



DRAFT

DECISION NO.17
OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF TRANSILVANIA
BROKER DE ASIGURARE S.A., Bistrita
from 27 April 2022

The Extraordinary General Meeting of Shareholders ("EGM") of TRANSILVANIA BROKER DE ASIGURARE S.A. ("the Company"), having its registered office in Bistrita, 13 Calea Moldovei Street, jud. Bistrița Năsăud, a Romanian legal entity whose sole object of activity is insurance intermediation, authorised by the Financial Supervisory Authority on the basis of CSA Decision No 114.420/2006 and registered in the Register of Insurance Brokers under No RBK-374/17.11.2006, identified by CUI 19044296, registered with the ORC Bistrița under number J06-674/2006, convened in compliance with the provisions of Law 31/1990 on companies, republished, with subsequent amendments and additions, the Articles of Association, Law no. 24/2017 on issuers of financial instruments and market operations, republished and ASF Regulation no. 5/2018 on issuers of financial instruments and market operations,

adopted today, in a meeting held on **27 April 2022**, at 11.00 a.m., in Bistrita, jud. Bistrita-Năsăud, with a quorum of ____% of the total of 5,000,000 voting rights corresponding to the 5,000,000 shares issued by the Company, representing a total number of _____ valid votes cast, the following:

D E C I S I O N
on the items on the agenda as follows:

1. The amendment of the Articles of Incorporation of the Company, by:

The addition to the secondary object of activity of the Company, in accordance with the provisions of art.11(3)letter.d of ASF Rule 22/2021 on insurance distribution, with the following activities: ***intermediation of roadside assistance, medical and other after-sales services, for its own clients, such as the ascertainment or instrumentation of claims, with the exception of liquidation according to the applicable national legislation .***

Thus:

Art. 6 "Object of activity of the Company", item 6.2:

6629- Other activities auxiliary to insurance and pension funding (distribution of pension products) - to be **completed and will read as follows :**

Other activities :

4618 - intermediaries in trade specialising in the sale of specific products (other after-sales services for own customers, such as damage assessment or settlement, except liquidation under applicable national law)

5221 -Ancillary land transport service activities (intermediation of roadside assistance services)

6629 - Other activities auxiliary to insurance and pension funding (distribution of pension products)

8690 -Other human health activities (intermediation of health care services)

Voting structure: 100 % for, 100 % against, 100 % abstain

2. The updating of the Articles of Association of the Company is approved, in accordance with the amendments approved in item 1 of this Resolution.



Voting structure: 100 % for, 100 % against, 100 % abstain

3. Approves the date of **27.05.2022** as the "**record date**" which serves to identify the shareholders on whom the effects of the resolutions adopted by the Extraordinary General Meeting of Shareholders will be passed in accordance with the provisions of Article 87 paragraph (1) of the Law on Issuers, republished and sets the date of **26.05.2022** as the "**ex-date**".

Voting structure: 100 % for, 100 % against, 100 % abstain

4. Empowers the Chairman of the Board of Directors, Mr. Niculae Dan, to sign on behalf of the shareholders the AGM Resolution, as well as any other documents in connection therewith, including, but not limited to, the updated version of the Articles of Incorporation which will reflect the amendments approved by the AGM.

Voting structure: 100 % for, 100 % against, 100 % abstain

5. Instructs the Director-General, Mr. Login Gabriel and the Director of the Legal Department, Ms. Denes Adriana, to carry out all legal formalities regarding the obtaining of any necessary prior approvals, agreements/permissions from the Financial Supervisory Authority, regarding the amendments to the Articles of Association adopted by the AGEA, to request the publication of the resolution in Part IV of the Official Gazette of Romania, to file and receive any documents, as well as to carry out the necessary formalities before the Trade Registry Office, as well as before any other authority, public institutions, legal entities and individuals, and to carry out any acts in order to register and ensure the enforceability of the resolutions to be adopted by the AGEA.

Voting structure: 100 % for, 100 % against, 100 % abstain

This resolution was drafted and signed today, 27 April 2022, in 5(five) original copies of which 2(two) copies for the Company and 3(three) copies to be filed with the Commercial Registry Office of the Bistrita-Nasaud Court, respectively the Financial Supervisory Authority.

Chairman of the Board of Directors
NICULAE DAN