

QUALITANCE QBS S.A.

Registered under the no. J40/265/2007 at the National Trade Register Office
European Unique Identifier (EUID): ROONRC.J40/265/2007
Tax identification code (CUI): 20438413
Registered office: 2 Dr. Nicolae D. Staicovici Street, Opera Center 2, 7th floor, 5th district,
Bucharest, Romania
Subscribed and paid share capital **100.000 RON**

Decision no. 5/November 24th 2020 of the Shareholders' Extraordinary General Assembly of QUALITANCE QBS S.A.

The Shareholders' Extraordinary General Assembly of **QUALITANCE QBS S.A.**, Romanian legal entity, with registered office in 2 Dr. Nicolae Staicovici Street, Opera Center 2, 7th floor, 5th district, Bucharest, Romania, with Trade Register number J40/265/2007 and tax identification code RO 20438413 (hereinafter the „**Company**” or „**Qualitance**”), namely:

1. **Mr. Radu CONSTANTINESCU**, residing in Bucharest, [REDACTED] holding 50,000 shares, which represent 50% of the subscribed and paid-in share capital of the Company, and
2. **Mr. Ioan-Mihnea IACOB**, residing in Bucharest, [REDACTED] holding 50,000 shares, which represent 50% of the subscribed and paid-in share capital of the Company,

representing altogether 100% of the Company's subscribed and paid share, convened within an Extraordinary General Meeting of Shareholders today, **November 24th, 2020**, at **10:00 AM**, at the Company's headquarters.

In accordance with Art. 10.4.3, all shareholders of the Company have agreed to waive the formalities for convening and holding the Shareholders' Extraordinary General Assembly, as provided in the Articles of Incorporation of the Company ("**Articles of Incorporation**") and the Company Act **No. 31/1990**, amended and republished as **Law 31/1990**. All the legal conditions and requirements of the company documents related to holding a valid meeting have been met.

GIVEN THE FOLLOWING:

- Decision No. 8 dated November 20th, 2020 of the Company's Board of Administration, respectively the written account of the Company's Board of Administration Meeting No. 8 dated November 20th, 2020.
- The proposal of the Company's Board of Administration, according to which the decisions taken by the Board of Administration, as stated by the above-mentioned decision, are to be submitted to the approval of the QUALITANCE Shareholders' Extraordinary General Assembly.

QUALITANCE QBS S.A.

Registered under the no. J40/265/2007 at the National Trade Register Office

European Unique Identifier (EUID): ROONRC.J40/265/2007

Tax identification code (CUI): 20438413

Registered office: 2 Dr. Nicolae D. Staicovici Street, Opera Center 2, 7th floor, 5th district,
Bucharest, Romania

Subscribed and paid share capital **100.000 RON**

Pursuant to the provisions of Art. 90 of Law 24/2017 on issuers of financial instruments and market operations,

With the unanimity of the votes of the shareholders, the Shareholders' Extraordinary General Assembly

DECIDES:

Art. 1. In view of the completion of the software platform developed by the Company, the approval of the sale (the transfer) of the intellectual property rights for certain components of the platform, at the market value established by an independent authorized evaluation expert.

Art. 2. Authorizing and empowering Mr. Mike Parsons, as Chief Executive Officer of the Company, to perform the following in the name and on behalf of the Company:

- (a) to sign, provide, negotiate, and conclude in the name and on behalf of the Company the contract of sale (assignment) referred to in Article 1 of this decision and any other documents relating thereto (regardless of the form in which they are concluded, including, but not limited to additional documents, instructions, communications, appendices, notifications, etc.);
- (b) to carry out any formalities and, in general, to fulfill and perform on behalf of the Company any action he deems necessary, appropriate or advisable, to engage the Company in carrying out the decisions taken herein, before the authorities, individual and legal entities that are relevant for this purpose, as the case may be.
- (c) to mandate any person to carry out the formalities related to the registration and publication of the current decision with the Trade Register and with any other authority, and to represent the Company before the authorities as well as the individual and legal entities that are relevant for this purpose, as necessary.

This decision has been drawn up in 3 (three) original copies and signed by all shareholders of the Company.

Shareholders:

Radu Constantinescu

Ioan-Mihnea Iacob