

Productivity stimulus plan with shares for key individuals - within Simtel Team S.A.
(Stock Option Plan)

Definitions	<p>The Company – SIMTEL TEAM S.A., registered at the Trade Registry next to the Bucharest Tribunal under no. J40/564/2010, EUID ROONRC.J40/564/2010, sole registration code 26414626, with registered office in Bucharest, 319 Spl. Independenței, OB 410 space, 6th District.</p> <p>Plan – the hereby productivity stimulus plan with Shares for key individuals within Simtel Team S.A., granted the fulfilment of individual qualification requirements and of a general condition of actual growth of Annual turnover.</p> <p>Shares – shares within the Company issued considering their free transfer towards Eligible individuals, granted their manifest of the Option right.</p> <p>Option right – the right granted free of charge to Eligible individuals to manifest their option to receive Shares free of charge, based on the Plan.</p> <p>Annual turnover – represents the total amount excluding VAT of revenues from commercial operations of the Company, subsequent to delivered goods, performed works, rendered services as well as other revenues from exploitation of assets, excluding rebates, settlements and other discounts granted to clients, financial revenues and exceptional revenues.</p>
Plan Duration	<p>2 (two) years from the Date of entry into effect, the first year for which Option rights for Shares to be granted based on the Plan being the year 2022, for which an annual integral quota of Shares shall be allotted by a share capital increase in the year 2023, if conditions are met for granting of Shares. The mechanism shall apply similarly for the second year of the Plan, namely 2023, for which an annual integral quota of Shares shall be allotted by a share capital increase in the year 2024, if conditions are met for granting of Shares.</p>
Date of entry into effect	<p>Date of approval of the Plan by EGMS.</p>
Eligible individuals	<p>Individuals are eligible to benefit from the Plan if they are considered to have a potentially significant impact on the operational and financial results of the Company, except for the individual significant shareholders of the Company on the Date of entry into effect, namely Nedea Iulian, Bazarciuc Sergiu Eugen and Vilau Radu-Laurentiu, which shall not benefit from Shares issued based on the Plan.</p>

	<p>As an example, the envisaged individuals fulfil management roles (general manager – CEO, technical manager – CTO, operations manager – COO, financial manager – CFO, energy department manager, telecom department manager, innovation manager, maintenance and operation manager, HR manager, financing executive, direct sales manager, R&D manager, design department manager, sales manager etc.).</p> <p>In addition, the director may decide to include in the Plan certain members of the team whose results may significantly influence the Company’s results (as an example: member of the sales team that generates the highest gross margin etc.).</p>
Date of granting Option right	The Option right is granted annually, on the date of May 31 st , so that the financial statements for the previous year and known and approved in the Company’s general meeting of the shareholders. The dates of granting the Option right shall subsequently be May 31 st 2023 and May 31 st 2024.
Date of Shares transfer	Shares for which the Option right was exercised shall be transferred to the Eligible individuals by direct transfer performed in the Company’s Registry of Shareholders held at Depozitarul Central, in the term and in accordance with legal provisions in effect. Registration of the free transfer of Shares is done annually, no later than July 31 st , so that the Company’s share capital increase in view of issuance of the Shares is completed beforehand. The registration dates of the Shares transfer towards the Eligible individuals shall therefore be no later than July 31 st 2023 and July 31 st 2024.
Conditions for granting Shares	<p>1. General condition. The vocation to be granted Option rights is born if the Annual turnover registers an increase of at least 25% over the previous financial year. Specifically, to evaluate the fulfilment of the condition for the year 2023 the Annual turnover registered for the year 2022 shall be used and to evaluate the fulfilment of the condition for the year 2024 the Annual turnover registered for the year 2023 shall be used.</p> <p>2. Individual conditions.</p> <p>2.1. The Eligible individuals receive the appropriate Option right free of charge pursuant to a performance evaluation done by the Company’s Director, in view of determining their individual contribution to the growth of the Annual turnover and to establish the actual annual quota of Option rights for each Eligible individual.</p> <p>2.2. The Eligible individuals are granted the appropriate Option right if they have integrally fulfilled in the relevant fiscal year the role for which they were considered as eligible individuals for the entire year’s duration of the relevant Plan.</p>

<p>Number of Shares for Option rights included in Plan</p>	<p>The Company shall grant in lieu of the Plan the Option right, respectively the property title over a number of Shares equivalent to at most 2% of its share capital.</p> <p>The Shares that may be issued for each year of the Plan shall have a maximum aggregated market value of LEI 1 million/year, value that shall be calculated as the number of Shares multiplied with the average price weighted by trading volumes in the last 30 days of trading prior to the Company director's decision setting the number of Shares for each year of the Plan.</p>
<p>Maturity period</p>	<p>Annually, the Company shall communicate to the Eligible individuals the status for meeting criteria for granting of and number of Option rights for each Eligible individual, based on the category they are part of.</p>
<p>Period for exercise of Option right</p>	<p>The Eligible individual shall manifest their option to receive Shares between June 1st and June 30th in the year in which the benefit from an Option right.</p>
<p>Registration of Shares for holders – Eligible individuals</p>	<p>Shares issued based on the Plan and for which the Option right was exercised shall be transferred free of charge towards the appropriate Eligible Individuals by direct transfer performed in the Company's Registry of Shareholders kept by Depozitarul Central, as per legal provisions in effect, on an annual basis, no later than July 31st.</p>