

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:** September 13, 2023

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

**Headquarters:** Cluj-Napoca, no 44-46 Henri Barbusse street, floor 6, Cluj County

**Telephone:** +40 771282894

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

**Tax Identification Code: 38624397, Subscribed and paid share capital:** 4.182.200,80 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:** *Decision of the Board of Directors regarding the increase of the share capital of the Company*

The management of Firebyte Games SA (hereinafter referred to as „Company”) informs investors that, following the meeting on 13.09.2023, the Board of Directors decided to increase the Company's share capital, in accordance with the Decision of the Extraordinary General Meeting of Shareholders no. 2 of 28.05.2021 approving the power of attorney of the Board of Directors to decide to increase the subscribed share capital, by one or more issues of shares, with a value not exceeding half of the subscribed share capital, existing at the date of the decision.

In this regard, the Board of Directors decided to increase the share capital by the maximum amount of 2,091,100.40 lei, by issuing a maximum number of 20,911,004 new shares, having a nominal value of 0.10 lei per share, at the issue price of 0.20 lei per share, and the increase is made to finance the current activity of the company and to support the project development plans.

The decision of the Board of Directors is attached to this current report.

Grigore Chis  
Chairman of the Board of Director

DECISION OF THE BOARD OF FIREBYTE GAMES S.A.  
no. 1 of 13.09.2023

Meeting of the members of the Board of Directors of the Company („Board of Directors”), in the presence of all its members, respectively Mr. Grigore Chiş, dl. Adrian Danciu and Mr. Mihai-Cristian Alexă, took place in accordance with the provisions of the Companies Law no. 31/1990, republished, with subsequent amendments and completions („Companies Law”) and the Company's constitutive act („Constitutive Act”) on 13 September 2023.

## CONSIDERING THAT:

(i) On 28.05.2021, the Extraordinary General Meeting of Company Shareholders approved „the power of attorney of the Company's Board of Directors so that in a period of 3 years it can decide to increase the subscribed share capital, by one or more shares issues, with a value not exceeding half of the subscribed share capital, existing at the date of the decision and implicitly at the updating of the constitutive act regarding the value of the new share capital.”

(ii) The Board of Directors intends to approve an increase of share capital, in accordance with the delegation referred to in point (i) above.

Noting the fulfillment of all the conditions provided by the Romanian legislation and by the Articles of Incorporation of the Company for the validity of this meeting of the Board of Directors and for the decision,

## DECIDED IN UNANIMITY AS FOLLOWS:

Art. 1. The Board of Directors approves the increase of the share capital by the amount of up to 2,091,100,40 RON (nominal value ) („Social Capital increase” ), by issuing a number of up to 20,911,004 new shares with a nominal value of 0.10 RON per share and a total nominal value of 2,091,100.40 RON („New shares”), as follow:

1.1 New shares will be offered for subscription:

- a) During the first stage, to the shareholders registered in the company's shareholders' register kept by the Central Depository S.A., with the registration date of September 29, 2023; and
- b) During the second stage, New shares not subscribed after the first stage will be offered for subscription in a private placement.

1.2 Any New shares that will remain unsubscribed at the end of the second stage will be annulled by the decision of the Board of Directors which establishes the final results of the Social Capital Increase.

a) The subscription price for a new share will be set as follows:

- a ) During the first stage, the subscription price for a New shares will be 0.20 lei,
- b ) During the second stage, the subscription price for a New share will be 0.21 lei.

1.4 The difference between the subscription price for a New share and the nominal value of a New share will be considered as the issue premium.

1.5 The number of preference rights issued will be equal to the number of shares issued by the Company, as registered in the shareholder register of the Company kept by Central Depository S.A., with the registration date of September 29, 2023.

1.6 Each shareholder registered in the Company's shareholders' register kept by Central Depository S.A. with the registration date of September 29, 2023, will receive a number of preferential rights equal to the number of shares held.

1.7 Preferential rights will not be traded.

1.8 The period of exercise of the preferential rights shall be one (1) month, being later than the registration date of September 29, 2023.

1.9 For the subscription of a New share, during the exercise of the preferential rights, a person must have 2 preferential rights (as appropriate, with any roundings applicable according to the regulations in force, including those developed by Central Depository).

1.10 A shareholder of the Company registered in the register of shareholders of the Company kept by the Central Depository S.A. on the date of registration of 29 September 2023 may subscribe a maximum number of New shares calculated by dividing the number of preference rights held by that shareholder by the number of preference rights required for subscribe for a New share (2) (as appropriate, with any applicable rounding in accordance with applicable regulations, including those developed by Central Depository).

1.11 If the maximum number of shares that can be subscribed during the exercise period of the preferential rights ( resulting from the application of the above calculation ) is not a natural number, the maximum number of shares that can actually be subscribed will be

rounded down to the next lower natural number.

1.12 Details on the subscription procedure, subscription period, subscription price, payment procedure and method, subscription validation, subscription form, etc. on New shares will be included in the prospectus to be approved by the Financial Supervisory Authority in connection with the Increase of the Social Capital.

1.13 The Capital Increase aims to obtain funds to finance the current activity of the Company, respectively to obtain financing for ongoing projects and/or new projects and opening a new business line on the B2B services side.

Art 2. The Board of Directors hereby approves the appointment and power of attorney of the Director General of the Company („**Representative**”), to perform any acts and facts in the name and on behalf of the Company concerning the Increase of the Social Capital, including on the following issues:

- a) selection of intermediaries for the Increase of the Social Capital, ensuring the drafting and publication of any prospectus, tender document, as well as the negotiation, approval and signing of any acts related to the Social Capital Increase, as appropriate, negotiation and signing of any contracts with intermediaries and consultants, fulfillment of any necessary acts and legal facts, useful or timely in connection with the above;
- b) approval of any contracts for the Increase of Social Capital or any other arrangements, commitments, tenders, tender documents, any contracts for subscription, sale, stabilization, agency, consultancy, certificates, declarations, registers, notifications, additional documents and any other necessary documents and documents, to complete any formalities and to authorize and/or perform any other actions necessary to give full effect to the Social Capital Increase (including the publication of this decision in Monitorul Oficial al României); and
- c) representation of the Company to any competent authorities and institutions (such as the Trade Register Office, the Financial Supervisory Authority, Bucharest Stock Exchange, Central Depository S.A.), public notaries or any other natural or legal persons, in connection with the Increase of the Social Capital.

The representative may subdelegate any and all powers conferred by this, as he sees fit and subject to any limits imposed on the Representative.

Art. 3. The Board of Directors hereby establishes the following data:

- a ) September 29, 2023 as a registration date in accordance with the provisions of art. 87 ( 1 ) of Law no. 24/2017;
- b ) September 28, 2023 as “ ex-data ” calculated in accordance with the provisions of art. 2 para. ( 2 ) letter ( 1 ) of Regulation no. 5/201;
- c ) October 2, 2023 as payment date.

This Decision was signed today, 13.09.2023, in 3 (three) copies with original value.

Grigore Chiș, Chairman of the Board of Directors

Adrian Danciu, Member of the Board of Directors

Mihai-Cristian Alexă, Member of the Board of Directors