

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: November 28, 2024**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:** 4.499.516,2 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: Conducting the Ordinary and Extraordinary General Meeting of Shareholders on 28.11.2024, at the first call; Adopted Resolutions****1. Conducting the Extraordinary General Meeting of Shareholders on 28.11.2024, at the first call; Adopted Resolutions**

The Extraordinary General Meeting of Shareholders of Firebyte Games SA was held at the first call on November 28, 2024, at 12:00 PM, in Cluj-Napoca, at 119 Calea Moșilor Street. According to the Convening Notice, individuals holding shareholder status as of the reference date, November 14, 2024, were entitled to participate and vote.

Shareholders holding a total of 21,498,948 voting shares, representing 47.7806% of the total number of voting shares in the share capital of Firebyte Games SA, attended the meeting.

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

In the presence of shareholders representing 47.7806% (21,498,948 shares) of the share capital and 47.7806% (21,498,948 voting rights) of the total voting rights, with votes *in favor* from shareholders representing 100% (21,498,948 votes) of the votes cast by those present, represented, or voting by correspondence, *against* votes from shareholders representing 0% (0 votes), and *abstentions* from shareholders representing 0% (0 votes), all items on the agenda were discussed and approved. The shareholders resolved as follows:

Decision 1

It is approved the removal of the secondary office of the company from Cluj-Napoca, Str. Henri Barbusse No. 44-46, Cluj Business Campus, 6th Floor, Cluj County.

Decision 2

It is approved the updated Articles of Incorporation, with the following amendments:

“Art.2.2. In accordance with the provisions of Art. 113 of Law No. 31/1990 regarding companies, the registered office of the Company may be changed to any other location in Romania, with the completion of the formalities provided by law, based on the Resolution of the Extraordinary General Meeting of Shareholders.

Art.2.3. The Company may establish or close secondary offices - branches, agencies, representative offices, or other such units without legal personality - based on the Resolution of the Extraordinary General Meeting of Shareholders.

Art. 9.9. A secret vote is mandatory for the election of the administrator and the financial auditor, for their dismissal, and for decisions regarding the liability of the members of the administrative, management, and control bodies of the company.

Art. 9.10. The administrator is elected by the ordinary general meeting for a four-year term.

Art.10.1. The general meeting of shareholders is convened by the Company Administrator whenever necessary.

Art.11.2. The general meeting of shareholders is chaired by the sole administrator of the company [...].

Art.13.1. The company is managed by a sole administrator, elected by the ordinary general meeting of shareholders for a four-year term. **Art.13.2.** The sole administrator of the company may be dismissed or replaced at any time by the ordinary general meeting of shareholders and may be a natural person, Romanian or foreign citizen, or a legal entity, of Romanian or foreign nationality, and may be a shareholder or an outsider to the company.

Art.13.3. The administrator appoints and dismisses the general manager of the company, establishes their duties and remuneration.

Art.13.4. In relations with third parties, the company is represented by the sole administrator, having full powers of representation and engagement of the company, subject to the limitations imposed by law, the present Articles of Incorporation, and the General Meeting of Shareholders. As regards disposal acts, such as obtaining or granting loans, pledging or selling the company's assets, these decisions are taken by the General Meeting of Shareholders if the value of such operations exceeds 500,000 Euros. The administrator may delegate any of his powers and duties to the general manager or other persons through an express authorization. Delegation of duties includes delegation of the right to represent the company in relations with third parties, natural or legal persons, or state institutions or authorities.

Art.13.5. As of the date of this updated Articles of Incorporation, the company administrator is: Mr. [...] Romanian citizen, born on [...], in [...], County [...], residing in [...], Str. [...] No. [...], County [...], identified with ID series [...] no. [...], issued by [...] on [...], valid until [...], personal identification number [...]. I, the undersigned administrator, expressly declare that I accept the mandate entrusted to me.

Art.13.6. The mandate of the sole administrator is general, as provided by law, having full powers regarding the complete exercise of all commercial acts arising from the company's activity. This mandate can be revoked by a decision of the General Meeting of Shareholders.

Art.13.7. The administrator's mandate is for a period of 4 years and can be renewed an unlimited number of times and covers all operations required to fulfill the company's business activities.

Art.14.1. The main duties of the Administrator are:

- a. establishes the general development strategy of the company and submits it for approval to the general meeting of shareholders,
- b. sets accounting policies, the financial control system, and approves financial planning,
- c. presents the financial statements and annual report, with supporting documents, to the financial auditor at least 30 days before the date set for the general meeting of shareholders,
- d. reviews and approves the annual financial statements, profit and loss account, and financial audit report, which are submitted for approval to the general meeting of shareholders,
- e. delegates company management to one or more directors, appointing one of them as general manager,
- f. sets the duties of the directors, their remuneration, and guarantees, and decides on their dismissal,
- g. supervises the activity carried out by the company directors,
- h. establishes the organizational structure of the directors' activities by decisions,
- i. represents the company in relations with the directors,
- j. approves the company's organization and operational rules, the internal regulations, the collective labor contract, and the company's compliance policies,
- k. prepares the annual report, convenes, and organizes the general meetings of the company,
- l. implements the decisions of the general meetings of shareholders,
- m. is responsible for submitting the annual financial statements, annual report, financial auditor's report, and the minutes of the general meeting of shareholders to the Trade Register Office within 15 days from the date of the general meeting,
- n. registers with the Trade Register Office the names of the persons authorized to represent the company, stating whether they act jointly or separately,
- o. submits the request for the initiation of the company's insolvency proceedings, in accordance with Law No. 85/2006 on insolvency proceedings.

Art.15.3 The sole administrator is responsible for supervising the activities of the directors. The administrator may request information from the directors regarding the company's operations. The directors shall inform the sole administrator about the actions taken and those planned."

Art.13.3, Art. 13.7, and letters p and q from Art. 14.1 of the current version (regarding the organization and functioning of the Board of Directors) are repealed, and new numbering is applied.

Decision 3

It is approved December 18, 2024 as the registration date (ex-date: December 17, 2024) of the shareholders affected by the resolutions adopted by the Extraordinary General Meeting of Shareholders, in accordance with Art. 87 of Law 24/2017.

Decision 4

It is approved the authorization, with substitution rights, of Mr. Ovidiu Stegaru to carry out all the procedures and formalities provided by law to implement the resolutions of the Meeting, to submit and retrieve documents, and to sign on behalf of the Company in relation to the Trade Register, ASF, BVB, as well as other public or private entities.

2. Conducting the Ordinary General Meeting of Shareholders on 28.11.2024, at the first call; Adopted Resolutions

The Ordinary General Meeting of Shareholders of Firebyte Games SA was held at the first call on November 28, 2024, at 12:00 PM, in Cluj-Napoca, at 119 Calea Moșilor Street. According to the Convening Notice, individuals holding shareholder status as of the reference date, November 14, 2024, were entitled to participate and vote.

Shareholders holding a total of 21,498,948 voting shares, representing 47.7806% of the total number of voting shares in the share capital of Firebyte Games SA, attended the meeting.

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

In the presence of shareholders representing 47.7806% (21,498,948 shares) of the share capital and 47.7806% (21,498,948 voting rights) of the total voting rights, with votes *in favor* from shareholders representing 100% (21,498,948 votes) of the votes cast by those present, represented, or voting by correspondence, *against* votes from shareholders representing 0% (0 votes), and *abstentions* from shareholders representing 0% (0 votes), all items on the agenda were discussed and approved. The shareholders resolved as follows:

Decision 1

It is approved the revocation of the members of the company's Board of Directors, in accordance with the provisions of Art. 137[^]1 of Law No. 31/1990 regarding companies.

Decision 2

It is elected Mr. Grigore Chis as the sole administrator of the company for a four-year term and it is decided the remuneration.

Decision 3

It is approved December 18, 2024, as the registration date (ex-date: December 17, 2024) of the shareholders affected by the resolutions adopted by the Ordinary General Meeting of Shareholders, in accordance with Art. 87 of Law 24/2017.

Decision 4

It is approved the authorization, with substitution rights, of Mr. Ovidiu Stegaru to carry out all procedures and formalities provided by law to implement the resolutions of the Meeting, to submit and retrieve documents, and to sign on behalf of the Company in relation to the Trade Register, ASF, BVB, as well as other public or private entities.

Ovidiu Stegaru
General Manager