



DEED OF RECORD (*proces-verbaal*)

On the eighteenth day of May two thousand and twenty-one as of two hours post — meridian, I, Lucien Rikkinus Lambertus Spijkervet, deputy civil law notary, — deputising for Dirk-Jan Jeroen Smit, civil law notary, officiating in Amsterdam, the — Netherlands, attended the annual general meeting of shareholders of **Digi** — **Communications N.V.**, a public company with limited liability (*naamloze* — *vennootschap*) incorporated under the laws of the Netherlands, having its official — seat in Amsterdam, the Netherlands, its corporate office address at 75 Dr. Nicolae — Staicovici, Forum 2000 Building, fourth floor, fifth District, Bucharest, Romania, — and registered with the trade register of the Dutch Chamber of Commerce under — number 34132532 (the *Company* and *Digi*), held at the offices of Freshfields — Bruckhaus Deringer LLP, Strawinskylaan 10, 1077 XZ Amsterdam, the Netherlands (the *Meeting*), with the purpose of taking notarial minutes of the Meeting. —

I, Lucien Rikkinus Lambertus Spijkervet, deputy civil law notary, deputising for — Dirk-Jan Jeroen Smit, civil law notary aforementioned, have recorded the following:

1. Opening. —

I, Lucien Rikkinus Lambertus Spijkervet, deputy civil law notary, as chairman of — this Meeting (the *Chairman*), on behalf of the board of directors of the Company — (the *Board of Directors*), opened the Meeting at two hours post meridian and — welcomed all present. I informed the Meeting that in light of the still continuing — public health risks caused by the COVID-19 pandemic and the restrictive measures — implemented in the Netherlands and elsewhere concerning the gatherings of people, — the Company had recommended that its shareholders would not attend the annual — general meeting of shareholders in person and that they would cast their votes by —



proxies. I noted that moreover due to the mentioned restrictive measures, the Company had decided to organize the meeting in a hybrid form, having the chairman and the secretary of the Company be present at the place of the meeting, while the rest of the participants were able to participate via conference to the meeting.

The **Chairman** noted that because of these special circumstances at the Amsterdam offices of Freshfields Bruckhaus Deringer LLP (the place established for the meeting) besides the Chairman, present in person was Mark Maarschalkerweerd of Freshfields Bruckhaus Deringer LLP, Amsterdam office, who was formally appointed secretary for this Meeting by the **Chairman** and had also been empowered by class A shareholders to cast the vote at the meeting, as well as by the class B shareholders via the substitution power of attorney granted to him by Andra Gunescu, the Company Secretary. Notarial minutes would be made of the Meeting. The **Chairman** further noted that via videoconference were present:

- the members of the Board of Directors;
- the external auditors Michel Vader and Gauwe Bloetjes of Ernst & Young Accountants LLP, the Netherlands, to answer any questions relating to the report on the fairness of the financial statements tabled under agenda item 2c;
- Smaranda Streanga, Co - Chief Financial Officer of the Company;
- Dan Ionita – Co – Chief Financial Officer Company;
- Madalina Elena Lungu, legal advisor of the Company; and
- Andra Gunescu, lawyer of the Company.

The **Chairman** further noted that the Meeting would be held in English and that the convocation for the Meeting had been published on the Company's website on the sixth day of April two thousand and twenty-one and the Meeting had been convened in accordance with the legal and statutory requirements.

At the record date of the Meeting, the twentieth day of April two thousand and twenty-one, the Company had a total issued share capital of six million eight hundred ten thousand and forty-two euros and fifty-two eurocents (EUR 6,810,042.52), consisting of sixty-four million five hundred fifty-six thousand and twenty-eight (64,556,028) Class A shares, each share having a nominal value of ten eurocents (EUR 0.10) and consisting of thirty-five million four hundred forty-three thousand nine hundred and seventy-two (35,443,972) Class B shares, each share having a nominal value of one eurocent (EUR 0.01).

At the record date for the Meeting, the Company held four million four hundred nine thousand three hundred sixty-one (4,409,361) Class A shares, each share having a nominal value of ten eurocents (EUR 0.10) and eight hundred seventy-one thousand and seven hundred twenty-six (871,726) Class B shares, each share having a nominal value of one eurocent (EUR 0.01) in its own share capital. According to Dutch law and the articles of association of the Company, the shares held in treasury



by the Company will not be taken into account in relation to the quorum of the meeting and the Company cannot cast votes on these treasury shares.

According to the attendance list sixty million one hundred forty-six thousand six hundred sixty-seven (60,146,667) Class A shares and nine million five hundred and nine thousand four hundred thirty-three (9,509,433) Class B shares, constituting seventy-three point fifty-four (73.54 %) of the issued and outstanding shares in the capital of the Company excluding the shares held in treasury by the Company were present or represented at the Meeting. The total number of voting rights at the Meeting amounts to six hundred ten million nine hundred seventy-six thousand and one hundred and three (610,976,103). The secretary for the Meeting, Mark Maarschalkerweerd, had been granted with proxies and voting instructions representing six hundred ten million nine hundred seventy – six thousand and one hundred and three (610,976,103) votes.

The **Chairman** noted that due to the situation around the COVID-19 pandemic and the Company's recommendations, the shareholders had been given the opportunity to address questions in writing, prior to the meeting. However, the **Chairman** informed the Meeting that there had not been registered any questions until the twenty-seventh day of April two thousand and twenty-one, as mentioned on the Company's website published on the sixth of April two thousand and twenty-one. Voting would take place orally and Mark Maarschalkerweerd as secretary of the Meeting would announce the votes against and the abstentions regarding the items on the agenda. The **Chairman** further noted that agenda items would be discussed in accordance with the order of the agenda of the meeting. Agenda sub-items would be discussed in sequence. If in relation to agenda items questions would arise which could not immediately be answered by him or any other director, the **Chairman** mentioned that he may had to park such question until he had closed the discussion on that agenda item.

The **Chairman** turned to item 2 of the agenda, noting that the annual report two thousand and twenty had been made available on the website of the Company and at the Company's office as from the sixth day of April two thousand twenty-one, the date at which the convocation for the Meeting was published.

The **Chairman** continued and mentioned that the first sub-item 2(a) concerned the board report two thousand and twenty, which agenda sub-item would be a discussion item only and would not be voted. For this agenda item, the **Chairman** passed to Mr. Serghei Bulgac, the chief executive officer of the Company, to give a short presentation on the main activities and results of the Company during two thousand and twenty.

Mr. **Bulgac** started by thanking the shareholders and other attendees for joining the Meeting and said that during two thousand and twenty, everyone had experienced a period of rapid and multiple realignments, facing an unprecedented health crisis. Connectivity solutions had proven to be vital for the continuity of private and public sectors. Despite challenging environment, Digi had managed to turn the year two

