

To:

**Financial Supervisory Authority**

Financial Instruments and Investments Sector

Bucharest Stock Exchange

**CURRENT REPORT**

In compliance with the provisions of 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 the report:** April 26, 2023

**Name of issuer:** FIREBYTE GAMES S.A.

**Headquarters:** Cluj-Napoca, 119 Motilor Street, Cluj County

**Telephone:** +40 771282894

**Trade Register no/date:** J12/6845/2017

**Tax Identification Code:** 38624397, **Subscribed and paid share capital:** 4.402.228,4 lei

**Cod LEI:** 78720012FMADM8GOYX42

**Regulated market where issued securities are traded:** Bucharest Stock Exchange, - Aero Premium Tier, SMT, market symbol: FRB

**Important events to be reported:**

**A. The Extraordinary General Meeting of Shareholders held on 26.04.2023, at the first convocation; Decisions adopted.**

**B. The Ordinary General Meeting of Shareholders held on 26.04.2023, at the first convocation; Decisions adopted.**

**A. The Extraordinary General Meeting of Shareholders held on 26.04.2023, at the first convocation; Decisions adopted.**

The Extraordinary General Meeting of the Shareholders of Firebyte Games SA took place at the first convocation, on 26.04.2023, at 13:00, at the registered office of Firebyte Games SA, 119 Moților Street, floor 3, Cluj-Napoca. According to the Convener, the persons entitled to participate and vote are the shareholders at the reference date, 13.04.2023.

The meeting was attended personally, by representative or by correspondence, by shareholders holding a number of 23,951,752 voting shares, representing 57.2707% of the total number of voting shares (2,200,276 shares, representing 4.9981% of the share capital, do not have the right to vote because are owned by the company).

The Extraordinary General Meeting was chaired by Mr. Danciu Adrian, member of the Board of Directors of Firebyte Games SA.

In the presence of the shareholders representing 54.4082% (23,951,752 shares) of the share capital and 57.2707% (23,951,752 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 100% (23,951,752 votes) of the votes of the shareholders present, represented or who expressed their vote by correspondence, with the "against" vote of the shareholders representing 0% (0 votes) of the votes of the shareholders present, represented or who have cast their vote by correspondence, with the vote "abstention" of the shareholders representing 0% (0 votes) of the

votes of the shareholders present, represented or who have cast their vote by correspondence, all items on the agenda were debated and approved, the shareholders decided the following:

#### Decision no. 1

It is approved the contracting by the Company from a banking entity participating in the IMM Invest Plus program, of a credit facility in a total amount of up to a maximum of 2,500,000 RON (or equivalent in foreign currency) or, as the case may be, the extension of the existing facility for an additional period of three years (the "Credit Facility") for the financing of the Company's working capital / investments, in accordance with the terms and conditions of the banking entity, which will be run through the IMM Invest Plus Program.

#### Decision no. 2

It is approved the guarantee by the Company, under the conditions and terms of the banking entity, of the financial obligations (credit, interest, increased interest, penalties, expenses, other costs) resulting from or related to the Credit Facility with the following guarantees that will be constituted in favor of banking entity and the National Credit Guarantee Fund for Small and Medium Enterprises - S.A. – IFN ("FNGCIMM") ("Guarantees"), respectively:

- a) Letter of guarantee issued by FNGCIMM for 90% of the value of the Credit Facility up to the sum of 2,500,000 RON;
- b) Legal mortgage on all current accounts (and related sub-accounts) opened/to be opened by the Company in the records of the banking entity; and
- c) Blank promissory note without protest issued by the Company in favor of the banking entity.

#### Decision no. 3

It is approved the power of attorney of Mr. Ovidiu Stegaru (the "Representative"), with the possibility of sub-delegation, as on behalf and on behalf of the Company, with full power and authority, (i) to negotiate and decide the terms and conditions of the Credit Facility and the Guarantees; and (ii) to sign the documentation necessary to obtain/proceed the Credit Facility approved according to point 1 above, respectively the documentation necessary to grant the Guarantees approved according to point 2 above, the relevant contract regarding the Credit Facility and its annexes, the contracts of related mortgage, of the additional documents to all these contracts, including their appendices, of the blank promissory notes (including those that replace the existing ones, in the case of the banking entity's request for the exchange/reissuance of the blank promissory notes, including in the event of the expiration of the legal term), of the guarantee contract, the financing agreement, as well as the documents necessary for the use of the Credit Facility and/or any other documents necessary or in connection with these documents or necessary, useful or timely for the implementation of the approved decisions according to points 1 and 2 above.

#### Decision no. 4

It is approved the change of the registered office of the company from Cluj-Napoca, 119 Motilor Street, floor 3, Cluj county, to the address: Cluj-Napoca, str. Henri Barbusse, no. 44-46, 6th floor, Cluj county. Approval of the amendment to Article 2.1 of the Constitutive Act which will have the following content:

"The registered office is located in Cluj-Napoca, str. Henri Barbusse, no. 44-46, floor. 6, Cluj county."

#### Decision no. 5

It is approved the reduction of the share capital of Firebyte Games SA, pursuant to art. 207 para. (1) lit. c) from Law no. 31/1990 on companies, from 4,402,228.40 lei to 4,182,200.80 lei, respectively with the amount of 220,027.60 lei, following the cancellation of a number of 2,200,276 own shares acquired by the company, in accordance with the AGEA Decision of 28.05.2021. After the reduction, the share capital of Firebyte Games SA will have the value of 4,182,200.80 lei divided into 41,822,008 shares.

It is approved of the amendment of article 5.1 of the Constitutive Act, following the reduction of the share capital, which will have the following content: "The subscribed and paid-up share capital of the company is 4,182,200.80 lei. The share capital is divided into a number of 41,822,008 shares, with a nominal value of 0.1 lei/share. The share capital is subscribed and paid by the associates in cash in the amount of 4,182,200.80 lei".

#### Decision no. 6

It is approved the date of **23.05.2023** as the date of registration (ex-date: **22.05.2023**) of the shareholders affected by the effects of the decisions adopted by the Extraordinary General Meeting of Shareholders, according to art. 87 of Law 24/2017.

**Decision no. 7**

It is approved the mandate, with the possibility of substitution, of Mr. Ovidiu Stegaru, in order to carry out all the procedures and formalities provided by law for carrying out the decisions of the Assembly, to submit and take documents and sign for this purpose on behalf of the Company, in relation to the Trade Register, FSA, BVB, as well as to other public or private entities.

**B. The Ordinary General Meeting of Shareholders held on 26.04.2023, at the first convocation; Decisions adopted.**

The Ordinary General Meeting of the Shareholders of Firebyte Games SA took place at the first convocation, on 26.04.2023, at 14:00, at the registered office of Firebyte Games SA, 119 Moșilor Street, floor 3, Cluj-Napoca. According to the Convener, the persons entitled to participate and vote are the shareholders at the reference date, 13.04.2023.

The meeting was attended personally, by representative or by correspondence, by shareholders holding a number of 23,951,752 voting shares, representing 57.2707% of the total number of voting shares (2,200,276 shares, representing 4.9981% of the share capital, do not have the right to vote because are owned by the company).

The Ordinary General Meeting was chaired by Mr. Danciu Adrian, member of the Board of Directors of Firebyte Games SA.

In the presence of the shareholders representing 54.4082% (23,951,752 shares) of the share capital and 57.2707% (23,951,752 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 100% (23,951,752 votes) of the votes of the shareholders present, represented or who expressed their vote by correspondence, with the "against" vote of the shareholders representing 0% (0 votes) of the votes of the shareholders present, represented or who have cast their vote by correspondence, with the vote "abstention" of the shareholders representing 0% (0 votes) of the votes of the shareholders present, represented or who have cast their vote by correspondence, all items on the agenda were debated and approved, the shareholders deciding the following:

**Decision no. 1**

It is approved the annual financial statements of the Company, related to the financial year 2022, based on the Directors' Report and the Report of the financial auditor of the Company.

**Decision no. 2**

It is approved the discharge of the directors of the Company for the activity carried out in the financial year 2022, based on the reports presented.

**Decision no. 3**

It is approved the distribution of the net profit related to the financial year 2022 according to the proposal of the Board of Directors.

**Decision no. 4**

It is approved the Revenue and Expenditure Budget for the financial year 2023.

**Decision no. 5**

It is approved the date of **23.05.2023** as the date of registration (ex-date: **22.05.2023**) of the shareholders affected by the decisions adopted by the Ordinary General Meeting of Shareholders, according to art. 87 of Law 24/2017.

**Decision no. 6**

It is approved the mandate, with the possibility of substitution, of Mr. Ovidiu Stegaru, to carry out all the procedures and formalities provided by law, including the amendment of the constitutive act for carrying out the decisions of the Assembly, to submit and take acts and sign for this purpose in the name of the Company, in relation to the Trade Register, FSA, BVB, as well as to other public or private entities.

**Ovidiu Stegaru**

General Manager