prescribed exchange rate.*
- *The term for buy-back is until 31.12.2028.*
- *Method of buy-back - through an investment intermediary.*
- *The General Meeting of Shareholders authorizes the Board of Directors to take all necessary legal and factual actions to implement the buyback."*

The Chairman then gave the floor to the shareholders on issues and statements under item one of 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.

### **Voting results:**

*Total number of votes cast: 37 089 283 votes;*

*Number of votes cast "for" - 37 089 283 shares, representing 100% of the represented physically present in the hall shares with the right to vote;*

*Number of votes cast "against" - none;*

*Number of votes cast "abstained" - none;*

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

### **DECISION UNDER ITEM 1 OF THE AGENDA:**

**„Sirma Group Holding" JSC will buy back its own shares. The Board of Directors shall carry out the buy-back under the following conditions:**

- **The maximum number of shares subject to buy-back is 5,300,000.**
- **Minimum price 0.85 BGN per share and maximum price 4 BGN per share. Maximum total price for the buy-back of shares - no more than 21,200,000 (twenty-one million and two hundred thousand) BGN. In the event of a change in the official currency in the Republic of Bulgaria, the price of a share will be calculated in the new official currency determined in accordance with the applicable legislation, applying the legally prescribed exchange rate.**
- **The term for buy-back is until 31.12.2028.**
- **Method of buy-back - through an investment intermediary.**
- **The General Meeting of Shareholders authorizes the Board of Directors to take all necessary legal and factual actions to implement the buyback.”**

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

Due to the exhaustion of the Agenda, the Chairman of the Meeting closed the EXTRAORDINARY ATTENDANCE GENERAL MEETING OF THE SHAREHOLDERS OF SIRMA GROUP HOLDING JSC at 12:05.

Chairman:..signed

/Ts. Alexiev/

Secretary and Counter signed

/S. Tanushev/

Counter: signed

/St. Alexieva/

Counter signed

Sv. Kanazireva/