

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

Today, June 3, 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 May 24, 2025.

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

The General Meeting was opened at 11:05 AM by Mr. Tsvetan Alexiev, Executive Director of “Sirma Group Holding” JSC.

The Executive Director, Mr. Aleksiev, reported to the shareholders physically present in the hall a proposal of the Board of Directors for a procedural decision that the in-person voting at the Annual General Meeting be carried out electronically. The vote was taken.

Voting results:

Total number of votes cast: 33 595 511 votes;

Number of votes cast "for" – 33 595 511 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, by the shares with voting rights preset, adopted the following:

Procedural decision 1.: Voting at the General Meeting of Shareholders of “Sirma Group Holding” JSC shall be carried out electronically.

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: 33 595 511 votes;

Number of votes cast "for" - 33 595 511 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 2: 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 40 125 174 shares, constituting 67,6% 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 May 20, 2025 (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. Georgi Marinov - Chairman of the Board of Directors;

Mr. Martin Veselinov Paev - Member of the Board of Directors.

Mr. Chavdar Dimitrov - Member of the Board of Directors

Mr. Vesselin Anchev Kirov - Member of the Board of Directors

Mr. Tsvetan Alexiev, Mr. Georgi Marinov, Mr. Veselin Kirov, Mr. Martin Paev and Mr. Chavdar Dimitrov – members of the Board of directors are 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. Georgi Alexiev 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: 33 595 511 votes;

Number of votes cast "for" - 33 595 511 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 3: The General Meeting of Shareholders elects

- for Chairman of the meeting: Mr. Tsvetan Alexiev;
- for Secretary and counter: Mr. Georgi Marinov;
- for counters: Stanislav Tanushev, 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 the Annual Report on the Company's Activities for 2024**2. Adoption of the Individual Annual Financial Statement of the Company for 2024****3. Adoption of the Annual Consolidated Financial Statement of the Company for the financial year 2024****4. Adoption of a decision on the distribution of the financial result for 2024;****5. Discharge of the members of the Board of Directors from liability for the activities in 2024****6. Adoption of the Report on the Activities of the Audit Committee.****7. Selection of a registered auditor to conduct a financial audit of the Company's Annual Financial Statement for 2025****8. Selection of a registered sustainability auditor for 2025.****9. Adoption of the REMUNERATION COMMITTEE REPORT ON THE IMPLEMENTATION OF THE REMUNERATION POLICY FOR THE MEMBERS OF THE BOARD OF DIRECTORS IN 2023.****10. Adoption of a decision to determine the maximum allowable amount of the fixed remuneration of the members of the Board of Directors.**

11. Adoption of a decision to pay short-term variable remuneration to the members of the Board of Directors.

12. Adoption of a decision to approve a Scheme for the provision of long-term variable remuneration in the form of shares for 2024. Approval of the amount of remuneration in shares for each member of the Board of Directors for the reporting period 2024.

13. Approval of the amount of the remuneration in shares for members of the Board of Directors for the reporting period 2024.

14. (included in the agenda pursuant to Art. 118, para. 1. item 2 of the POSA, in connection with Art. 223a of the Commercial Code) Continuation of the mandate of the Audit Committee.

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:

The General shareholders' meeting approves the Annual Report for the activity of the company in 2024.

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: 40 125 174 votes;

Number of votes cast "for" - 40 125 174 shares, representing 100% of the represented votes (physically present as well as pre-registered votes);

Number of votes cast "against" – 0 votes;

Number of votes cast "abstained" – 0 votes.

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

DECISION UNDER ITEM 1 OF THE AGENDA:

“The General shareholders’ meeting approves the Annual Report for the activity of the company in 2024.”

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

Under **item two** of the agenda, the Chairman announced the proposal of the Board of Directors for a decision under item two of the Agenda, included in the invitation announced in the Commercial Register, namely:

The General shareholders' meeting approves the report of the certified auditor for the results of the effected audit and approves the Individual annual financial statement of the company for 2024.

The Chairman gave the floor to the shareholders for issues and statements under item two of the Agenda and on the proposed resolution.

Such were not made.

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

Voting results:

Total number of votes cast: 40 125 174 votes;

Number of votes cast "for" - 40 125 174 shares, representing 100% of the represented votes (physically present as well as pre-registered votes);

Number of votes cast "against" – 0 votes;

Number of votes cast "abstained" – 0 votes.

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

DECISION UNDER ITEM 2 OF THE AGENDA:

The General shareholders' meeting approves the report of the certified auditor for the results of the effected audit and approves the Individual annual financial statement of the company for 2024.

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

Under **item three** of the Agenda, the Chairman announced the proposal of the Board of Directors for a decision under item three of the Agenda, included in the invitation announced in the Commercial Register, namely:

The General shareholders' meeting approves the report of the certified auditor for the effected audit and approves the Consolidated annual financial statement of the company for 2024.

The Chairman gave the floor to the shareholders for issues and statements under item three of the Agenda and on the proposed resolution.

Such were not made.

The Chairman then put the above-mentioned proposal for a decision on the third item on the agenda to the vote.

Voting results:

Total number of votes cast: 40 125 174 votes;

Number of votes cast "for" - 40 125 174 shares, representing 100% of the represented votes (physically present as well as pre-registered votes);
Number of votes cast "against" – 0 votes;
Number of votes cast "abstained" – 0 votes.

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

DECISION UNDER ARTICLE 3 OF THE AGENDA:

The General shareholders' meeting approves the report of the certified auditor for the effected audit and approves the Consolidated annual financial statement of the company for 2024.

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

Under **item four** of the Agenda, the Chairman announced the proposal of the Board of Directors for a decision under item four of the Agenda, included in the invitation announced in the Commercial Register, namely:

Distribution of profit from 2024:

- *Realized profit after taxes: BGN 3 256 809.85;*
- *Distribution to the reserve fund (10%): BGN 325 680.99;*
- *Remaining profit for distribution for 2024: BGN 2 931 128.86;*

The company distributes a dividend of BGN 0.02 per share. The General Meeting authorizes the Board of Directors to take all legal and factual actions regarding the payment of the dividend to shareholders, including, but not limited to, the selection of a commercial bank, setting a starting and ending date for the payment of the dividend. The remainder of the amount after distribution of dividend remains as retained earnings.

The Chairman gave the floor to the shareholders for issues and statements under item four of the Agenda and on the proposed resolution.

Such were not made.

The Chairman then put the above-mentioned proposal for a decision on the third item on the agenda to the vote.

Voting results:

Total number of votes cast: 40 125 174 votes;
Number of votes cast "for" - 40 125 174 shares, representing 100% of the represented votes (physically present as well as pre-registered votes);
Number of votes cast "against" – 0 votes;
Number of votes cast "abstained" – 0 votes.

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

DECISION UNDER ARTICLE 4 OF THE AGENDA:

Distribution of profit from 2024:

- **Realized profit after taxes: BGN 3 256 809.85;**
- **Distribution to the reserve fund (10%): BGN 325 680.99;**

- **Remaining profit for distribution for 2024: BGN 2 931 128.86;**

The company distributes a dividend of BGN 0.02 per share. The General Meeting authorizes the Board of Directors to take all legal and factual actions regarding the payment of the dividend to shareholders, including, but not limited to, the selection of a commercial bank, setting a starting and ending date for the payment of the dividend.

The remainder of the amount after distribution of dividend remains as retained earnings.

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

Under **item five** of the Agenda, the Chairman announced the proposal of the Board of Directors for a resolution under item five of the Agenda, included in the invitation announced in the Commercial Register, namely:

“The General Meeting of Shareholders releases the members of the Board of Directors from liability for the activities in 2024.”

The Chairman gave the floor to the shareholders for questions and statements under item five of the Agenda and on the proposal for a resolution.

No statements or other proposals were made.

Then, the Chairman put the above-mentioned proposal for a resolution under item five of the Agenda to a vote.

Voting results:

Total number of votes cast: 40 125 174 votes;

Number of votes cast "for" - 40 125 174 shares, representing 100% of the represented votes (physically present as well as pre-registered votes);

Number of votes cast "against" – 0 votes;

Number of votes cast "abstained" – 0 votes.

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

DECISION UNDER ARTICLE 5 OF THE AGENDA:

“The General Meeting of Shareholders releases the members of the Board of Directors from liability for the activities in 2024.”

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

Under **item six** of the Agenda, the Chairman announced the proposal of the Board of Directors for a decision under item six of the Agenda, included in the invitation announced in the Commercial Register, namely:

The General Meeting, based on art.108, par.1, point 8 from the Law for Independent Financial Audit, approves the Report for the activity of the Audit Committee of the company.

The Chairman gave the floor to the shareholders for issues and statements under item six of the Agenda and on the proposed resolution.

Such were not made.

The Chairman then put the above-mentioned proposal for a decision on the **item six** of the agenda to the vote.

Voting results:

Total number of votes cast: 40 125 174 votes;

Number of votes cast "for" - 40 125 174 shares, representing 100% of the represented votes (physically present as well as pre-registered votes);

Number of votes cast "against" – 0 votes;

Number of votes cast "abstained" – 0 votes.

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

DECISION UNDER ITEM 6 OF THE AGENDA:

The General Meeting, based on art.108, par.1, point 8 from the Law for Independent Financial Audit, approves the Report for the activity of the Audit Committee of the company.

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

Under **item seven** of the Agenda, the Chairman announced the proposal of the Board of Directors for a decision under item seven of the Agenda, included in the invitation announced in the Commercial Register, namely:

The General Meeting elects as auditor of the company for 2024 Grant Thornton OOD entered under number 032 in the Public register of audit firms at the Institute of certified public accountants in Bulgaria.

The Chairman gave the floor to the shareholders for issues and statements under item seven of the Agenda and on the proposed resolution.

Such were not made.

The Chairman then put the above-mentioned proposal for a decision under item seven of the agenda to the vote.

Voting results:

Total number of votes cast: 40 125 174 votes;

Number of votes cast "for" - 40 122 674 shares, representing 99,99% of the represented votes (physically present as well as pre-registered votes);

Number of votes cast "against" – 0 votes;

Number of votes cast "abstained" – 2500 votes.

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

DECISION UNDER ITEM 7 OF THE AGENDA:

The General Meeting elects as auditor of the company for 2024 Grant Thornton OOD entered under number 032 in the Public register of audit firms at the Institute of certified public accountants in Bulgaria.

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

Under **item eight** of the Agenda, the Chairman announced the proposal of the Board of Directors for a resolution under item eight of the Agenda, included in the invitation announced in the Commercial Register, namely:

"The General Meeting of Shareholders, pursuant to Art. 48, para. 3 of the Independent Financial Audit and Sustainability Assurance Act, elects as auditor for the performance of a mandatory assurance engagement on the sustainability of "Sirma Group Holding" JSC for 2025 "Grant Thornton" OOD, registered under number 032 in the public register of audit firms with the Institute of Certified Public Accountants in Bulgaria."

The Chairman gave the floor to the shareholders for questions, statements under item eight of the Agenda and on the proposal for a resolution.

Mr. Stanislav Tanushev made a proposal for resolution item eight, as follows:

"The General Meeting of Shareholders, pursuant to Art. 48, para. 3 of the Independent Financial Audit and Sustainability Assurance Act and in the event that there is a statutory obligation for Sirma Group Holding JSC to prepare and publish a sustainability report, elects as auditor for the performance of a mandatory assurance engagement on the sustainability of Sirma Group Holding JSC for 2025 Grant Thornton OOD, registered under number 032 in the public register of audit firms with the Institute of Certified Public Accountants in Bulgaria."

The Chairman first put to a vote a proposal for a resolution under item eight of the Agenda, contained in the invitation.

Voting results:

Total number of votes cast: 40 125 174 votes;
Number of votes cast "for" - 6 702 126 shares, representing 16,70% of the represented votes (physically present as well as pre-registered votes);
Number of votes cast "against" – 33 420 448 votes, representing 83,29% of the represented votes (physically present as well as pre-registered votes);
Number of votes cast "abstained" – 2 600 votes.

The Chairman then put to the vote the proposal for a resolution under item eight of the Agenda, made by shareholder Stanislav Tanushev.

Voting results:

Total number of votes cast: 40 125 174 votes;
Number of votes cast "for" - 33 595 511 shares, representing 83,73% of the represented votes;
Number of votes cast "against" – 6 529 663 shares, representing 16,27% of the represented votes;
Number of votes cast "abstained" – 0 votes.

As a result of the voting, the General Meeting of Shareholders adopted the following:

DECISION ON ITEM 8 OF THE AGENDA:

The General Meeting of Shareholders, pursuant to Art. 48, para. 3 of the Law on the Management of Financial Institutions and in case there is a statutory obligation for Sirma Group Holding JSC to prepare and publish a sustainability report, elects Grant Thornton OOD, registered under number 032 in the public register of audit firms with the Institute of Certified Public Accountants in Bulgaria, as the auditor to perform a mandatory assurance engagement on the sustainability of Sirma Group Holding AD for 2025.

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

Under **item nine** of the Agenda, the Chairman announced the proposal of the Board of Directors for a decision under item nine of the Agenda, included in the invitation announced in the Commercial Register, namely:

“The General Meeting approves the Report of the Remuneration Committee for application of the Policy for remuneration of the members of the Board of Directors during 2024.”

The Chairman gave the floor to the shareholders for issues and statements under item eight of the Agenda and on the proposed resolution.

Such were not made.

The Chairman then put the above-mentioned proposal for a decision under item nine of the agenda to the vote.

Voting results:

Total number of votes cast: 40 125 174 votes;

Number of votes cast "for" - 40 125 174 shares, representing 100% of the represented votes (physically present as well as pre-registered votes);

Number of votes cast "against" – 0 votes;

Number of votes cast "abstained" – 0 votes.

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

DECISION UNDER ITEM 9 OF THE AGENDA:

The General Meeting approves the Report of the Remuneration Committee for application of the Policy for remuneration of the members of the Board of Directors during 2024.

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

Under **item ten** of the Agenda, the Chairman announced the proposal of the Board of Directors for a decision under item ten of the Agenda, included in the invitation announced in the Commercial Register, namely:

„The General Meeting of Shareholders determines the following maximum allowable amounts of permanent remuneration:

- *for an executive member of the Board of Directors*
 - *the gross monthly remuneration may not exceed the amount of BGN 30,000;*
- *for a non-executive member of the Board of Directors:*
 - *the gross basic monthly remuneration may not exceed the amount of BGN 4,000."*

The Chairman gave the floor to the shareholders for questions and statements on item ten of the Agenda and on the proposal for a resolution.

No statements or other proposals were made.

Then, the Chairman put the above-mentioned proposal for a resolution on item ten of the Agenda to a vote.

Voting results:

Total number of votes cast: 40 125 174 votes;

Number of votes cast "for" - 40 125 074 shares, representing 99,99% of the represented votes (physically present as well as pre-registered votes);

Number of votes cast "against" – 0 votes;

Number of votes cast "abstained" – 100 votes.

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

DECISION UNDER ITEM 10 OF THE AGENDA:

The General Meeting of Shareholders determines the following maximum allowable amounts of permanent remuneration:

- **for an executive member of the Board of Directors**
 - **the gross monthly remuneration may not exceed the amount of BGN 30,000;**
- **for a non-executive member of the Board of Directors:**
 - **the gross basic monthly remuneration may not exceed the amount of BGN 4,000.**

Under **item eleven** of the Agenda, the Chairman announced the proposal of the Board of Directors for a decision under item eight of the Agenda, included in the invitation announced in the Commercial Register, namely:

„The members of the Board of Directors, on the basis of Article 13a of the Remuneration Policy for the members of the Board of Directors, shall be paid short-term variable remuneration for 2024, as follows:

1.1. To the Executive Director in the amount of BGN 64,679.

1.2. To the Chairman of the Board of Directors in the amount of BGN 14,335.

1.3. To the members of the Board of Directors Chavdar Dimitrov, Atanas Kiryakov, Yavor Lyudmilov Dzhonev, Martin Veselinov Paev; Veselin Anchev Kirov; Peyo Vassilev Popov in the amount of BGN 9,556 each.

The payment of the Remuneration shall be made in accordance with the Remuneration Policy for the members of the Board - the payment of 40% of the variable remuneration shall be deferred for a period of 3 years, and the installment portion is paid proportionally .”

The Chairman gave the floor to the shareholders for questions and statements on item ten of the Agenda and on the proposal for a resolution.

No statements or other proposals were made.

Then, the Chairman put the above-mentioned proposal for a resolution on item eleven of the Agenda to a vote.

Voting results:

Total number of votes cast: 40 125 174 votes;

Number of votes cast "for" - 40 122 674 shares, representing 99,99% of the represented votes (physically present as well as pre-registered votes);

Number of votes cast "against" – 0 votes;

Number of votes cast "abstained" – 2500 votes.

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

DECISION UNDER ITEM 11 OF THE AGENDA:

“The members of the Board of Directors, on the basis of Article 13a of the Remuneration Policy for the members of the Board of Directors, shall be paid short-term variable remuneration for 2024, as follows:

1.1. To the Executive Director in the amount of BGN 64,679.

1.2. To the Chairman of the Board of Directors in the amount of BGN 14,335.

1.3. To the members of the Board of Directors Chavdar Dimitrov, Atanas Kiryakov, Yavor Lyudmilov Dzhonev, Martin Veselinov Paev; Veselin Anchev Kirov; Peyo Vassilev Popov in the amount of BGN 9,556 each.

The payment of the Remuneration shall be made in accordance with the Remuneration Policy for the members of the Board - the payment of 40% of the variable remuneration shall be deferred for a period of 3 years, and the installment portion is paid proportionally.”

Under **item twelve** of the Agenda, the Chairman announced the proposal of the Board of Directors for a decision under item eight of the Agenda, included in the invitation announced in the Commercial Register, namely:

„12.1. The General Meeting approves a Scheme for the provision of long-term variable remuneration for 2024 in the form of shares, as follows:

This scheme determines the terms and conditions for the provision of remuneration based on shares of “Sirma Group Holding” JSC (the “Company”) to the members of the Board of Directors (the “Scheme”) for 2024. This Scheme has been prepared in accordance with the

Remuneration Policy and is subject to a vote by the General Meeting of Shareholders. When preparing the Scheme, the rules and basic principles of the Remuneration Policy, as well as the long-term business development plans of the Group of “Sirma Group Holding” JSC, have been fully taken into account. This Remuneration Scheme establishes the criteria for assessing the performance of the members of the Board of Directors on an annual basis for the calendar year 2024, on the basis of which the provision and amount of remuneration in shares has been determined. Wherever in this Scheme, where remuneration in shares / provision of shares is indicated, it should be understood as transfer of ownership rights according to the specific method of their provision - transfer of the Company's own shares or purchase of shares (including buyback).

12.2 Maximum number of shares subject to remuneration The maximum number of shares of the Company's capital to be provided as remuneration to the members of the Board of Directors is 496,982 shares in total, which as of the date of approval of this Scheme do not exceed the maximum permissible amount of 1% of the registered capital of the Company. The shares are provided depending on the fulfillment of the criteria for the achieved results in items 12.4.1 and 12.4.2.

12.3. Procedure for the provision of remuneration in shares The remuneration in shares is provided by a Decision of the General Meeting of Shareholders upon a proposal of the Board of Directors within the maximum amount. The shares subject to the remuneration will be provided to the members of the Board of Directors of the Company, namely:

- Tsvetan Borisov Aleksiev – Executive Director*
- Georgi Parvanov Marinov – Chairman*
- Chavdar Velizarov Dimitrov – member of the Board of Directors;*
- Atanas Kostadinov Kiryakov – member of the Board of Directors;*
- Martin Veselinov Paev – member of the Board of Directors;*
- Veselin Anchev Kirov – member of the Board of Directors;*
- Peyo Vassilev Popov – member of the Board of Directors*
- Yavor Lyudmilov Dzhonev – member of the Board of Directors*

The specific number of shares granted depends on the degree of realization of the set financial and non-financial criteria.

12.4. Conditions for granting remuneration in shares.

For granting remuneration in shares for 2024, the following criteria for achieved results, set out in the Remuneration Policy for the members of the Board of Directors, have been met:

12.4.1. Financial criteria –

- *Achieving growth compared to the previous year in the company's market capitalization, calculated on the basis of the average market price per share for a reference period of two months, including the last month of the relevant financial year and the first month of the following, compared to the average market price per share, calculated for a reference period of two months, including the last month of the previous financial year and the first month of the current one;*
- *Achieving growth in consolidated revenues greater than the target growth of 10% (ten percent) compared to the previous financial year.;*

12.4.2. Non-financial criteria include

- *Implementation of technological innovation and product development;*
- *Imposing high standards of corporate governance;*
- *Integration of corporate social responsibility into the daily management practice of the company;*
- *Stable and sustainable development of the company in economic, social and environmental aspects;*
- *Drafting and disclosure of the consolidated non-financial declaration for 2023;*
- *Adequacy of the administrative, organizational and reporting structures of the company and ensuring maximum efficiency of the company's activities;*

12.4.3. The conditions for the implementation of the Scheme are determined in view of the Group's development strategy and are different for the members of the Board of Directors, taking into account their functions, their interrelationship and the overall result achieved on their basis for the Company and the companies of its Group;

12.4.4. The fulfillment of the conditions for the provision of remuneration in shares is reported by the Board of Directors and approved by the General Meeting of Shareholders.

12.5. Provision of remuneration in shares. The transfer of shares to the ownership of the members of the Board of Directors shall be carried out not earlier than three years after the date of the decision of the General Meeting of Shareholders to provide them. In fact, the shares shall be provided to the members of the Board of Directors by transfer of ownership depending on the method of their provision approved by the General Meeting of Shareholders - transfer of the Company's own shares or purchase of shares (including buyback) issuance of new shares through a capital increase.

12.6. Conditions for retaining the shares after their acquisition No conditions for retaining the shares after their acquisition are set and applied.

12.7. Term for granting the remuneration based on shares. After considering the achieved results, the General Meeting of Shareholders shall approve the fulfillment of the criteria under this Scheme for 2024 and make a decision on the provision of the specific remuneration in shares within the framework of the annual General Meeting of Shareholders. The actual delivery of the shares takes place within the legally established deadlines.”

The Chairman gave the floor to the shareholders for questions and statements on item twelve of the Agenda and on the proposal for a resolution.

Tsvetan Aleksiev, in his capacity as a shareholder, made a proposal in item 12.3. of the proposal for a resolution of the Board of Directors to add the name of Mr. Yordan Stoyanov Nedev - member of the Board of Directors.

No other proposals were made.

The Chairman first put to a vote a proposal for a resolution on item thirteen of the Agenda, contained in the invitation.

Voting results:

Voting results:

Total number of votes cast: 40 125 174 votes;

Number of votes cast "for" – 6 529 663 shares, representing 16,27% of the represented votes (physically present as well as pre-registered votes);

Number of votes cast "against" – 33 595 511 votes, representing 83,72% of the represented votes (physically present as well as pre-registered votes);

Number of votes cast "abstained" – 0 votes.

The Chairman then put to the vote the proposal for a resolution under item eight of the Agenda, made by shareholder Tsvetan Alexiev.

Voting results:

Total number of votes cast: 40 125 174 votes;

Number of votes cast "for" - 32 040 224 shares, representing 79,85% of the represented votes;

Number of votes cast "against" – 6 529 663 shares, representing 16,27% of the represented votes;

Number of votes cast "abstained" – 1 555 287 shares, representing 3,88% of the represented votes.

As a result of the voting, the General Meeting of Shareholders adopted the following:

DECISION ON ITEM 12 OF THE AGENDA:

„12.1. The General Meeting approves a Scheme for the provision of long-term variable remuneration for 2024 in the form of shares, as follows:

This scheme determines the terms and conditions for the provision of remuneration based on shares of “Sirma Group Holding” JSC (the “Company”) to the members of the Board of Directors (the “Scheme”) for 2024. This Scheme has been prepared in accordance with the Remuneration Policy and is subject to a vote by the General Meeting of Shareholders. When preparing the Scheme, the rules and basic principles of the Remuneration Policy, as well as the long-term business development plans of the Group of “Sirma Group Holding” JSC, have been fully taken into account. This Remuneration Scheme establishes the criteria for assessing the performance of the members of the Board of Directors on an annual basis for the calendar year 2024, on the basis of which the provision and amount of remuneration in shares has been determined. Wherever in this Scheme, where remuneration in shares / provision of shares is indicated, it should be understood as

transfer of ownership rights according to the specific method of their provision - transfer of the Company's own shares or purchase of shares (including buyback).

12.2 Maximum number of shares subject to remuneration The maximum number of shares of the Company's capital to be provided as remuneration to the members of the Board of Directors is 496,982 shares in total, which as of the date of approval of this Scheme do not exceed the maximum permissible amount of 1% of the registered capital of the Company. The shares are provided depending on the fulfillment of the criteria for the achieved results in items 12.4.1 and 12.4.2.

12.3. Procedure for the provision of remuneration in shares The remuneration in shares is provided by a Decision of the General Meeting of Shareholders upon a proposal of the Board of Directors within the maximum amount. The shares subject to the remuneration will be provided to the members of the Board of Directors of the Company, namely:

- **Tsvetan Borisov Aleksiev – Executive Director**
- **Georgi Parvanov Marinov – Chairman**
- **Chavdar Velizarov Dimitrov – member of the Board of Directors;**
- **Atanas Kostadinov Kiryakov – member of the Board of Directors;**
- **Martin Veselinov Paev – member of the Board of Directors;**
- **Veselin Anchev Kirov – member of the Board of Directors;**
- **Peyo Vassilev Popov – member of the Board of Directors**
- **Yavor Lyudmilov Dzhonev – member of the Board of Directors**
- **Yordan Nedev Stoyanov Nedev – member of the Board of Directors**

The specific number of shares granted depends on the degree of realization of the set financial and non-financial criteria.

12.4. Conditions for granting remuneration in shares.

For granting remuneration in shares for 2024, the following criteria for achieved results, set out in the Remuneration Policy for the members of the Board of Directors, have been met:

12.4.1. Financial criteria

- **Achieving growth compared to the previous year in the company's market capitalization, calculated on the basis of the average market price per share for a reference period of two months, including the last month of the relevant financial year and the first month of the following, compared to the average market price per share, calculated for a reference period of two months, including the last month of the previous financial year and the first month of the current one;**
- **Achieving growth in consolidated revenues greater than the target growth of 10% (ten percent) compared to the previous financial year.;**

12.4.2. Non-financial criteria include

- **Implementation of technological innovation and product development;**
- **Imposing high standards of corporate governance;**
- **Integration of corporate social responsibility into the daily management practice of the company;**
- **Stable and sustainable development of the company in economic, social and environmental aspects;**
- **Drafting and disclosure of the consolidated non-financial declaration for 2023;**
- **Adequacy of the administrative, organizational and reporting structures of the company and ensuring maximum efficiency of the company's activities;**

12.4.3. The conditions for the implementation of the Scheme are determined in view of the Group's development strategy and are different for the members of the Board of Directors, taking into account their functions, their interrelationship and the overall result achieved on their basis for the Company and the companies of its Group;

12.4.4. The fulfillment of the conditions for the provision of remuneration in shares is reported by the Board of Directors and approved by the General Meeting of Shareholders.

12.5. Provision of remuneration in shares. The transfer of shares to the ownership of the members of the Board of Directors shall be carried out not earlier than three years after the date of the decision of the General Meeting of Shareholders to provide them. In fact, the shares shall be provided to the members of the Board of Directors by transfer of ownership depending on the method of their provision approved by the General Meeting of Shareholders - transfer of the Company's own shares or purchase of shares (including buyback) issuance of new shares through a capital increase.

12.6. Conditions for retaining the shares after their acquisition No conditions for retaining the shares after their acquisition are set and applied.

12.7. Term for granting the remuneration based on shares. After considering the achieved results, the General Meeting of Shareholders shall approve the fulfillment of the criteria under this Scheme for 2024 and make a decision on the provision of the specific remuneration in shares within the framework of the annual General Meeting of Shareholders. The actual delivery of the shares takes place within the legally established deadlines.”

Under **item thirteen** of the Agenda, the Chairman announced the proposal of the Board of Directors for a decision under item eight of the Agenda, included in the invitation announced in the Commercial Register, namely:

"The General Meeting of Shareholders, based on the Share-Based Remuneration Scheme and after assessing the fulfillment of the criteria set forth therein and in the Remuneration Policy for the members of the Board of Directors, pursuant to Art.13d, para.3 of the Policy, approves the amount of the remuneration in shares for each member of the Board of Directors for the

reporting period 2024, in accordance with the Share-Based Remuneration Scheme approved by the General Meeting, as follows:

Position on the Board of Directors	Name	Number of shares
Chairman of the BD	Georgi Parvanov Marinov	63991
Executive Director	Tsvetan Borisov Alexiev	177025
Member of the BD	Veselin Anchev Kirov	42661
Member of the BD	Peio Popov	42661
Member of the BD	Atanas Kostadinov Kiryakov	42661
Member of the BD	Yavor Ludmilov Djonev	42661
Member of the BD	Chavdar Velizarov Dimitrov	42661
Member of the BD	Martin Veselinov Paev	<u>42661</u>
Total:		496982

The Chairman gave the floor to the shareholders for questions, statements under item thirteen of the Agenda and on the proposal for a resolution.

Mr. Tsvetan Aleksiev, in his capacity as a shareholder, made a proposal for a resolution under item thirteen, as follows:

"The General Meeting of Shareholders, based on the Scheme for providing remuneration in shares and after assessing the fulfillment of the criteria set forth therein and in the Policy for remuneration of members of the Board of Directors, pursuant to Art. 13d, para. 3 of the Policy, approves the amount of remuneration in shares for each member of the Board of Directors for the reporting period 2024, according to the Scheme for providing remuneration in shares approved by the General Meeting, as follows:

Position on the Board of Directors	Name	Number of shares
Chairman of the BD	Georgi Parvanov Marinov	43994
Executive Director	Tsvetan Borisov Alexiev	121705
Member of the BD	Veselin Anchev Kirov	29329
Member of the BD	Peio Popov	29329
Member of the BD	Atanas Kostadinov Kiryakov	29329
Member of the BD	Yavor Ludmilov Djonev	29329

Member of the BD	Chavdar Velizarov Dimitrov	29329
Member of the BD	Martin Veselinov Paev	29329
Member of the BD	Yordan Stoyanov Nedev	29329
Total:		371004

The Chairman first put to a vote a proposal for a resolution on item thirteen of the Agenda, contained in the invitation.

Voting results:

Voting results:

Total number of votes cast: 40 125 174 votes;

Number of votes cast "for" – 6 529 663 shares, representing 16,27% of the represented votes (physically present as well as pre-registered votes);

Number of votes cast "against" – 33 595 511 votes, representing 83,72% of the represented votes (physically present as well as pre-registered votes);

Number of votes cast "abstained" – 0 votes.

The Chairman then put to the vote the proposal for a resolution under item eight of the Agenda, made by shareholder Tsvetan Alexiev.

Voting results:

Total number of votes cast: 40 125 174 votes;

Number of votes cast "for" - 33 595 511 shares, representing 83,73% of the represented votes;

Number of votes cast "against" – 6 529 763 shares, representing 16,27% of the represented votes;

Number of votes cast "abstained" – 0 votes.

As a result of the voting, the General Meeting of Shareholders adopted the following:

DECISION ON ITEM 13 OF THE AGENDA:

"The General Meeting of Shareholders, based on the Scheme for providing remuneration in shares and after assessing the fulfillment of the criteria set forth therein and in the Policy for remuneration of members of the Board of Directors, pursuant to Art. 13d, para. 3 of the Policy, approves the amount of remuneration in shares for each member of the Board of Directors for the reporting period 2024, according to the Scheme for providing remuneration in shares approved by the General Meeting, as follows:

Position on the Board of Directors	Name	Number of shares
Chairman of the BD	Georgi Parvanov Marinov	43994
Executive Director	Tsvetan Borisov Alexiev	121705
Member of the BD	Veselin Anchev Kirov	29329

Member of the BD	Peio Popov	29329
Member of the BD	Atanas Kostadinov Kiryakov	29329
Member of the BD	Yavor Ludmilov Djonev	29329
Member of the BD	Chavdar Velizarov Dimitrov	29329
Member of the BD	Martin Veselinov Paev	29329
Member of the BD	Yordan Stoyanov Nedev	29329
Total:		371004

Under **item fourteen** of the Agenda, included in accordance with Article 118, paragraph 1. item 2 of the POSA, in connection with Article 223a of the Commercial Code, the Chairman announced the proposal for a resolution of the shareholder who declared the item for inclusion in the Agenda, announced in the Commercial Register, namely:

“The General Meeting of Shareholders extends the mandate of the Audit Committee composed of: Angel Petrov Kraychev, Vesselin Anchev Kirov and Alexander Todorov Kolev for 3 (three) years and at the current remuneration.”

The Chairman gave the floor to the shareholders for questions and statements on item fourteen of the Agenda and on the proposal for a resolution.

No statements or other proposals were made.

Then, the Chairman put the above-mentioned proposal for a resolution on item fourteen of the Agenda to a vote.

Voting results:

Total number of votes cast: 40 125 174 votes;

Number of votes cast "for" - 40 125 174 shares, representing 100% of the represented votes (physically present as well as pre-registered votes);

Number of votes cast "against" – 0 votes;

Number of votes cast "abstained" – 0 votes.

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

DECISION UNDER ITEM 14 OF THE AGENDA:

“The General Meeting of Shareholders extends the mandate of the Audit Committee composed of: Angel Petrov Kraychev, Vesselin Anchev Kirov and Alexander Todorov Kolev for 3 (three) years and at the current remuneration.”

Due to the exhaustion of the Agenda, the Chairman of the meeting closed the ANNUAL IN-PRESENTATIVE MEETING OF THE GENERAL MEETING OF SHAREHOLDERS OF "SIRMA GROUP HOLDING" AD at 12.40 p.m.

Signed by:

Tsvetan Alexiev – Chairman

Georgi Marinov – Secretary

Stanimira Alexieva – Counter

Stanislav Tanushev – Counter

Svetlana Kanazireva - Counter