

*Translation from Bulgarian*

## **NON-PRESENCE DECISIONS OF THE BOARD OF DIRECTORS**

The Board of Directors of ALLTERCO JSCo., a joint-stock company incorporated and operating under the Bulgarian law, with its registered office and address of management: Sofia 1407, 103 Cherni Vrah Blvd., registered with the Registry Agency - Commercial Register under UIC 201047670, hereinafter referred to as "the Company", pursuant to Art. 30, para. 6 of the Statute of the Company and with the consent of all the members, namely: Mr. Svetlin Iliev Todorov, Mr. Dimitar Stoyanov Dimitrov and Mr. Nikolay Angelov Martinov

### **WHEREAS:**

(A) The General Meeting of Shareholders held on 29.01.2018 decided on the basis of Art. 196 of the Commercial Code for the amendment of the Statute, entered in Commercial Register and the Register of the Non-profit Legal Entities on 14.02.2018, by which authorized the Board of Directors for 5 years from the date of entry of the amendment in the Statute to increase the capital up to BGN 18,000,000 by issuing 3,000,000 new shares;

(B) By Decision No. 148 - E dated 18.02.2020, the Financial Supervision Commission in its capacity as a competent authority under Regulation (EU) 2017/1129 approved the Prospectus for public offering of shares, prepared pursuant to the Decision of the Board of Directors of 20.12.2019 and with parameters, according to the Decision of the Board of Directors of 24.01.2020 ("the Prospectus");

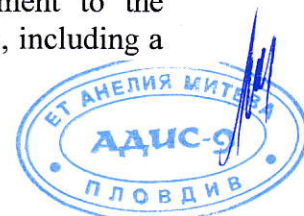
(C) By Decision No.405 – E dated 11.06.2020 the Financial Supervision Commission in its capacity as a competent authority under Regulation (EU) 2017/1129 approved a Supplement to the Prospectus dated 02.06.2020;

(D) After the date of approval of the Prospectus and the Supplement to it, a new circumstance occurred for the Company - out-of-court claim of Link Mobility Group AS to the Company - in connection with which the Financial Supervision Commission expressed an opinion on the need for drawing up a new (second) Supplement to the Prospectus, including the presentation of a consolidated version of the Prospectus with the supplements drawn up to it for the purpose of completeness, consistency and comprehensibility of the information.

### **UNANIMOUSLY DECIDED:**

#### **1. SUPPLEMENT TO THE PROSPECTUS**

The Board of Directors approves the proposed draft of a new (second) Supplement to the Prospectus for Public Offering of 3,000,000 (three million) ordinary, registered, freely transferable shares, consisting of a Supplement of a Summary, a Supplement to the Registration Document and a Supplement to the Document for offered securities, including a



consolidated version of the Prospectus in all its parts with the supplements drawn up to it and assigns to Mr. Dimitar Stoyanov Dimitrov and Mr. Svetlin Iliev Todorov, according to their representative power, to take all necessary legal and factual actions for submission of the new (second) Supplement to the Prospectus, including the consolidated version of the Prospectus in all its parts with the supplements drawn up to it for approval by the Financial Supervision Commission. Conducting the public offering, including making all necessary disclosures, notifications, registrations provided for by law and entry of the capital increase in the Commercial Register under the conditions of successful public offering, referred to in the Decision of the Board of Directors of 24.01.2020, as well as the entry of the issue of shares in Central Depository AD and in the register kept by the FSC and its admission for trading on a regulated market, as specified in the Prospectus and in the Supplements to it, to be carried out after approval of the new (second) Supplement to the Prospectus (including its consolidated version) and in accordance with the Decision of the Board of Directors of 24.01.2020 and the decisions under these Minutes. By this decision all terms and conditions specified in item 2.4 "Initial and final date, conditions and procedure for transfer of rights and for subscription of shares of the proposed new issue" of the Decision of the Board of Directors of 24.01.2020, are amended respectively in accordance with the approved by these minutes new (second) Supplement to the Prospectus and its consolidated version in all its parts.

## **2. CONSENT FOR NON-PRESENT DECISION-MAKING**

By his signature below, each member of the Board of Directors confirms that he has read this document beforehand, has received the necessary written materials pertaining to the decisions adopted here, and agrees to their non-present adoption.

These non-present decisions of the Board of Directors are valid only if they are signed by all members of the Board of Directors of the Company and enter into force from the date of the last signature.

These non-present decisions may be signed in multiple copies with identical content, without the need for all members of the Board of Directors to sign on the same copy. A combination of copies with identical content having the signatures of all members of the Board shall be considered to be a valid document and shall have the same force as if all the signatures were to be affixed to a single copy.

It is also permissible to sign these Non-Present Decisions electronically with a qualified electronic signature under the Electronic Document and Electronic Signature Act.

Members of the Board of Directors:

/sign.ill./ Mr. Svetlin Iliev Todorov                      Date: 30.07.2020

/sign.ill./ Mr. Dimitar Stoyanov Dimitrov              Date: 31.07.2020

/sign.ill./ Mr. Nikolay Angelov Martinov                Date: 31.07.2020

*I, the undersigned Aneliya Ivanova Miteva, hereby certify the truth of the translation made by me from Bulgarian language to English language of the enclosed document – Non-Presence Decisions of the Board of Directors. The translation consists of 2 (two) pages.*

Translator:

Aneliya Ivanova Miteva

