

To: Financial Supervisory Authority
Bucharest Stock Exchange

CURRENT REPORT

according to Law no. 24/2017 on issuers of financial instruments and market operations and Regulation no. 5/2018 on issuers of financial instruments and market operations

Date of report: 24.04.2024

Name of issuer: Bursa de Valori Bucuresti S.A.

Registered office: Bucharest, 4-8 Nicolae Titulescu Av., 1st floor, East Wing, District 1, America House Building

Telephone/fax number: + 40 21 3079500; + 40 21 3079519

Sole registration number with the Trade Register Office: 17777754

Trade Register number: J40/12328/2005

Share capital: RON 80,492,460

Regulated market on which the issued securities are traded: Bucharest Stock Exchange, Premium Tier

Important events to be reported: Current report regarding the Resolutions of the Ordinary General Meeting and the Resolutions of the Extraordinary General Meeting of Shareholders held on April 24, 2024 (first convening)

On April 24, 2024, the Ordinary General Meeting of Shareholders (“OGMS”) and the Extraordinary General Meeting of Shareholders (“EGMS”) of the Company Bucharest Stock Exchange (hereinafter referred to as “The Company”), were held, in the first convening, in Bucharest, 3rd District, 4 Ion Ghica Street, Bucharest Chamber of Commerce and Industry Palace, Carol I Hall, 2nd floor, starting with 11:00 a.m. (OGMS), respectively 1:05 p.m. (EGMS), for all the shareholders registered in the Company Shareholders’ Registry held by Depozitarul Central S.A., Bucharest, at the end of April 15, 2024, considered Reference Date for each meeting.

According to the provisions of The Bucharest Stock Exchange Articles of Incorporation, the convening notice of the Ordinary and Extraordinary General Meetings of Shareholders was published in the Official Gazette - Part IV no. 1421 of March 21, 2024 and in the newspaper Curierul National, edition of March 21, 2024, as well as on the website of the Company in the Investor Relations Section/General Meetings of Shareholders and eVOTE platform.

Following debates, the Ordinary General Meeting of Shareholders adopted the following resolutions:

RESOLUTION NO. 1

Article 1. Approves with the majority of the expressed votes, the annual individual and consolidated financial statements of the Company for the financial year 2023 and drafted according to the International Financial Reporting Standards, based on the Report of administrators and the Report of financial auditor of the Company.

RESOLUTION NO. 2

Article 1. Approves with the majority of the expressed votes, the distribution of Company statutory net profit achieved in 2023, amounting RON 21,830,972, as follows: the disbursement of RON 1,257,111 for legal reserve, the amount of 8,049,240 lei for reserves from net profit and distribution of RON 12,524,621 as dividends. Approval of a gross dividend per share of RON 1.5550.

RESOLUTION NO. 3

Article 1. Approves with the majority of the secretly expressed votes, the discharge of liability of the Company administrators for their activity carried out during the financial year 2023, based on the presented reports.

RESOLUTION NO. 4

Article 1. Approves with the majority of the expressed votes, the remunerations of the Company administrators for 2024, the general limits of the additional remunerations for Company administrators and the rewarding for the 2023 financial year of the Company's administrators with valid mandate at the end of 2023, as presented in the Annex.

RESOLUTION NO. 5

Article 1. Approves with the majority of the expressed votes, the Remuneration report of the management structure related to the financial year 2023, submitted to the consultative vote of the shareholders, according to the provisions of art. 107 of Law no. 24/2017.

RESOLUTION NO. 6

Article 1. Approves with the majority of the expressed votes, the Budget and business plan of the Company for 2024.

RESOLUTION NO. 7

Article 1. Approves with the majority of the expressed votes, the Procedure for election of a member of the Board of Governors.

RESOLUTION NO. 8

Article 1. Approves with the majority of the secretly expressed votes, the election of Mr. Razvan Legian Rat as member of the Board of Governors for a term covering the period remaining from Mr. Robert Cosmin Pana's mandate, following his resignation from the position of member of the Board of Governors, starting with the date of individual approval by the Financial Supervisory Authority and contracting insurance for professional liability.

RESOLUTION NO. 9

Article 1. Approves with the majority of the expressed votes, **20.08.2024** as Registration Date, according to art. 87 (1) of the Law 24/2017.

RESOLUTION NO. 10

Article 1. Approves with the majority of the expressed votes, **19.08.2024** as the "ex-date", according to art. 2, para. 2, letter l) of Regulation 5/2018.

RESOLUTION NO. 11

Article 1. Approves with the majority of the expressed votes, **29.08.2024** as the Payment Date, according to art. 87 (2) of the Law 24/2017, art. 2 para. 2 letter h) and art. 178 of Regulation 5/2018.

RESOLUTION NO. 12

Article 1. Approves with the majority of the expressed votes, to empower the Chief Executive Officer of the Company, Mr. Adrian Tanase, respectively the Deputy Chief Executive Officer of the Company, Mr. Marius - Alin Barbu, with the right to delegate the powers, to: (i) execute and/or sign, on behalf of the Company and/or of the Company's shareholders: the resolutions of the present Ordinary General Meeting of Shareholders, any and all the decisions, documents, applications, forms and requests adopted/prepared in order to or for the execution of the resolutions of the present Ordinary General Meeting of Shareholders, in relation with any natural or legal person, private or public and to (ii) fulfill all the legal formalities for implementation, registration, publicity, opposability, execution and publishing of the resolutions made.

Also, following debates the Extraordinary General Meeting of Shareholders adopted the following resolutions:

RESOLUTION NO. 1

Article. 1 Approves with the majority of the votes held by the present or represented shareholders in the meeting, the buy-back of its own shares by the Company from the market where the shares are listed or by running public offers in accordance with the legal provisions applicable, in the following conditions: a number of maximum 85,849 shares (representing up to 1.1% of the Company's share capital), at a minimum price equal to the market price from the BVB at the acquisition moment and a maximum price equal to the higher of the price of the last independent trade and the highest current independent purchase bid, in accordance with the provisions of article 3, para (2) of Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the conditions applicable to buyback programmes and stabilization measures. The aggregate value of the buy-back programme will be up to RON 6,696,222. The programme will have a maximum duration of 18 months, calculated from the date when the incident shareholders' resolution is published in the Official Gazette of Romania, Part IV, in order to implement the Share Option Plan for the BVB Group personnel; granting a mandate for the fulfilment of this resolution to the Board of Governors. The buyback transactions will have as object only fully paid shares and will be purchased only out of distributable profits or of the available reserves of the Company, as registered in the last approved annual financial statement, except for the legal reserves.

RESOLUTION NO. 2

Article. 1. Approves with the majority of the votes held by the present or represented shareholders in the meeting, the amendment of the Plan for granting stock options to BVB Group personnel, approved by EGMS Resolution no. 2/26.04.2023.

RESOLUTION NO. 3

Article 1. Approves with the majority of the votes held by the present or represented shareholders in the meeting, the increase of the share capital in the amount of RON 8,049,240 through the issue of 804.924 new, ordinary, registered and dematerialized shares, with a nominal value of RON 10/share ("New Shares"), by incorporating the reserves constituted from the net profit of the year 2023 (with the exception of legal reserves) ("Share Capital Increase") and setting the price in the amount of RON 60.0305 for the compensation of the fractions of shares resulting from the application of the algorithm and the rounding of the results, according to the legal provisions in force, as follows:

- a. The New Shares will be allocated to the Company's shareholders in proportion to their holdings in the Company's share capital; within the Share Capital Increase, each shareholder registered on the Registration Date established by the EGMS will receive 1 (one) free share for every 10 shares owned;
- b. In the event of fractions of shares, the number of shares that will actually be allocated to the respective shareholder will be rounded down to the nearest whole number;

- c. Empowerment of the Board of Governors to carry out the Share Capital Increase, as well as to draw up and sign any and all documents necessary for the Share Capital Increase, including the updating of the Company's Articles of Association.

RESOLUTION NO. 4

Article 1. Approves with the majority of the votes held by the present or represented shareholders in the meeting, 04.09.2024 as Registration Date, for the identification of the shareholders to whom the effects of the EGMS Resolutions are applicable, including the right to benefit from the shares allocated following the capital increase.

RESOLUTION NO. 5

Article 1. Approves with the majority of the votes held by the present or represented shareholders in the meeting, 03.09.2024 as the “ex-date”, the date from which the Company's shares are traded without the rights deriving from the EGMS.

RESOLUTION NO. 6

Article 1. Approves with the majority of the votes held by the present or represented shareholders in the meeting, 05.09.2024 as the payment date for distribution of shares following the share capital increase.

RESOLUTION NO. 7

Article 1. Approves with the majority of the votes held by the present or represented shareholders in the meeting, to empower the Chief Executive Officer of the Company, Mr. Adrian Tanase, respectively the Deputy Chief Executive Officer of the Company, Mr. Marius – Alin Barbu, with the right to delegate the powers, to: (i) execute and/or sign, on behalf of the Company and/or of the Company’s shareholders: the resolutions of the present Extraordinary General Meeting of Shareholders, any and all the decisions, documents, applications, forms and requests adopted/prepared in order to or for the execution of the resolutions of the present Extraordinary General Meeting of Shareholders, in relation with any natural or legal person, private or public and to (ii) fulfill all the legal formalities for implementation, registration, publicity, opposability, execution and publishing of the resolutions made.

Adrian Tanase
CEO

- remuneration owed to the Board members (*Remuneration*), in amount of RON 6,000 monthly/member;
- *additional remunerations* for Board members, as follows:
 - ✓ Differentiation of the level of the Remuneration in relation with the position held (*Additional Remuneration 1*):
 - for the position of President of the Board – the increase of the Remuneration with 50%;
 - for the position of Vice-president of the Board – the increase of the Remuneration with 20%;
 - for the position of Secretary General of the Board – the increase of the Remuneration with 10%;
 - ✓ Additional remuneration for the activity performed within the Special Committees and Commissions (*Additional Remuneration 2*), of up to 50% of the Remuneration.

For the results of the financial year 2023, the rewarding of BVB administrators with a valid mandate at the end of 2023 by granting shares issued by the Company, considering the following aspects:

- fulfillment of the Performance Condition as provided for in Clause i) of the updated Share Allocation Plan, respectively "The Company has obtained good financial results, registering profits";
- the fact that stock options were granted to members of the Board of Governors in May 2023;
- the fact that the exercise of the option can only be done after one year has passed from the date of grant and only if the established performance condition is met,

The maximum number of Shares that will be transferred to a Board Member with a valid mandate at the end of 2023 following the exercise of an Option is calculated as follows: $4 \times \text{Gross Monthly Remuneration} / \text{Share Price}$ (the closing price of a Share from the immediately preceding Business Grant Day).