

DIRECTOR'S REPORT FOR 2021

Softbinator Technologies S.A.,
companie listată pe piața
SMT-AeRo a Bursei de Valori
București.

BVB: CODE

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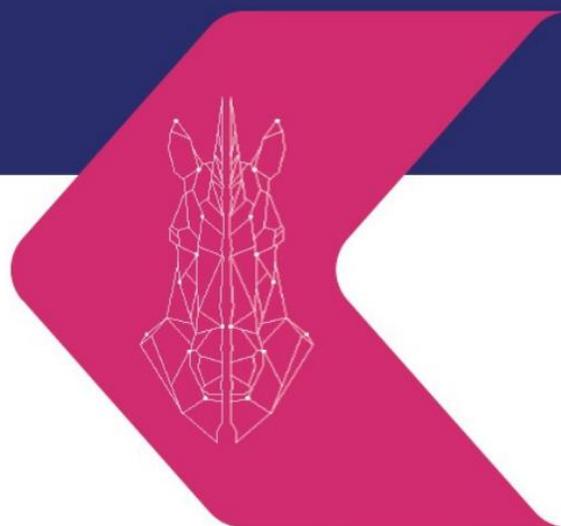


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ISSUER INFORMATION

Name	Softbinator Technologies SA
Fiscal Code	RO 38043696
Trade registry number	J40 / 13638/2017
Registered office	Str. Nicolae Filipescu 39-41, 3rd floor, Bucharest

INFORMATION ABOUT FINANCIAL INSTRUMENTS

Subscribed and paid-up share capital registered with the Trade registry	RON 102,669
Subscribed and paid-up share capital registered with the Central Depository	RON 100,000
Market on which the securities are traded	SMT-AeRO Premium
Total number of shares registered in the trade register	1,002,669
Total number of shares registered with the Central Depository	1,000,000
Total voting rights	1,000,000
Symbol	CODE

CONTACT DETAILS FOR INVESTORS

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The preliminary financial statements as of December 31, 2021 presented in the following pages are **audited**.

MESSAGE FROM THE CEO

Dear shareholders,

2021 was an extremely important one in the evolution of the company, and the interest shown by the investors who participated in the private placement and who continues to be with us and about three months since the CODE shares started on the AeRO market of the Bucharest Stock Exchange motivates us to continue accelerating development and becoming a major player in the global software development services market.

At the same time, the year 2021 meant for Softbinator the leap from the stage when we were an IT company to the current stage, when we are in the center of a group of companies that complete and expand the services we offer, the transition from what we were to what we can become.

In this regard, we have been active in expanding our expertise and customer portfolio by acquiring stakes in technology companies, such as the recruitment company TechMind (Simple Systems SRL) (25%), the product design agency Ixperi (Ixperi Product Design SRL) (75%), WiseUp (Wise Tech Unit SRL), specialized in the delivery of digital products, with strong expertise in NodeJS and ReactJS (100%) and Crave (Yummydiet Coaching SRL) (10%), a platform smart nutrition and well-being.

In 2021, Softbinator Technologies recorded a consolidated turnover of 19.1 million lei, a gross profit of 4.7 million lei and a net profit of 3.3 million lei. These results confirm the budget we published in the listing memorandum.

Thus, four years after the launch of the company, we have registered an accelerated growth every year, crowned by listing on the Bucharest Stock Exchange. With new well-known Romanian entrepreneurs, such as Andrei Pitiş and Andrei Cionca, we will continue to develop our business in 2022. We are an IT company that has already gone beyond the patterns of classic outsourcing and we focus on developing products and providing complete services to customers. Our - Consulting, UI / UX Design, Development and Testing. This approach has brought us recurring clients and taken us out of the area of limited-term projects, delivered and delivered on a turnkey basis.

We are extremely optimistic and looking forward to what 2022 has in store for us and will make every effort to deliver on the results we promised our shareholders in the listing memorandum. While from the current activity we generated results that exceed what we set out to do, we point out that the structuring of the private placement as a sale of shares led to the situation where, although the operation did not generate profit, the amount obtained from the placement will be taxed at profit tax rate, respectively 16%.

Even considering this circumstance, we maintain our budget estimates for 2022, at the level of the memorandum: consolidated turnover 26.7 million lei and net profit of 5.4 million lei. We also provide our shareholders with the detailed BVC, available on our website 30 days in advance of its submission for approval at the General Meeting of Shareholders on April 13 - both in person and via eVOTE.

Also, in 2021 we doubled the number of recurring customers, we intensified sales in the USA, Israel and Western Europe, the most important markets in which we operate. We have added 9 new recurring clients to our portfolio, and at the group level we have 11 new recurring



clients through WiseUp and Ixperi. In addition, we've expanded our DevOps team to launch a new cloud-based cloud migration service.

Our customers are Fortune 500 companies, *unicorn entities* and innovative startups for which we develop core solutions and build technology from scratch - without integrations, CMS implementations, simple cosmetics and customization of existing tools and solutions. We also continue to develop our own product - Softbinator Magic Stack - a suite of libraries and components built and maintained by us, through which we develop faster and more secure customer solutions. This approach can also be found in major global software vendors, such as IBM and Accenture.

IT&C INDUSTRY PERSPECTIVES

After the explosion of the Cloud Computing and Big Data era, cutting-edge technology is now and in the future focusing on three major development directions: Artificial Intelligence, Blockchain, and soon Quantum Computing. Our teams have the necessary knowledge in all three areas. In terms of Artificial Intelligence, we are developing more and more solutions based on this technology. In the Blockchain segment we are one of the most important developers, and this year we will build a special division dedicated to this field and we will launch new services for both the crypto market and for the blockchain applied in the area. non-crypto. The Quantum Computing area is in an incipient phase, but we are already following closely and with interest the evolution of the field and we will certainly be among the first to develop solid solutions in this direction. At the same time, given the Metaverse phenomenon that appeared during 2021, we are already prospecting customers interested in developing such solutions.

DEVELOPMENT PLANS IN 2022

At the end of 2021, we started operations to expand our company's presence on the US market. In October, I went with Andrei Pitiş, Chairman of the Board of Directors, to San Francisco, Palo Alto and Mountain View, where I founded several partnerships for the company. As a result of these meetings and the opportunities presented, this year we will open a Softbinator Technologies office in Silicon Valley. More importantly, if in 2020 our business depended on a number of resellers in this market, in 2021 we concluded contracts directly with customers, eliminating the risk generated by the concentration of sales and we aim to maintain this trend this year as well.

In 2022, we will also strengthen our partnerships in the Israeli market, a market in which the field of technology is estimated to have exceeded the 20% contribution to GDP. There are more unicorn and technology companies listed on the US stock market than in all of Western Europe combined. In this country, our dependence on resellers has decreased considerably in 2021 compared to 2020, by concluding contracts directly with customers .

In terms of M&A activity, this year we are considering two such transactions. We are pleased with the high interest shown by the representatives of the companies with which we started discussions, and this is due to the fact that we are a public company with significant long-term development plans.

Starting with 2022, we have a business development department dedicated to the blockchain field. Our CTO, Marius Băisan, coordinates the activity of the department and we aim to generate revenues that represent 10% or more of the turnover from blockchain solutions. Moreover, given that the blockchain world, especially the crypto area, is mainly financed with cryptocurrencies, we want to identify solutions that allow us to be among the first blockchain providers to accept payment with such coins (stable coins).

All this year we plan to build the first Innovation Board of a listed technology company in Romania. This committee will be made up of experts in the field, university professors and

researchers, their role being to keep us connected to everything that deserves to be addressed before it becomes a trend.

TALENT ATTRACTION AND RETENTION

In our field of activity there is a permanent shortage of software engineers, compared to the substantial demand for product development. Therefore, attracting and retaining the most talented people in the industry remains a strategic direction for us and one in which we will continue to invest heavily.

During 2021, the human resources department continued to grow and, in this regard, we had an excellent collaboration with TechMind, a recruitment company specialized in this market. Thus, through direct recruitment and M&A activity, in 2021 our team has grown by 41 new colleagues compared to 2020. Currently, we have a Softbinator Technologies team that at a consolidated level consists of over 100 colleagues.

In 2020, our company ranked fourth in the top of the companies preferred by employees, according to undelucram.ro, and in 2021 we were ranked third. It is a performance, we being the only employer that has survived and he even went up in the top for the last two consecutive years. Also last year, we started an internship program, Softbinator Labs, through which we organize practical workshops. The mentors in the company share their experience with the students and help them to develop applied projects over several weeks. At the end of the program, the students with the best results become our colleagues. In 2021, we had 50 participants in the program out of over 1,000 enrolled.

We continued to be with the partner Faculties and Universities and, in order to understand the extent of our involvement, at the Faculty of Mathematics and Informatics we held, in the first semester of the academic year 2021-2022, courses and laboratories with other invited companies. The remarkable thing was that out of the six invited companies, we had more than twice as many hours as all the other five companies put together - 22 hours Softbinator vs. 10 hours the other companies together.

Through our NGO, Softbinator Foundation, continued the series of Talks by Softbinator events, in which the Romanian programming community participates. The meetings were organized both online and in physical format. In its nearly nine years of existence, the Softbinator Foundation has organized 158 such events.

The success of our company has been and will be built thanks to the efforts, work and creativity of our employees and collaborators. I would like to thank them for their involvement, for their examples of professionalism and dedication. Hundreds of thousands of hours of coding, testing and consulting were delivered with one thought in mind: innovation through cutting-edge technology. Simple and comprehensive: we continue to CODE for humanity!

Daniel ILINCA
CEO

ABOUT SOFTBINATOR TECHNOLOGIES

BRIEF HISTORY

Softbinator Technologies SA is a Romanian company with accelerated growth in recent years (doubling the numbers between 2017-2020), which provides software development services using cutting-edge technologies with a strong focus on Blockchain, Artificial Intelligence and DevOps. The company's services and products are used globally, both by startups, SMEs, unicorns, and Fortune 500 customers with whom we build complex teams that adhere to the Agile methodology. The profile of the organization is oriented towards product development, which is appreciated for its ability to deliver results quickly.



Softbinator Technologies forms Agile teams (Scrum or Kanban) for its customers, constantly measuring and improving its performance. Basically, the company focuses on the 3 principles of Scrum (the most popular Agile framework): inspection, transparency and adaptability, and we build solutions for various industries using best practices in software engineering, state-of-the-art technologies and newer tools. In recent years, the company has focused on blockchain (both the cryptocurrency area, but especially blockchain as a solution to improve confidence in systems and applications outside the monetary sphere) and artificial intelligence (artificial vision - computer vision and machine learning). - machine learning).

The company was originally founded in the legal form of a limited liability company, on 28.07.2017, under the name Cornerstone Holdings. In January 2020, the company was renamed Softbinator Technologies SRL, and on 24.08.2020 (the date of admission of the operation to the Trade Register) it was transformed into a joint stock company (SA).

Prior to the listing, following a private placement, which began on September 28, a total of 100,000 shares, respectively 10% of the company's share capital, were sold to investors at a price between 50 and 60 lei per share. The placement was attended by 143 individual and professional investors, and the offer was closed in advance on the first day, amid an oversubscription of almost 8 times, the investors placing orders with a total value of over 49 million lei. The final price per share was set at the maximum value of 60 lei.

The shares of Softbinator Technologies (CODE) were admitted to trading on the SMT segment of the Bucharest Stock Exchange on 17.12.2021.

DESCRIPTION OF THE COMPANY'S ACTIVITY

Softbinator Technologies SA is a software development company specializing in the design, development and marketing of innovative products with customers in the US, Europe (UK, Germany, Romania), the Middle East (Israel, Kuwait) and Asia (Singapore). Currently, Softbinator Technologies has approximately 100 employees and collaborators who carry out their activity both in the headquarters in Bucharest and in Constanța.

The Softbinator concept has taken shape since 2011. The company wants to prove that Romanian programmers are one of the most important forces of digital transformation. Softbinator's motto is: "We build tech for humanity"

Softbinator Technologies provides services to customers in a variety of fields, such as education, lifestyle / medical and healthcare, e-payments, e-commerce and marketplaces, online gaming, digital banking (including crypto), Internet of Things (IoT) or automotive, with a strong focus on cutting-edge technologies such as Blockchain, Artificial Intelligence and DevOps.

Beyond the business activity, the Company supports and collaborates with the Softbinator Foundation, a non-profit organization through which it has built and maintained the "Talks by Softbinator" community, which has been consolidating the company's employer brand for almost 10 years. Through the community, the longest-running series of meetings / conferences events for programmers in Romania was organized: over 150 editions with over 300 local and international speakers.

EXPERIENCE

The company is present and provides services for two of the most powerful technology hubs, the USA and Israel. If in previous years the services were delivered to customers in these areas, lately, in addition to the strong consolidation in these markets, the company has attracted customers from new regions - ASIA - Singapore, UK and Germany.

As for the industries for which the company is involved in product development, Softbinator Technologies continues to deliver web and mobile solutions for digitizing the education process, lifestyle / medical and health, e-payments, e-commerce, online gaming and ticked areas unexplored in previous years through digital banking (including crypto), Internet of Things (IoT), Automotive, while also exploring a new vertical in e-commerce expertise: marketplaces. The company focuses on blockchain technology and the growth of know-how in solutions based on artificial intelligence, thus continuing the direction in recent years to stay very close to areas with high potential and where it can innovate rapidly. This strategy of addressing only customers who are software-dependent and in turn delivers technology to end users as a business model has not only maintained a secure position of accelerated growth, but pushed the company out of the risk of being affected. the negative effects of the pandemic.

In terms of technical expertise, in addition to the constant consolidation and migration to the latest stable versions of technology stacks already used in recent years (Java, .NET / C #, PHP, NodeJS, Python, React, Angular, MySQL, SQL Server, Oracle, MongoDB, NodeJS, Kotlin, Swift, ReactNative), new languages, technologies and architectural approaches have been

added to the skills matrix of internal teams. Some mentions in this direction would be: Flutter (an alternative launched by Google, already mature and with a high adoption for the development of mobile cross-platform solutions); Golang (modern language that has recently become very popular with the speed with which web services / microservices can be developed); Solidity and Python for blockchain / crypto (creation of smart contract-based solutions using Ethereum, scalable solutions that serve real-time cryptocurrency exchange); IoT (fault-tolerant architectures, real-time communication with WebRTC).

Softbinator Technologies also established the details of a new collaboration protocol with Supreme Technologies' most significant partner (reseller), with which it will consolidate its position in one of the most effervescent markets for global technology players - the market. from Israel. The collaboration is set to take place through a joint venture (JV), with the Israeli partner already agreeing in a separate contract to purchase services worth at least \$1 million from Softbinator over the next 15 months.

COMPLETE PORTFOLIO OF PRODUCTS AND SOLUTIONS



UX / UI
Design



Software
Development



DevOps
Process



Agile
Testing



Consultancy
Services



UI/UX design based on Design Thinking, Agile and Rapid Prototyping

Softbinator focuses on rapid prototyping and then continuous refining, from wireframing to high fidelity design. Every time a solution is started from scratch, the company always makes sure that it realizes the architecture, tests the concept and designs the prototype before writing code, in order to be as efficient as possible in terms of time and cost. In general, the steps that the Issuer follows in terms of UI / UX construction are:

- Introduction
- Discovery & research
- Creating the concept
- Rapid prototyping
- Feedback and refining collection

Software development, DevOps and consulting

The issuer forms Agile teams (Scrum or Kanban) for its customers, constantly measuring and improving its performance. Basically, the Company focuses on the 3 principles of Scrum (the most popular Agile framework): inspection, transparency and adaptability and builds solutions for various industries using best software engineering practices, state-of-the-art technologies and the most new tools. In recent years, the company has focused on blockchain (both the cryptocurrency area, but especially blockchain as a solution to improve confidence in systems and applications outside the monetary sphere) and artificial intelligence (artificial vision - computer vision and machine learning).

In terms of DevOps, in order to adapt to the market as quickly as possible, the applications have grown a lot in complexity and the growth achieved at the best possible cost has become an extremely important factor. While the company ensures quality, it builds the most stable environment for development to allow for constant feedback and to ensure that critical issues (bugs) are filtered very well and automatically before allowing the code to reach the court. production, the one accessed by the end user. The company is an expert in integrating with cloud providers such as Azure, AWS or the Google Cloud Platform.

According to the Cynefin Framework (a system invented by Dave Snowden (IBM) to make decisions easier), in the world of software development, there are four types of problems (simple, complicated, complex and chaotic). The company comes to the aid of customers with the best approaches to eliminate chaotic requirements and uses divisive and conquest techniques (Divide et Impera) to reduce complex situations to simple ones. From identifying the right technologies to integrating with the best solutions already built, the Company's goal is to help customers reduce costs, improve quality and come up with the best scalable products in the long run. The Consultant Issuer's services also include training to improve the expertise of its clients in various technical topics (Development, DevOps, Infrastructure, UI / UX), project management (implementation of Agile best practices), lean and creative thinking (design thinking).

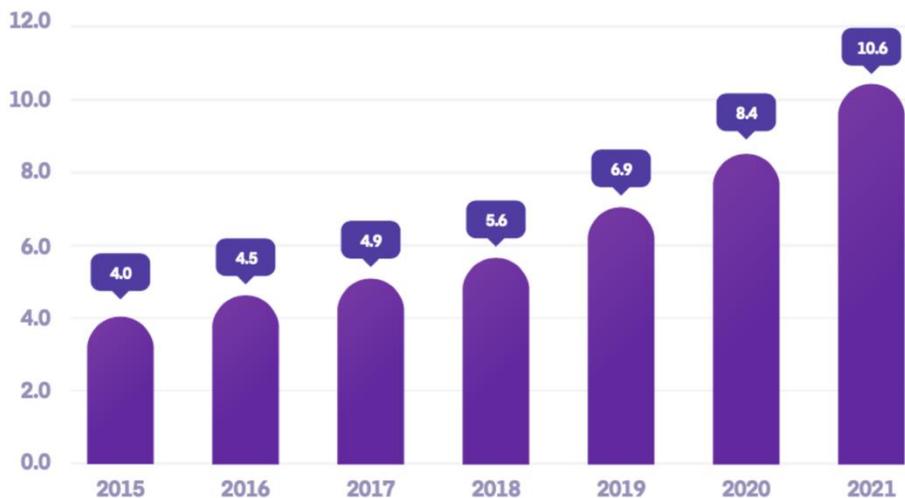
- Blockchain
- Artificial intelligence
- DevOps
- RPA
- Web applications (cloud-based)
- Desktop applications (Windows, MacOS) Mobile applications (native and cross-platform)
- Trainings.

Software testing

When it comes to quality, the company considers testing to be at least as important as writing lines of code. Thus, during this stage, the Agile test dials are tracked (the company ensures quality from the perspective of developers, customers, end users and in terms of performance) and solutions are generated for all phases:

- Manual (according to ISTQB standards)
- Automatic (Selenium, Uipath)

calculations based on updated data and estimates from the INS reports on the growth rate of turnover in the area of IT services and information technology in 2020 and 2021 to At present, the software and services industry in Romania has grown steadily by about 0.4 billion euros annually between 2015 and 2017, instead of 2018 the growth has started to be higher, with an increase of 90% for the period 2018-2021, starting at 4 billion euros in 2015 and reaching 10.6 billion euros in 2021.



Note: The values from 2015-2017 are taken from the ANIS Study 2019. The values from 2018 - 2019 are calculated by Softbinator Technologies on the same formula, with updated data provided by INS upon request. The values for 2020 - 2021 are estimated based on the INS Press Releases.

According to estimates, Softbinator Technologies had a market share of 0.031% in 2021, similar to that of 2020.

DIFFERENTIATION AGAINST COMPETITION

Development of products with state-of-the-art technologies, including Blockchain or Artificial intelligence.

Well-developed strategies for employee branding and attracting talent, which allow attracting talent within the company.

Close relations with the profile universities and involvement in the education of programmers. In the 1st semester of the academic year 2021-2022, Softbinator employees taught a number of 22 hours / week to the students of the University of Bucharest.

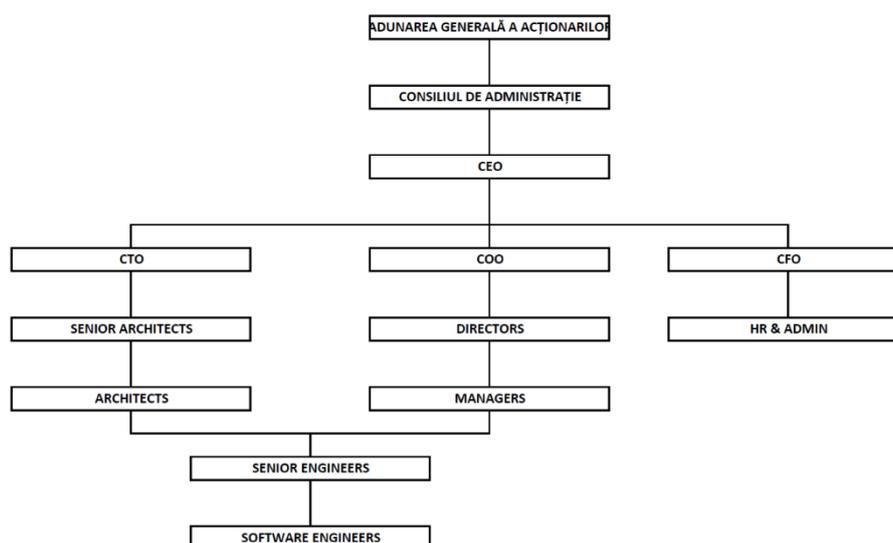
Providing a complete package of software development solutions, including: UI / UX (via Ixperi), Product Management, Development Teams, QA.

EMPLOYEES

At the end of 2021, Softbinator Technologies SA had 61 employees and 11 subcontractors. On average, 88% of the company's employees are software developers. The company's employees are not organized in a union, but a collective bargaining agreement has been negotiated and signed. The company also outsources part of its activities to independent subcontractors.

Year	Average no. of employees (consolidated)	Contractors / resources from subcontractors (consolidated)	Total
2018	11	11	22
2019	22	13	35
2020	51	19	70
2021	67	36	103

The organization chart of Softbinator Technologies SA is available below:



DIRECTORS AND EXECUTIVE TEAM

The company is managed by a Board of Directors, consisting of 3 elected members with a term of 4 years. At the time of writing, the Board of Directors of Softbinator Technologies SA consists of the following members:

Simple Advisers SRL, represented by Andrei Pitiș - Chairman of the Board of Directors

Andrei Pitiș, Chairman of the Board of Directors, is one of the most well-known entrepreneurs and investors in the Romanian IT industry. Throughout his professional career, Andrei Pitiș has worked in various technology companies. In 2013 he founded Vector Watch, a startup that produced and launched the first Romanian smartwatch, later acquired by the American company Fitbit. Following this transaction, Andrei Pitiș held the position of VP of Engineering for two years and the position of VP Product at Fitbit for two years and respectively coordinated the company's office in Bucharest (Romania) and teams from the offices in San Francisco, Boston and Minsk. After leaving the American company, in August 2020, Andrei Pitiș is 100% dedicated to programs to support tech start-ups and personal investments in technology.

The mandate of Simple Advisers SRL started on 19.11.2020 and is concluded for a period of 4 years, until 18.11.2024.

Ownership percentage: Andrei Pitis holds 8.085% of the share capital of Softbinator Technologies through Simple Capital SRL.

Remuneration: In 2021, the amount of remuneration paid and benefits in kind granted by the Issuer to Andrei Pitis represent:

- Gross remuneration in the amount of RON 30,000
- Other benefits: liability insurance (under contract)

Additional information, according to legal regulations:

- At present, Andrei Pitis is the administrator of Simple Capital SRL, Simple Advisers SRL, Pentesttools SRL, and is actively associated in Simple Capital SRL, with a participation of 80.35%, and in Simple Advisers SRL, where he has a 100% participation. Simple Capital SRL is associated in a number of companies, having the following relevant holdings: Simple Systems SRL (22.5%), Perceptum Concept SRL (20%), Pentesttools SRL (15%), Keep It Mobile Development SRL (15%).
- For the past 5 years, Andrei Pitis has not been banned by a court from serving as a member of the board of directors or supervisor of a company.
- In the last 5 years, there have been no cases of insolvency, liquidation, bankruptcy or special administration of some companies, of which the board of directors or supervisors should include Andrei Pitis.
- Andrei Pitis has no professional activity that competes directly with that of the issuer and is not part of any agreement, understanding or family relationship with a third party due to which he would have been appointed administrator.

DCI Management SRL, represented by Daniel Ilinca - Vice President of the Board of Directors

Daniel Ilinca is one of the most active IT entrepreneurs in Romania. He is a graduate of the Faculty of Mathematics and Computer Science at the University of Bucharest and an EMBA Master at Tiffin University in Ohio, USA. Forbes 30 under 30 graduate in 2017, nominated for Entrepreneur of the Year at the EY Gala in 2021, included in the catalog of the best young managers in 2021 by Business Magazine, Daniel represents the IT industry at the highest level, being twice elected member the board of directors of ANIS (Association of Employers of the Software and Services Industry) - an organization with a history of over 20 years, representing over 150 IT companies operating in Romania.

The mandate of DCI Management SRL started on 15.04.2021 and is concluded for a period of 4 years, until 14.04.2025.

Ownership percentage: Daniel Ilinca holds 46,264% of the share capital of Softbinator Technologies.

Remuneration: In 2021, the amount of remuneration paid and benefits in kind granted by the Issuer to Daniel Ilinca represent:

- Gross remuneration in the amount of RON 25,000
- Other benefits: liability insurance (under signature).

Additional information, according to legal regulations:

- Currently Daniel Ilinca is actively associated in companies / associations: Logos Classical Education SRL (37.5%), DCI Management & Investments SRL, being also the administrator of the latter (100%).
- For the past 5 years, Daniel Ilinca has not been banned by a court from serving as a member of the board of directors or supervisor of a company.
- In the last 5 years, there have been no cases of insolvency, liquidation, bankruptcy or special administration of some companies, of which Daniel Ilinca is a member of the board of directors or supervisor.
- Daniel Ilinca has no professional activity that competes with that of the issuer and is not part of any agreement, understanding or family relationship with a third party due to which he would have been appointed administrator.

Ivylon Management SRL, represented by Cristian Logofătu - Member of the Board of Directors

Cristian Logofătu is one of the co-founders of Bittnet, a group of IT companies listed on the Main Market of the Bucharest Stock Exchange. Cristian has a degree in Finance from the Academy of Economic Studies in Bucharest and a master's degree in Computer Networking from the University of Bucharest. In 2019, Cristian Logofătu was included in the catalog of 100 Top Young Managers published by Business Magazin magazine. Cristian's experience is relevant to us not only in terms of the capital market, but especially in the area of accelerated growth of an IT start-up, the organization of internal processes and sales teams, in the context of rapid business scaling.

The mandate of Ivylon Management SRL started on 15.04.2021 and was concluded for a period of 4 years, until 14.04.2025. On 22.12.2021, the Company concluded with Mr. Cristian LOGOFĂTU , as a representative of the company Ivylon Management SRL in the Board of Directors of Softbinator Technologies SA, an agreement regarding the termination of the mandate contract. Thus, starting with December 22, 2021, Ivylon Management SRL no longer holds the quality of member in the Board of Directors of the Company.

Ownership percentage: During the term of office of the administrator, Cristian Logofătu did not hold shares in Softbinator Technologies.

Remuneration: In 2021, the amount of remuneration paid and benefits in kind granted by the Issuer to Cristian Logofatu represent:

- Gross remuneration in the amount of RON 20,000
- Other benefits: N / A

Additional information, according to legal regulations:

- Currently Cristian Logofătu is a director of Ivylon Management SRL, a member of the Board of Directors of Bittnet Systems SA, and Bittnet Systems SA has shares in Elian Solutions SRL (51%), Equatorial Gaming SA (99%), Dendrio Solutions SRL (100%), The E- Learning Company SA (23%), ISEC Associates SRL (69.99%) Computer Learning Center SRL (100%), Nenos Software (60.97%), Nonlinear SRL (69%), IT Prepared SRL (50.2%).
- Ivylon Management SRL is an administrator of The E-Learning Company SA and It is President Board of Directors of Bittnet Systems SA

- In the last 5 years, Cristian Logofătu has not been banned by a court from acting as a member of the board of directors or supervisor of a company.
- In the last 5 years, there have been no cases of insolvency, liquidation, bankruptcy or special administration of some companies, of which the boards of directors or supervisors should include Cristian Logofătu.
- Cristian Logofătu has no professional activity that competes directly with that of the issuer and is not part of any agreement, understanding or family relationship with a third party due to which he would have been appointed administrator.

Impetum Management SRL, represented by Andrei Valentin Cionca - Member of the Board of Directors

Andrei Valentin Cionca is one of the most active members of the investment environment in Romania, being CEO of Impetum Group, Founder of ROCA X Start-up, Co-founder and member of the Board of Directors of ROCA Platform and Co-founder and Chairman of the Board of CITResources.

Remuneration Andrei Cionca was appointed a member of the Board of Directors on 07.02.2022, until 16.04.2025, therefore he did not receive any remuneration in 2021.

Additional information, according to legal regulations:

- **Impetum Management SRL** is associated in: CIT Restructuring SRL (100% participation), Roca Management SRL (with an 80% participation), Agista Management SRL (80% participation), Roca X Management SRL (100% participation), Impetum Property Management SRL (100% participation).
- For the past 5 years, Andrei Cionca has not been banned by a court from serving as a member of the board of directors or supervisor of a company.
- In the last 5 years, there have been no cases of insolvency, liquidation, bankruptcy or special administration of some companies, of which the board of directors or supervisors should include Andrei Cionca.
- Andrei Cionca has no professional activity that directly competes with that of the issuer and is not part of any agreement, understanding or family relationship with a third party due to which he would have been appointed administrator.

Affiliated parties to Mr. Andrei Cionca are:

FUNCTION	%	COMPANY
ASSOCIATE	53	SAVRON INVEST SRL
ASSOCIATE	50	REAL ESTATE SPECIALIST SRL
ASSOCIATE	50	INSPIRE CENTER SRL
ASSOCIATE	20	SILVER BISTRO SRL
SHAREHOLDER AND ADMINISTRATOR	28.75	IMPETUM INVESTMENTS SA
ASSOCIATE	50	EUROCONSULT SMART S PARTNER SRL
ASSOCIATE	73	EUROCONSULT SRL
ASSOCIATE	34	CONSULTANTA ANDREI & ANDREI SRL
SHAREHOLDER	30	EUROCONSULT LICHIDARI SA
ASSOCIATE	55	INSOLV CENTER SRL
ASSOCIATE	28	BUSSINES CLUB SRL
ASSOCIATE	35	BRONZE BUSINESS CENTER SRL

ASSOCIATE	35	SILVER BUSINESS CENTER SRL
ADMINISTRATOR		CITY OF MARA UNU SA
ASSOCIATE REPRESENTATIVE LEGAL ENTITY		BEEZ SOFTWARE SRL
ASSOCIATE REPRESENTATIVE LEGAL ENTITY		PROPTECH CORP SRL
ADMINISTRATOR		REAL ESTATE RESOURCES SRL
ADMINISTRATOR		NPL RESOURCES SRL
ASSOCIATE	15	CONSULTANTA ANDREI & ANDREI SRL
ASSOCIATE	15	SILVER BUSINESS CENTER SRL
ASSOCIATE	15	CONSULTANTA ANDREI & ANDREI SRL
ASSOCIATE	45	OMNIA EXPERT SRL
ASSOCIATE	15	SILVER BUSINESS CENTER SRL

The executive team consists of the following people:

Daniel Ilinca - CEO / General Manager

Marius Băisan - CTO

Marius Băisan, a true technology enthusiast, since his childhood. His first interactions with software engineering were the development of web applications for Nokia phone browsers. His passion for technology helped him quickly acquire skills for the development of complex software solutions, quickly becoming an architect. He was thus a key figure in coordinating the architectural processes of widely used software products. Over time, he has developed extensive expertise in areas such as DevOps, Blockchain, Smart Contract Auditing, reaching the role of Innovation Manager and later VP of Technology.

It currently operates as the CTO of Softbinator Technologies and is essential, through its vast experience, to maintain the company and its products at a high level of innovation, efficiency and quality.

Ownership percentage: Marius Băisan holds 4.5% of the share capital of Softbinator Technologies

Additional information, according to legal regulations:

- For the past 5 years, Marius Băisan has not been banned by a court from serving as a member of the board of directors or supervisor of a company.
- In the last 5 years, there have been no cases of insolvency, liquidation, bankruptcy or special administration of some companies, of which the board of directors or supervisors should include Marius Băisan.

Alexandru Dianu - COO

Alexandru Dianu, passionate about technology, but also about the entrepreneurial area, was attracted to the field of software engineering from an early age, making the first desktop applications just before high school. His passion for product development brought him and Daniel Ilinca to the relaunch of Cornerstone Technologies in Romania, as a Senior Software Engineer. Subsequently, his inclinations towards entrepreneurship, exemplary management of development processes for the products in which he was involved, along with maintaining

and cultivating the relationship between company and customers, pushed him to the position of Business Development Manager and later VP of Business Development, thus having an important role in the development of the CST group.

He currently serves as COO of Softbinator Technologies and is responsible for organizing internal processes, organizational culture, but also for maintaining excellent communication between development teams and clients.

Ownership percentage: Alexandru Dianu holds 4.5% of the share capital of Softbinator Technologies

Additional information, according to legal regulations:

- In the last 5 years, Alexandru Dianu has not been banned by a court from serving as a member of the board of directors or supervisor of a company.
- In the last 5 years, there have been no cases of insolvency, liquidation, bankruptcy or special administration of some companies, of which the boards of directors or supervisors should include Alexandru Dianu.

Andreea Marian-Popa - CFO

Andreea Marian-Popa, with a serious inclination towards the administrative area, started her career as president of the Association of Mathematics and Computer Science Students. The very good results propelled her to the Romanian Students' Union, occupying the role of Secretary General, and she will be promoted to the role of Vice President for Education. The experience in the administrative field brought her in 2015, together with Daniel Ilinca, in the Cornerstone Technologies team, in the role of Human Resources Manager, being quickly promoted to the position of Operational Manager, a position from which she had a major contribution in the development of the operational area. and financial of the CST group.

He is currently the CFO of Softbinator Technologies and has as its main responsibility the consolidation of the solid financial and administrative base, on which the company continues to grow smoothly.

Ownership percentage: Andreea Marian-Popa holds 1.8% of the share capital of Softbinator Technologies

Additional information, according to legal regulations:

- For the past 5 years, Andreea Marian-Popa has not been banned by a court from serving as a member of the board of directors or supervisor of a company.
- In the last 5 years, there have been no cases of insolvency, liquidation, bankruptcy or special administration of some companies, whose boards of directors or supervisors include Andreea Marian-Popa.

CODE SHARES AT THE BUCHAREST STOCK EXCHANGE

In order to carry out the private placement for the subsequent listing of the Company, the General Meeting of Shareholders decided on September 9, 2021 to split by 10: 1 the nominal value of the share (from 1 RON to 0.1 RON), in order to generate an 'atomicity' of shareholding holdings, within Hot. EGMS no. 8 / 9.09.2021. Thus, the total number of shares increased from 90,000 to 900,000 shares.

Following this operation, the GMS decided to increase the capital from the undistributed profits of previous years, with a number of 100,000 shares, which were redeemed by the Company

from shareholders at nominal value (0.1 lei per share), in order to offer them within the Placement. Private.

Prior to the placement, in order to give a chance to the members of the team / collaborators to be part of the Company's shareholding and through its listed company, the main shareholders (Daniel Ilinca, Simple Capital, and the Bittnet group) sold 59,530 shares to 35 people. natural persons (employees and collaborators of the group) and 3 legal entities, of which 2 investment vehicles from the Impetum group, respectively from the Autonomous group. The transfer of shares was made at the maximum placement price, of 60 lei.

By Decision no. 9 of 15.09.2021 of the Extraordinary General Meeting of Shareholders of Softbinator Technologies SA, mentioned at the Trade Register Office by the Certificate of registration of submission and mention of documents no. 509764 of 23.09.2021 and respectively, by Decision no. 12 of 23.09.2021 of the Extraordinary General Meeting of Shareholders of Softbinator Technologies SA approved the operation of sale of 100,000 own, ordinary, registered shares, in dematerialized form and the listing of the company's shares on BVB. Through these Hot. EGMS, the Board of Directors was empowered to establish the parameters of the offer to sell its own shares. The parameters of the Offer were established by the Decision of the Board of Directors no. 8 from 22.09.2021.

In this context, the Issuer carried out through SSIF Tradeville SA, on September 28, 2021, an offer for the sale of shares addressed to a number of less than 150 natural or legal persons, retail investors, on a member state of the Union. Without drawing up and publishing a prospectus. Following this, a number of 100,000 shares were sold by Softbinator Technologies SA, with a nominal value of 0.1 lei, issued on 1.10.2021.

The shares of Softbinator Technologies (CODE) were admitted to trading on the SMT-AeRO segment of the Bucharest Stock Exchange on 17.12.2021. From the first trading day until 31.12.2021, the investors traded 34,499 CODE shares in a total value of 2.4 million lei (average daily trading value of 261,619 lei).

On 31.12.2021, the structure of the Company's shareholders, according to the records at the Central Depository, was as follows:

Shareholder	Number of Shares	Percent
Daniel Ilinca	462,640	46,264%
Bittnet Systems SA	188,980	18.898%
Other shareholders	348,380	34.838%
TOTAL	1,000,000	100%

None of the subsidiaries of Softbinator Technologies SA holds CODE shares. The issuer has not issued any bonds or other debt securities.

DIVIDEND POLICY

The company's Board of Directors sets out the following relevant principles regarding dividend policy:

- The company recognizes the rights of shareholders to be remunerated in the form of dividends, as a form of participation in the net profits accumulated from the operation as well as as an expression of the return on capital invested in the company.
- Being a growth company with great development potential, the management of Softbinator Technologies aims to achieve a balance between rewarding shareholders and maintaining access to the capital needed for development. Therefore, the company offers shareholders a hybrid model of dividend policy, which includes both the distribution of free shares and cash dividends.
- The company proposes to reward its shareholders, employees and collaborators by granting shares free of charge, following the capitalization of a part of the net profits accumulated by the company. Following this model, the capital will be kept by the company and invested in activities and expenses that aim to increase the value of the business, while investors will be rewarded for their contribution with free shares. The proposal regarding the distribution of dividends, in the form of free shares, including the distribution rate, will be made by the Board of Directors of the Company by issuing financial statements in this regard to investors.

Any changes to the company's dividend policy will be communicated to investors in a timely manner. Following the admission to trading of Softbinator Technologies on the SMT market of the Bucharest Stock Exchange, a formal dividend policy will be published on the company's official website.

In the last 4 years, the company has given dividends to its associates. Thus, the dividends were distributed and paid in full, as follows:

	2018	2019	2020	2021
% of profit distributed as dividend	100%	89.33%	99.8%	45.6%
Total distributed to dividends from the profit of that year	715,516.64	1,987,143	2,552,468	1,200,000

From the undistributed profit for the period January 1, 2017-31 December 2020, in the amount of 258,068.89 lei and from the profit for the year 2021, the amount of 665,952.11 lei, the management proposes to the shareholders the capitalization of 924,021 lei. Thus, the shareholders will receive, for each share held, 9 free shares.

KEY EVENTS IN 2021

LAUNCH OF SOFTBINATOR LABS

In **February 2021**, Softbinator Technologies launched Softbinator Labs, a free course program for undergraduate and graduate students who want to develop their tech skills and become part of a successful IT company. This year's program, launched in April, enrolled 57 students, chosen from more than 1,350 applicants.

TECHMIND ACQUISITION

In **June 2021**, Softbinator Technologies became a shareholder in TechMind, a technology recruiting firm, by acquiring 25% of the shares.

IXPERI ACQUISITION

In **July 2021**, Softbinator Technologies acquired 75% of the share capital of Ixperi - UX Design studio built by Radu Vucea, a recognized leader in the design community, with over 16 years of experience, the founder of the community for designers in Romania (Design Meetup), former designer at Adobe, who built and grew the local Fitbit design team (now Google).

PRIVATE PLACEMENT FOR CODE SHARES

On **September 28, 2021**, Softbinator Technologies successfully concluded a private placement for its shares, which resulted in attracting the amount of 6 million lei from the investors of the Bucharest Stock Exchange. Within the private placement, a total of 100,000 shares, respectively 10% of the company's share capital, were sold to investors at a price between 50 and 60 lei per share. The placement was attended by 143 individual and professional investors, and the offer was closed in advance on the first day, amid an oversubscription of almost 8 times, the investors placing orders with a total value of over 49 million lei. The final price per share was set at the maximum value of 60 lei.

US OFFICE OPENING

In **October 2021**, the company announced the initiation of steps to open an office in California by the end of the first half of 2022. This office will employ local business development specialists, but will also send some of the employees from Romania, in order to ensure the most efficient exchange of knowledge and the strongest possible presence in terms of exploring this market.

WISEUP ACQUISITION

In **November 2021**, the Company acquired 100% of the share capital of WiseUp (WISE TECH UNIT SRL), a local software development company. To carry out this transaction, Softbinator Technologies will use part of the capital attracted from BVB investors during the private placement for its shares, which took place in September 2021.

LISTING ON THE AERO MARKET OF THE BUCHAREST STOCK EXCHANGE

On **December 17, 2021**, the shares of Softbinator Technologies were traded on the SMT-AeRO market of the Bucharest Stock Exchange under the symbol CODE, at a market capitalization of 64 million lei.

DECISION OF THE BOARD OF DIRECTORS ON THE INCREASE IN SHARE CAPITAL

On **December 21, 2021**, the Board of Directors of Softbinator Technologies decided, by Decision no. 11 / 21.12.2021, the increase of the share capital of the Company for the purpose of acquiring WiseUp, a local software developer, from the amount of 100,000 to the amount of 102,669 lei, divided into 1,026,690 ordinary shares, registered, indivisible, of equal value,

issued in dematerialized form, each with a nominal value of 0.1 lei / share. The operation was registered by the Trade Register on 15.02.2022.

CHANGES AT BOARD LEVEL

On **December 22, 2021**, the Company concluded with Mr. Cristian Logofătu, as a representative of Ivylon Management SRL in the Board of Directors of Softbinator Technologies SA, an agreement regarding the termination of the mandate contract between the Company and Ivylon Management SRL. As a result of this agreement, and given the vacancy of a member position in the Board of Directors, the Board of Directors decided to appoint as interim member of the Board of Directors of Impetum Management SRL, through its representative, Mr. Andrei Cionca.

In the GMS of **February 7, 2022**, Impetum Management SRL, represented by Mr. Andrei Cionca, was elected by the shareholders as a member of the Board of Directors.

AWARDS

In **2021**, Softbinator Technologies was named Best Business Services Company in 2021, one of the most appreciated employers, two consecutive years in the top of employees' preferences on the undelucram.ro platform (2020 - 4th place, 2021 - 3rd place), nominated at the ANIS gala (National Association of Software and Services Industry) as one of the 2021 Texas-awarded in-house company, Softbinator Magic Stack, as one of the most innovative solutions at the Tech Summit Texas.

EVENIMENTE & PREMII



Listarea pe Bursa de Valori
Bucuresti sub simbolul CODE
(AERO)

17
Decembrie

Decembrie

Gala Bursele ANIS -
Am oferit bursa pentru
cursul "Introduction to
Blockchain"

Texas-CEE Tech Summit -
premiul:
"Top Solutions Provider"

Noiembrie

Noiembrie

Locul al 3-lea: "Topul
Angajatilor" Undelucram.ro

M&A: WiseUp

Noiembrie

August

Anunt:
Intentia de listare pe Bursa de
Valori Bucuresti sub simbolul
CODE (AERO)

M&A: Ixperi

Iulie

Iunie

M&A: TechMind

Romanian Business Services -
Premiul "Business Services
Company of the Year"

Mai

Februarie

Gala ANIS - Nominalizarea
pentru premiul
"Compania anului"

Prima editie
Softbinator Labs

Februarie



ANALYSIS OF FINANCIAL RESULTS

CONSOLIDATED FINANCIAL RESULTS

In 2021, Softbinator Technologies recorded a consolidated turnover of 19.1 million lei, a gross profit of 4.7 million lei and a net profit of 3.3 million lei. These results confirm the budget we published in the listing memorandum. Consolidated results include the performance of the following companies: Softbinator Technologies SA, Wise Tech Unit SRL and Ixperi Product Design SRL.

The contribution of individual companies to the total result is shown in the table below (please note that intragroup relationships were considered for consolidated results, so the figures presented in this report are not influenced by revenues from accessing joint projects).

P&L (RON) 31.12.2021	Softbinator Technologies SA	Wise Tech Unit SRL	Ixperi Product Design SRL	Cons result.
Operating income	16,665,457	2,090,127	732,144	19,066,406
Operating expenses	12,674,126	1,419,595	611,126	14,407,268
Operational result	3,991,331	670,532	121,018	4,659,138
Financial result	(11,791)	33.158	252	21,619
Gross result	3,979,540	703,690	121,270	4,680,757
Net result	2,630,895	684,742	108,901	3,300,795

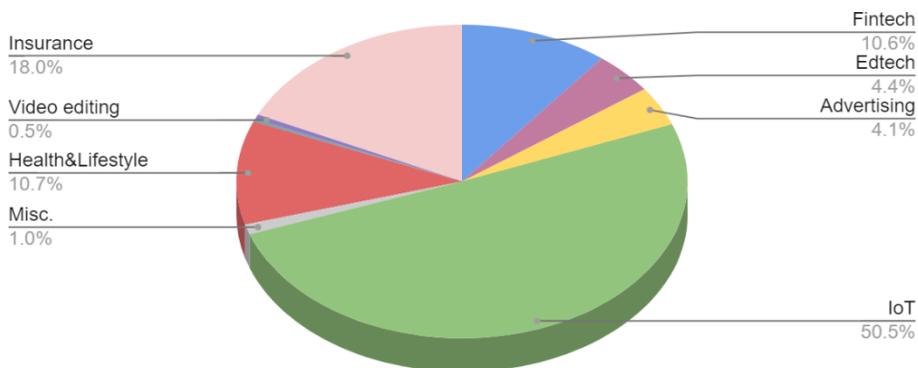
Regarding the operating income registered at the group level, 17.4 million lei are generated by the revenues from the sale of software development services and related services (trainings, software consulting, etc.). Revenues from the production of intangible assets, amounting to 924 thousand lei, were generated by the internal development of the well-being platform, materialized last year in the investment in the share capital of Yummdiet, and by the development of the product Softbinator Magic Stack at the level of each company in the group, following the specifics of the delivered technologies.

From the category of consolidated operating expenses, half of them - 7.2 million lei, are generated by personnel expenses. As the Romanian market is defined by a fast and competitive pace of development in terms of programmers' salaries, the challenge is to simultaneously maintain attractive job offers and a cost-effective ratio. Thus, at the level of the whole group, we constantly develop and invest in the strategy of talent acquisition and talent retention.

In terms of WiseUp activity, 97% of the company's revenue is generated by the main line of business - software development. In 2021, WiseUp continued its expansion strategy in the North American market, and increased the proportion of NA customers in its portfolio from 37% to 77% by offering integrated software development, UI / UX and product management services. In 2021 we started collaborating with multiple clients active in the insurance area (a market worth over \$ 1 trillion), digital advertising management and the Internet of Things, extending all new contracts won in 2021 and 2022. These initiatives were materialized in an increase of revenues by over 60% compared to the previous year.

Distribuția proiectelor pe domenii tehnologice

Wise Tech Unit

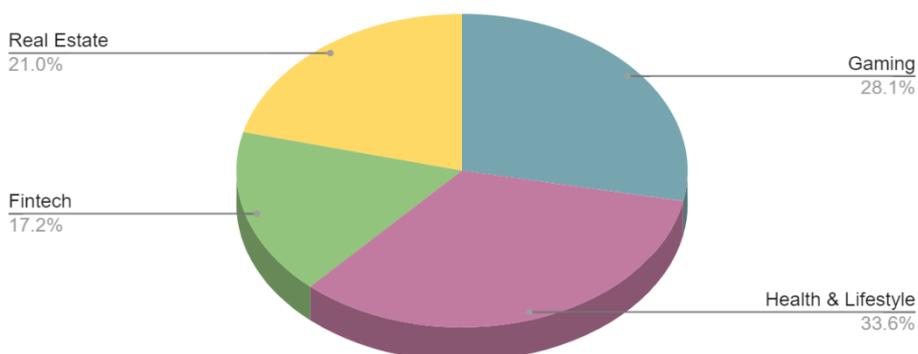


As for Ixperi, the company is a Digital Product Design studio founded in March 2021, which differs from other classic agencies by the unique way of working and the structure of teams, such as product squads, a structure found in elite teams from large companies such as Spotify, Meta or Google.

Since its inception, customers have quickly recognized the value that Ixperi offers through the way it works and the expertise it comes with, so only in the first year were partnerships concluded with 7 customers from various industries, from Fintech to Health & Fitness, Beauty & Wellness, Hospitality and Crypto, thus managing to expand in various geographies, from the USA to Europe and Asia. Ixperi partners are startups in various stages, from seed to Series C, with annual revenues of up to 5 million euros. The first year ended for Ixperi with a turnover of over 600 thousand lei - a figure reached in only 7 months since its establishment. Of the partnerships started in 2021, 40% will continue in 2022.

Distribuția proiectelor pe domenii tehnoligice

Ixperi Product Design

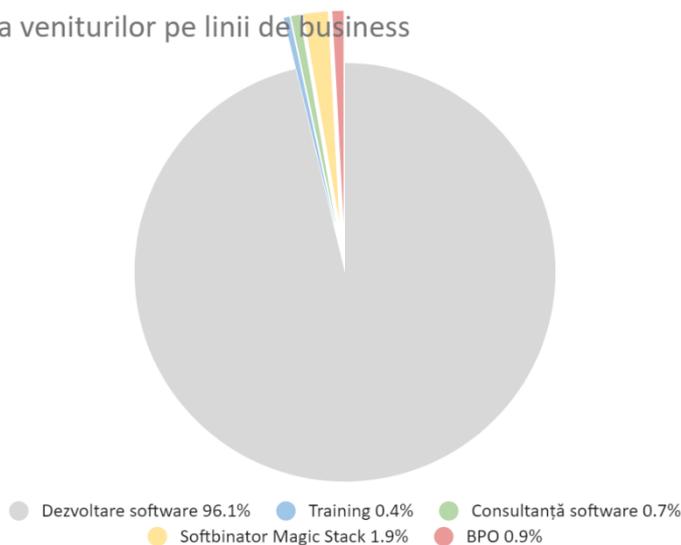


The detailed analysis of Softbinator Technologies results is presented in the next section.

INDIVIDUAL FINANCIAL RESULTS

In 2021, operating revenues increased by 34%, reaching 16.7 million lei, by almost 0.5 million lei over the budget presented in the listing memorandum. The main contribution was the net turnover corresponding to the predominant activity actually carried out, respectively custom software development, which was 14.5 million lei in 2021. The remaining amount of 0.6 million lei included revenues from related services: training tech (65 thousand lei), software consulting services (97 thousand lei), SMS sales (280 thousand lei, a very good result, we expect revenue from SMS sales to increase), BPO services (128 thousand lei) lei).

Structura veniturilor pe linii de business



In 2021, the company consolidated and attracted in its portfolio large clients with high upselling potential. In 2021, 16 new contracts were signed, 5 of which were confirmed for 2022. Here we can mention customers such as Uipath, Google, 888, Porsche. Existing contracts are signed in the medium term, generally 1-2 years, and most customers are billed monthly.

The degree of dependence on the two main partners of Softbinator Technologies decreased significantly during 2021. If compared to the Israeli partner, the relationship was strengthened by a Joint Venture that ensures us exclusivity and contracts were signed in direct contact with the end customer, with regard to the American partner - the relationship with him was reconsidered by concluding direct contracts with final customers.

Revenues from the production of intangible assets increased by 100% in 2021, to 0.8 million lei. The amount represents the development of Softbinator Magic Stack and the development of a platform materialized in the investment in the share capital of Yummdiet (Yummdiet Coaching SRL). Regarding other operating income, they increased by 675%, up to 0.7 million lei due to active sales through the use of leaseback (server) and the actual sale of a car.

Operating expenses increased in line with revenues. The main category of expenditures is represented by the expenditures with the personnel employed in development, in the weight of 56.33% and total value of 6.9 million lei (an increase of 33% compared to 2020) and the subcontracted personnel for development, in the proportion of 20, 25%, with a total value of 3.1 million lei (increase by 14%). The dynamics of this type of expenditure reflect the intensification of efforts towards the recruitment, retention and qualitative development of the human resource.

Other operating expenses increased by 272% to 1.6 million lei, half representing the sale of assets and 219 thousand lei representing sponsorships for student communities - an important part of the Softbinator identity. Regarding the expenses for rent, utilities, maintenance, they increased by 29% compared to 2020, up to 0.8 million lei due to the gradual return to office of Softbinator teams following the pandemic.

The operating result increased by 32%, reaching 4 million lei, an increase of almost 1 million lei compared to the result of 2020. Financial revenues increased by 120%, to 147 thousand lei (influenced almost exclusively by revenues from differences exchange rate), which helped to offset the financial expenses in the total amount of 159 thousand lei. Of this amount, 50 thousand lei represent interest, and the expenses with exchange rate differences amounted to 108 thousand lei.

The gross result thus amounted to 4 million lei, an increase of 35% compared to 2020 when the company registered 3 million lei. However, the profit was affected by the tax, which increased by 253% in 2021 compared to 2020 and amounted to 1.3 million lei. This led to a final result of 2.6 million lei, an increase of 3% individually compared to the result in 2020.

PROFIT AND LOSS ACCOUNT (RON)	31.12.2020	31.12.2021	%
Operating income	12,433,735	16,665,457	34%
Operating expenses	9,399,454	12,674,126	35%
Operational result	3,034,281	3,991,331	32%
Financial result	(94,263)	(11,791)	-87%
Gross result	2,940,018	3,979,540	35%
Net result	2,557,831	2,630,895	3%

BUSINESS & SALES STRATEGY

By 2020, Softbinator's sales strategy was based primarily on the Sales Channel Partners, which essentially operate the resale of the Company's services to a large number of customers in their network - both in the US and the UK, and in Israel.

Due to the specifics of software development projects, but also to the size and history of the Company, resale partners most often generate opportunities, and these end up being negotiated and "closed" ("closed as won") by the executive team.

As a new development step targeted for the next development period (until 2025) we started to test an approach that would supplement sales through the partner channel, in order to ensure greater independence from them, a greater fragmentation of customers and, therefore, a more favorable negotiating position.

Thus, starting from the results and the accumulated expertise, the deals brought by the CEO Daniel Ilinca and the COO Alex Dianu, but also the experience and the significant connections that the Company enjoys due to the presence of Andrei Pitiş and Bittnet in the shareholding, during 2021, Softbinator piloted a strategy based on generating new business opportunities internally ("in-house"), even if they were treated (managed to the end) by the management team.

The company aims to continue this development by creating an internal (own) sales team, located both in Romania but especially in the United States, so that on the one hand it can "capture" a larger part of the added value. which he is currently creating with the partners in the distribution channel, but also in order to be able to better manage / control the whole process from identifying ways of action ("leads"), opening opportunities, successful closing of a new sale.

A significant part of the funds that the Company attracted following the private placement at the end of 2021 will be dedicated to the construction of the sales team, with a presence in the United States. In this regard, the management conducted working visits to Silicon Valley.

This process will continue to be supplemented by what the Company is already doing very well today: farming strategy and referrals. Thus, once you sign a contract for the delivery of a software solution, the journey of the Sales Company with the customer is just beginning. The technical team is specially trained not only to 'deliver what was requested' but, on the contrary, to actively try to better understand the customer's plans and needs, so that they can recommend either directly or with the support of the management team. ("Account management") new software development solutions / opportunities.

SIGNIFICANT CLIENTS

The following table shows the top 5 customers in 2021, depending on the share of turnover.

Top 5 clients in 2021				
	Technology field	% of the	The country	Delivered services
1	Fintech	32%	Israel	Software development
2	eCommerce	11%	US	Software development
3	Health & Lifestyle	8%	US	Software development
4	IoT	6%	US	Software development
5	DIGITIZATION	5%	US	Software development

The company's management has decided not to disclose the names of customers and suppliers in order to maintain the company's competitiveness.

MAIN OPERATIONAL INDICATORS

Monthly income per developer (RON)

This indicator is essential and with its help you can monitor in real time the profitability of the software development service. The goal of Softbinator is to keep this ratio as high as possible, thus ensuring that employees will have a good salary package that meets market standards, while the company maintains its profit margin.

	2018	2019	2020	2021
Monthly income per developer (RON)	16,639	19,572	19,109	22,797

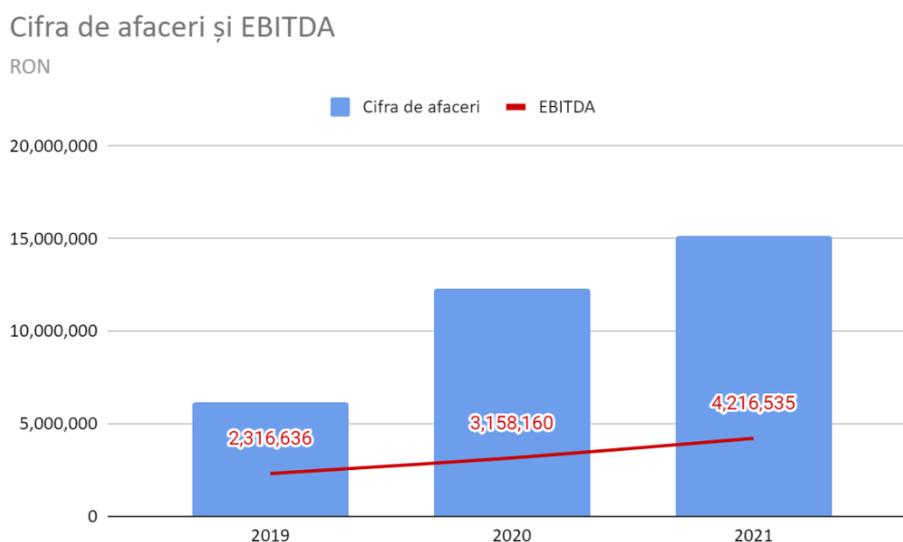
EBITDA (RON)

EBITDA is the indicator that gives us the image of the company's operational efficiency. Being an indicator used globally, we can use EBITDA to compare ourselves with other similar companies in the same field, excluding factors outside the operational area.

At the same time, through EBITDA, the company pursues the company's ability to produce a consistent profit.

As a method of calculation, EBITDA is the amount between operating income and value adjustments on fixed assets (depreciation expense).

	2019	2020	2021
EBITDA (RON)	2,316,636	3,158,160	4,216,535



INDIVIDUAL BALANCE SHEET ANALYSIS

Fixed assets increased significantly in 2021, from 1 million lei to 5 million lei, registering an increase of 421%. This increase was determined primarily by a 100% increase in financial fixed assets, which at the end of 2021 reached 4 million lei following an intense M&A activity that included the purchase of shares in WiseUp, Ixperi, Simple Systems and YummDiet. Also, the intangible assets registered an increase of 100%, reaching 0.5 million lei - this amount representing the efforts for the development of its own product Softbinator Magic Stack. At the same time, property, plant and equipment decreased by 48% in 2021 to 0.5 million lei.

Current assets doubled, reaching 8.5 million lei, due to a 54% increase in receivables, which reached 8.5 million lei, and a 216% increase in house and bank accounts, which reached 4.1 million lei at the end of 2021. Trade receivables include primarily uncollected invoices, of which 86% did not exceed the payment deadline by 31.12.2021. It is important to point out that out of the total amount of 2.9 million lei in trade receivables, at the time of publishing this report, the company received 1.2 million lei. Receivables from affiliated companies increased by 117%, reaching 167 thousand lei and representing the start of joint projects with the companies in the group and the contracting of projects through the companies Ixperi and WiseUp.

Receivables representing dividends distributed during the financial year reached 1.2 million lei, an increase of 29% compared to 2020. As mentioned in the listing memorandum, together with the decision to attract funds through private placement, in order to the listing of the Bucharest Stock Exchange on the AeRO market, it was necessary to change the dividend policy, so as not to contradict the new approach focused on growth and reinvestment. Previous shareholders have agreed to these changes, and the last distribution of dividends

under the previous policy took place prior to the private placement so that there is no doubt about the use of the amounts raised in the placement. Other assets decreased by 41%, reaching 119 thousand lei, most of this amount representing supplier advances (software development services).

The cash position increased significantly due to the capital that the company attracted during the private placement ended in September 2021. Part of the capital attracted from investors has already been invested in Q4 2021.

In terms of debts, they increased by 29%, reaching 2.9 million lei. The significant majority were current debts, which increased by 18% to 2.6 million lei. These consist of other short-term debts, which were 1.6 million lei, an increase of 269% compared to 2020 and include expenses with salaries and related taxes for December, VAT and corporate income tax for 2021. Bank debts they increased by 6%, reaching 816 thousand lei. This line represents the SME Invest credit line in a total amount of 750 thousand lei as well as the rates related to the next year for 2 loans contracted for the purchase of 2 cars. Debts to third party suppliers decreased by 31%, reaching 118 thousand lei, while debts to shareholders decreased by 100% in 2021. In terms of long-term debts, the company had bank debts totaling 234 thousand lei, representing the amounts due to the banks for the 2 cars.

Provisions increased by 39% to 104 thousand lei, representing the provision for leave not taken in 2021 as well as the provision for performance bonuses to be granted to employees for the activity in the second half of 2021.

Equity increased by 268%, reaching 10.7 million lei, due to the capital raised in September 2021 in the private placement for the company's shares. As a result, the subscribed and paid-in capital reached 103k lei, capital premiums 1.7 million lei, the legal reserve increased to 21 thousand lei while the gains related to equity instruments reached 6 million lei.

BALANCE SHEET INDICATORS (RON)	31.12.2020	31.12.2021	%
Fixed assets	959,446	5,000,353	421%
Current assets	4,145,732	8,474,515	104%
Prepaid expenses	77,713	177,002	128%
TOTAL ASSETS	5,182,891	13,651,870	163%
Current liabilities	2,192,190	2,579,902	18%
Non-current liabilities	0	233,629	100%
Provisions	74,763	103,975	39%
Equity	2,915,938	10,734,364	268%
TOTAL EQUITY AND LIABILITIES	5,182,891	13,651,870	163%

TANGIBLE ASSETS OF THE ISSUER

At the end of 2021, the main tangible assets of the Issuer are: means of transport and furniture and office equipment. Due to the business model of the issuer, the company does not have production capacity.

In order to carry out its daily activities, Softbinator also owns assets such as cars, laptops, computers, mobile phones, multifunction printers, as well as furniture items. All this is at the company's headquarters. The degree of wear and tear of the property owned by the company does not raise significant issues with the conduct of business. The IT equipment owned by the company has a degree of physical wear and tear specific to office activity - small.

ELEMENTS OF PERSPECTIVE REGARDING THE COMPANY'S ACTIVITY

The perspectives regarding the Company's activity can be structured on 3 branches, respectively: (i) the opening of business development offices in the USA and Israel; (ii) acquisitions by other companies (M&A) with similar specific activity (software development) in Romania; and (iii) launching new service lines and its own product.

Opening offices and increasing business development in the US and Israel.

The US is certainly the most attractive market for Softbinator Technologies - not only for the large size of business opportunities (start-ups, SMEs, unicorns, large companies), but also for the high degree of product innovation works, which exposes the Company directly and constantly to the latest technologies. The latter is also the reason why the Company manages to attract and keep with it the best talent - the best developers want to contribute to the most modern solutions.

Historically, the company has made the most sales in the US every year, and the reason for opening a business development office in this market is to strengthen the Company's presence through a dedicated team that can work directly and on the same time zone with the future. (lead generation) and current (upselling) customers, so they can have a direct, face-to-face interaction. Because the company already has customers and success stories with partners in California, Softbinator is currently prospecting to open operations in this area, where the world's best-known technology hubs are concentrated around the San Francisco Bay Area and Silicon Valley. (Palo Alto, Cupertino, Mountain View, San Jose).

As for Israel, which already has a strong relationship and has generated revenues of several million dollars in recent years, the Company will invest with its partners in the area in activating the best leads and growing the Softbinator brand, especially in the face of start-ups that can have extremely accelerated growth. Israel is different from any other market in the world because they are truly what is called a "start-up tech nation": if in 2021 the entire European continent has 70 unicorns (start-ups valued at over \$ 1 billion) , Israel has 65 such companies; in fact, Israel has more US-listed technology companies than Asia (including Japan) and Europe combined.

Acquisitions of other companies (M&A) with similar specific activity (software development) from Romania

The company found that its software development industry is also very fragmented, with many players who have special solutions and talent in the organization, but who face problems of growth, brand recognition, lack of modern methods of employee motivation, etc. Thus, the Company aims both to pay cash in majority holdings within other companies, or even to carry out M&A operations in which to pay with Softbinator shares, as long as the valuation indicators of the Company are significantly better than those of the acquired companies.

Launch of Smart Contract Audits (the most significant subject at the moment in the Blockchain industry).

In recent years, the company has turned its attention to the blockchain, launching quite a few projects in this area with customers, especially in the area of ECR20 tokens (blockchain-based assets that have value and can be sent and received) and Ethereum Smart Contracts (a Smart Contract is similar to a regular contract whereby the parties agree on certain rules / decisions, the difference being that the agreement between the parties is written and executed directly in lines of code, thus benefiting from the value of blockchain: decentralization, transparency, immutability).

In addition to the Ethereum universe, with the DeFi (financial decentralization) revolution and the emergence of more and more frequent chains of transactions with a much higher transaction scalability than Ethereum, the Company began to get involved in various projects. DeFi like Yield Farms, Vaults (the practice of blocking and / or borrowing cryptocurrencies for a higher profit compared to the one obtained if you would keep the same assets classically in an electronic crypto wallet). Noticing that the testing and auditing of the code behind Smart Contracts is approached quite superficially (leading to a high risk in production), the Company began to help various projects by auditing contracts.

Thus, Softbinator has built a security audit team on Smart Contracts that will provide security audit services on the code behind these contracts. At the same time, in addition to the code audit, the Company will help with the whole process of launching a blockchain product (this process being different from the launch of a non-blockchain product).

Launch DevOps Legacy App Migration (adaptation and migration of massive applications in Cloud)

In recent years, the company has had more and more requests to help customers migrate applications from their servers to the cloud and thus benefit from the full efficiency of this infrastructure (low cost, vertical and horizontal scalability, security etc). To maximize this, these legacy software solutions, not optimized for cloud infrastructure, had to be partially / totally adapted / rewritten. This whole process, repeated many times, was the basis for the launch of this service, generally dedicated to enterprise solutions in banking, e-commerce, massive content. The company thus reorganizes a web-based monolithic solution (all in one application), delivering a modern architecture, based on services or micro-services, which can be scaled, developed and debugged independently, thus not affecting the entire system.

Launching and promoting SMS (Softbinator Magic Stack) - the first 100% Softbinator product

The main indicators that make the difference for the Company's customers are the increased launch speed and the costs involved for an application / module of an existing application to go from the idea to the product that serves the end users. In support of them, the company is developing SMS as a robust set of software libraries that can expand and accelerate the development of web and mobile applications based on enterprise technologies.

In addition to this, the company adds a lot of flexibility and avoids forcing the customer to be tied to a certain architecture / rigid approach as is the case, for example, when using a CMS, low-code framework or any classic rapid prototyping solution. (approach that often leads to a later rewriting). Certainly the modules (features) that define the business logic (the core of an application) must be thought, developed and tested from scratch, but any application needs

other modules that involve time and costs (often high), but which are very common (eg login / registration with Facebook, Google, Apple; integration with a payment processor; Editing / Adding / Deleting users; ranking user rights; notifications; chat; various patterns and general flows).

Thus, through SMS the company manages to optimize the entire process of creating a web or mobile application, the development team can be efficient (faster delivery and low cost).

SMS is constantly evolving, but in December 2021 the Company managed a first sale of some modules developed and presented within it.

RISKS

The most significant risks related to the activity of Softbinator Technologies are presented below. However, the risks presented in this section do not include all those risks associated with the issuer's business. Overall, there may be other risk factors and uncertainties that the company is unaware of at the time of writing and which may change the issuer's actual results, financial condition, performance and future performance and may result in a decrease in the company's share price. Investors should also carry out the necessary prior checks to make their own assessment of the investment opportunity.

The risk associated with key people

The success and ability to deliver projects to clients depends very much on the staff's skills, motivation and loyalty. The Romanian IT market is very competitive and, consequently, the industry brings with it a degree of risk regarding the retention of employees / collaborators. Operating in this booming industry that requires, among other things, advanced technical knowledge, the Issuer depends on the recruitment and retention of management and developers and pays special attention to this key factor (The Issuer has been declared Employer of the Year 2020 by University of Bucharest Senate). As with any company, the possibility cannot be ruled out that in the future the company will not be able to retain its key personnel involved in the company's activities or will not be able to attract other qualified members of the management team or key people, which would affect market position as well as its future development. Thus, as the loss of management and key employees could have a material adverse effect on the Company's business, financial position and results of operations, the Company intends, inter alia, to implement ESOP (*Employee Stock Option*) as a way to reduce this risk.

Competition risk

Changing the strategy by existing competitors or entering new ones on the market, especially outside Romania, with significant budgets to finance aggressive growth, will intensify competition and put pressure on the company's activity, with the risk of a decrease of business or profit.

Reputational risk

It is a risk inherent in the Issuer's activity, the reputation being particularly important in the business environment. Reputation risk is inherent in the business of Softbinator Technologies. The ability to retain and attract new customers also depends on Softbinator Technologies' brand recognition and reputation for the quality of services on the market. A negative public opinion about Softbinator Technologies could result from actual or perceived practices in the cybersecurity market in general, such as negligence in the provision of services or even the way Softbinator Technologies operates or is perceived to operate. In order to reduce this risk, the Issuer allocates attention and resources in order to develop contractual relationships with customers and suppliers that are exactly respected, shows permanent transparency in fulfilling the obligations thus assumed, and also benefits from the guidance of CA members with long experience in building and maintaining a reputation in the industry.

The risk associated with the business development plan

The Company's strategic objective is to continuously develop customer relationships. The possibility that Softbinator may not be able to expand its current customer base or the possibility that relationships with existing customers may deteriorate cannot be ruled out. There is also a risk that the Company will not be able to meet other elements of the strategy it has defined, namely: expanding the sales force, establishing local offices in the main cities

of the country, expanding the customer base and providing training for a larger number of potential customers, and developing and creating strategic partnerships with companies with similar or complementary profiles will not prove successful. To reduce this risk, the Company intends to continue to expand its product and service offering and improve its marketing activities.

The risk associated with meeting the forecasts

The financial forecasts start from the premise of fulfilling the business development plan. The company intends to periodically issue forecasts on the evolution of the main economic and financial indicators in order to provide potential investors and the capital market with a true and complete picture of the current situation and future plans envisaged by the company, as well as current reports detailing the comparative elements. between the predicted data and the actual results obtained. Forecasts will be part of the annual and half-yearly reports, and the forecast policy is to be published on the Company's website. Forecasts will be made in a prudent manner, but there is a risk of failure to meet them, therefore the data to be reported by the company may be significantly different from those forecast or estimated as a result of factors not previously anticipated. or whose negative impact could not be counteracted or anticipated.

Economic and political risk

The Issuer's activity and revenues may be affected by the general conditions of the Romanian economic environment, and an economic slowdown or recession could have negative effects on profitability and operations. Such unfavorable macroeconomic conditions could lead to an increase in the unemployment rate, a reduction in consumption and purchasing power, which could affect the demand for the products marketed by the Issuer.

Fiscal, legislative and regulatory risk

The day-to-day business as well as the development plans of the Issuer may be affected by any legislative changes. This could slow down the expansion, with effects on the business plan for the coming years as well as on the Issuer's operating results.

Price risk

Price risk is the risk that the market price of products and services sold by the company will fluctuate to such an extent as to make existing contracts unprofitable. To this end, the Issuer includes in contracts contractual clauses that reduce this risk (contingency / renegotiation clauses). In the case of labor prices (employees or subcontractors), the company does not have long-term contracts, with successive deliveries and fixed prices with customers, so it can bid at any time taking into account the current situation. The company estimates that any increase in labor costs will similarly affect the entire industry, not just the company.

Cash flow risk

This is the risk that the company will not be able to meet its payment obligations at maturity. A prudent cash flow risk management policy involves maintaining a sufficient level of cash, cash equivalents and financial availability through properly contracted credit facilities. The company monitors the level of expected cash inflows from the collection of trade receivables, as well as the level of expected cash outflows for the payment of trade payables and other debts. Thanks to this business model, which includes the provision of monitoring services under a fixed monthly fee, the company is able to maintain a healthy cash flow.

Liquidity risk

Liquidity risk is inherent in the Company's operations and is associated with holding stocks, receivables or other assets and converting them into liquidity within a reasonable time frame so that the Company can meet its payment obligations to its creditors and suppliers. In the event of the Company not fulfilling these payment obligations or the liquidity indicators provided in the contract, the Company's creditors (commercial suppliers, banks, etc.) could initiate actions to execute the Company's main assets or even request the opening of insolvency proceedings. To the Company, which would significantly and negatively affect the shareholders and the activity, prospects, financial situation and results of the Company's operations.

The Company's activity does not depend on the holding of fixed or financial assets and their transformation into liquid assets. The tangible assets of the company (technological equipment) are used in the current activity (provision of services).

Indebtedness risk

The issuer has contracted credit facilities, both in the short term, to finance the current activity and in the long term to finance some investments. These credit agreements can contain many requirements, including affirmative, negative, and financial terms. Failure to comply with any of these conditions may result in the activation of the clause whereby the drawn credit becomes due immediately and the Company may not have sufficient liquidity to meet the repayment obligations in the event of acceleration of these obligations. The Issuer may not be able to generate a sufficient cash flow from operations and thus there is no assurance that the Company will have access to future loans, in sufficient amounts, to enable the payment of debts. One or more alternatives may be needed, such as reducing or delaying planned expenses and investments, selling assets, restructuring debt, raising additional capital, or refinancing debt. These alternative strategies may not be available on satisfactory terms. The ability of the Company to refinance its debt or to obtain additional financing on commercially reasonable terms will depend, inter alia, on its current financial condition, restrictions on current debt arrangements and other factors, including the state of the financial markets and the markets in which the Company operates. If the Company does not generate sufficient cash flow from operations and if the above alternatives are not available, it may not have sufficient cash to enable it to meet all its financial obligations.

Interest rate risk and sources of financing

Some of these Company financing agreements provide for a variable interest rate. Therefore, the Company is exposed to the risk of increasing this interest rate during the term of the financing agreement, which could result in the payment of a higher interest rate and could have a material adverse effect on the Company's business, financial condition and results of operations. Also, in case of deterioration of the economic environment in which the Issuer operates, it may be unable to contract new financing under the conditions from which it previously benefited, which could lead to increased financing costs and adversely affect the financial situation of the Company.

Counterparty risk

Counterparty risk - this is the risk that a third party natural or legal person will not fulfill its obligations under a financial instrument or under a client contract, thus leading to a financial loss. The Company is exposed to credit risk from its operating activities (mainly for external trade receivables) and from its financial activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Litigation risk

In the course of its business, the Issuer is subject to a risk of litigation, inter alia, as a result of changes and developments in legislation. The Issuer may be affected by other contractual claims, complaints and disputes, including from its contractual counterparties, customers, competitors or regulators, as well as any negative publicity that such an event may entail. At the date of this Document, the Issuer does not have any ongoing proceedings before any court of law as well as / or any arbitral tribunal.

The risk associated with the COVID-19 pandemic

The year 2020 was marked by the outbreak and escalation of the COVID-19 pandemic (official designation by the WHO). The company has implemented concrete measures to protect its employees from a very early stage (work in shifts without employees intersecting, mandatory wearing of mask, multiple disinfection of spaces, homework / rotating presence for administrative employees) and strongly supports the vaccination campaign. However, there are still risks associated with temporarily blocking the company's business, due to the potential for a large number of concurrent cases within the organization, risks that may affect the company's operational and financial performance.

The risk associated with IT systems

The efficiency of the Company's business depends to some extent on the IT systems used by it. A malfunction or breach of the Company's information systems could disrupt the Company's business, could lead to the disclosure or misuse of confidential or proprietary information, damage to the Company's reputation, increase its costs or could result in other losses. The materialization of any of the above deficiencies could have a negative effect on the Company's business, financial condition and results of operations.

Data protection risk

The company collects, stores and uses, in its operations, commercial or personal data relating to trading partners and employees, which may be under contractual or legal protection. Although it seeks to take precautionary measures to protect customer and employee data in accordance with legal requirements regarding privacy, possible leaks, breaches or other breaches of the law may occur in the future or may have already occurred. The Company also works with service providers and certain software companies that may also pose a risk to the Company with respect to their compliance with the relevant legislation and any data protection obligations imposed on them or assumed by them. in the relevant contracts concluded with the Company.

In the event of any breach of data protection law, they may result in fines, claims, prosecution of employees and directors, damage to reputation and disruption of customers, with a possible negative effect on business, prospects, results. operations and financial position of the Company.

In order to reduce these risks, the Company has implemented legal and technical measures / remedies as recommended by the specialists.

Risk associated with insolvency and bankruptcy

The Romanian bankruptcy and enforcement legislation does not offer the same level of rights, remedies and projections as creditors enjoy under the legal regimes of other jurisdictions of the European Union, in the sense of blocking claims and executions throughout the procedure. In particular, the legislation and practice regarding bankruptcy and enforcement in Romania may make the recovery by the Issuer of amounts related to secured and unsecured claims in Romanian courts much more difficult and lengthier compared to other countries. In recent years, insolvency in Romania has experienced unfavorable dynamics, insolvent companies, as

well as companies that have reported net losses, being largely responsible for the worsening of payment discipline throughout the economy. Failure to obtain effective legal remedies within a reasonable time may adversely affect the Issuer's business, financial condition, results of operations, liquidity or prospects.

Particular to the industry in which the Issuer operates, the risks do not concern both the potential for insolvency and the liquidity of the contractual partners against whom we can record receivables (for example, start-ups with fluctuating financing). In view of all these risks, the Issuer applies a construction of contracts and commercial agreements that prevents the accumulation of uncollected receivables.

Other risks

Potential investors should consider that the risks presented above are the most significant risks that the company is aware of at the time of writing. However, the risks presented in this section do not necessarily include all those risks associated with the issuer's business, and the company cannot guarantee that it covers all relevant risks. There may be other risk factors and uncertainties that the company is unaware of at the time of writing and which may change the issuer's actual results, financial condition, performance and performance in the future and may lead to a decrease in the company's share price. Investors should also carry out the necessary prior checks in order to make their own assessment of the investment opportunity.

CONSOLIDATED PROFIT AND LOSS ACCOUNT

PROFIT AND LOSS ACCOUNT (RON)	31.12.2021
Operating revenue, of which:	19,066,406
Net turnover, of which:	17,402,620
Net turnover corresponding to the predominant work in progress	16,810,889
Revenue from production of intangible assets	924,623
Other operating revenues	739,163
Operating expenses, of which:	14,407,268
Material costs	57,514
Rental expenses, utilities, maintenance	831,469
Transportation and travel expenses	87,927
Third party expenses	4,236,834
Personnel expenses	7,220,908
Depreciation and value adjustments expenses	256,318
Other operating expenses	1,716,298
Operating result	4,659,138
Financial revenues	212,236
Financial expenses	190,617
Financial result	21,619
Total revenues	19,278,642
Total expenses	14,597,885
Gross result	4,680,757
Income tax / other taxes	1,379,962
Net result	3,300,795

In order to obtain consolidated results, intra-group relations were considered, so that the figures presented in this report are not influenced by the revenues generated from accessing joint projects.

CONSOLIDATED BALANCE SHEET

BALANCE SHEET INDICATORS (RON)	31.12.2021
Fixed assets, of which:	5,337,805
Intangible assets	644,273
Tangible assets	733,949
Financial assets	3,959,583
Current assets, of which:	9,184,742
Receivables	4,910,273
Trade receivables	3,552,347
Receivables representing dividends distributed during the financial year	1,200,000
Other assets	157,926
Petty cash and bank accounts	4,274,469
Expenses registered in advance	177,793
TOTAL ASSETS	14,700,340
Current liabilities, of which:	2,855,793
Trade payable suppliers	231,113
Amounts owed to affiliated entities	8,836
Amounts owed to credit institutions	857,054
Amounts owed to shareholders	3,562
Other current liabilities	1,755,228
Non-current liabilities, of which:	317,209
Amounts owed to credit institutions	317,209
Provisions	122,822
Total Liabilities	3,295,824
Equity, of which:	11,404,516
Share capital subscribed and paid in	102,881
Share premium account	1,747,331
Legal reserves	20,576
Earnings related to equity instruments	5,990,000
Profit carried forward	258,069
Profit for the period	3,300,795
Distribution of profit	15,136
TOTAL EQUITY AND LIABILITIES	14,700,340

INDIVIDUAL PROFIT AND LOSS ACCOUNT

PROFIT AND LOSS ACCOUNT (RON)	31.12.2020	31.12.2021	%
Operating revenue, of which:	12,433,735	16,665,457	34%
Net turnover, of which:	12,338,354	15,131,375	2. 3%
Net turnover corresponding to the predominant work in progress	12,216,428	14,539,644	19%
Revenue from the production of intangible assets	0	794,935	100%
Other operating revenues	95,381	739,147	675%
Operating expenses, of which:	9,399,454	12,674,126	35%
Material costs	336,309	52,056	-85%
Rental expenses, utilities, maintenance	601,250	776,303	29%
Transportation and travel expenses	6,531	75,058	1049%
Third party expenses	2,688,830	3,059,736	14%
Personnel expenses	5,224,687	6,930,615	33%
Depreciation and value adjustments expenses	123,879	225,204	82%
Other operating expenses	417,968	1,555,154	272%
Operating result	3,034,281	3,991,331	32%
Financial revenues	66,662	146,876	120%
Financial expenses	160,925	158,667	-1%
Financial result	(94,263)	(11,791)	87%
Total revenues	12,500,397	16,812,333	34%
Total expenses	9,560,379	12,832,793	34%
Gross result	2,940,018	3,979,540	35%
Income tax / other taxes	382,187	1,348,645	253%
Net result	2,557,831	2,630,895	3%

INDIVIDUAL BALANCE SHEET

BALANCE SHEET INDICATORS (RON)	31.12.2020	31.12.2021	%
Fixed assets, of which:	959,446	5,000,353	421%
Intangible assets	0	514,585	100%
Tangible assets	959,446	500,923	-48%
Financial assets	0	3,984,845	100%
Current assets, of which:	4,145,732	8,474,515	104%
Receivables	2,860,438	4,409,494	54%
Trade receivables	1,586,427	2,923,254	84%
Receivables from affiliated entities	76,997	167,071	117%
Receivables shareholders	63,000	0	-100%
Receivables representing dividends distributed during the period	931,069	1,200,000	29%
Other assets	202,945	119,169	-41%
Petty cash and bank accounts	1,285,294	4,065,021	216%
Expenses registered in advance	77,713	177,002	128%
TOTAL ASSETS	5,182,891	13,651,870	163%
Current liabilities, of which:	2,192,190	2,579,902	18%
Trade payable suppliers	170,468	117,511	-31%
Amounts owed to affiliated entities	0	8,836	100%
Amounts owed to credit institutions	768,688	815,619	6%
Amounts owed to shareholders	808,697	0	-100%
Other current liabilities	444,337	1,637,936	269%
Non-current liabilities, of which:	0	233,629	100%
Amounts owed to credit institutions	0	233,629	100%
Provisions	74,763	103,975	39%
Total Liabilities	2,266,953	2,917,506	29%
Equity, of which:	2,915,938	10,734,364	268%
Share capital subscribed and paid in	27,000	102,669	280%
Unsubscribed capital	63,000	0	-100%
Share premium account	0	1,747,331	100%
Legal reserves	5,400	20,534	280%
Earnings related to equity instruments	0	5,990,000	100%
Profit carried forward	268,067	258,069	-4%
Profit for the period	2,557,831	2,630,895	3%
Distribution of profit	5,360	15,134	182%
TOTAL EQUITY AND LIABILITIES	5,182,891	13,651,870	163%

INDIVIDUAL CASH-FLOW

CASH-FLOW (RON)	31.12.2020	31.12.2021	%
Exploitation activity			
Cash flow inflows from			
Clients	11,667,133	15,458,991	33%
Cash outflows for			
Acquisitions	171,530	21,718	-87%
Operating and administration expenses	4,556,668	5,321,910	17%
Salaries	4,913,330	6,840,264	39%
Interest	5,548	71,333	1186%
Tax	311,300	422,711	36%
Net cash flow from operating activities	1,708,757	2,781,055	63%
Investment activity			
Cash flow inflows from			
Share capital increases	26,800	75,669	182%
Issue premiums		1,747,331	100%
Own stock sales		6,000,000	100%
Cash outflows for			
Purchases of fixed assets	998.003	483,399	-52%
Loans / leasing		50,007	100%
Acquisitions of participations / securities		3,934,452	100%
Acquisitions of own shares		10,000	100%
Net cash flow from investment activity	(971,203)	3,345,142	444%
Financial activity			
Cash flow inflows from			
Loans	6,477,105	4,755,944	-27%
Cash outflows for			
Pay off loans received	4,902,816	5,281,014	8%
Dividends	1,170,016	2,821,400	141%
Net cash flow from financial activity	404,273	(3,346,470)	-928%
Net cash flow statement	1,141,827	2,779,727	143%

CORPORATE GOVERNANCE

Code	Provisions to be observed	Fully respectful	NO Respect	EXPLANATIONS
Section A - Responsibilities of the Management Board (Board)				
A1.	The company should have internal Board regulations that include terms of reference regarding the Board and key management functions of the company. The administration of the conflict of interests at Council level should also be dealt with in the Council Regulation.			The issuer is in the process of adopting such a Regulation.
A2.	Any other professional commitments of the members of the Board, including the position of executive or non-executive member of the Board in other companies (excluding subsidiaries of the company) and non-profit institutions, will be notified to the Board before appointment and during the term of office.	√		THE Issuer fully complies with this provision.
A3.	Each member of the Board shall inform the Board of any connection with a shareholder who directly or indirectly holds shares representing not less than 5% of the total number of voting rights. This obligation shall take into account any connection which may affect the position of that Member on matters relating to decisions of the Council.	√		The issuer fully complies with this provision.
A4.	The annual report will inform whether an evaluation of the Council under the chairmanship has taken place. The annual report shall contain the number of meetings of the Council.	√		The issuer undertakes to publish this information in the annual report.
A5.	The procedure for cooperation with the Authorized Consultant for a period during which such cooperation is applicable shall contain at least the following:	√		The Issuer has signed a contract with Cornerstone Communications SRL for the provision of Authorized Consultant services, post-listing, for a period of 12 months.
A.5.1.	Contact person for the Authorized Consultant	√		The issuer has the person in permanent contact with the Authorized Consultant - Andreea Marian-Popa.

A.5.2.	The frequency of meetings with the Authorized Consultant, which will be at least once a month and whenever new events or information involve the submission of current or periodic reports, so that the Authorized Consultant can be consulted;	✓		The Issuer is in permanent contact with the Authorized Consultant.
A.5.3.	The obligation to inform the Bucharest Stock Exchange about any malfunction that occurred during the cooperation with the Authorized Consultant, or the change of the Authorized Consultant.	✓		It was not the case.

Section B - Internal Control / Audit

B1.	The Board will adopt a policy so that any transaction of the company with a subsidiary representing 5% or more of the company's net assets, according to the latest financial reporting, is approved by the Board.			The Issuer is in the process of adopting such a Policy.
B2.	The internal audit must be carried out by a separate organizational structure (internal audit department) within the company or through the services of an independent third party, which will report to the Board and, within the company, report directly to the General Manager.	✓		The issuer contracted to perform the internal audit with an entity specialized in audit services.

Section C - Fair rewards and motivation

C1.	The company will publish in the annual report a section that will include the total income of the members of the Board and the general manager and the total amount of all bonuses or any variable compensation, including the key assumptions and principles for their calculation.			The issuer undertakes to publish this information in the annual report.
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Section D - Building value through the relationship with investors

D1.	In addition to the information provided in the legal provisions, the company's website will contain a section dedicated to Investor Relations, both in Romanian and in English, with all relevant information of interest to investors, including:	✓		The company complies with all rules regarding the IR function, as detailed below. The company has a dedicated investor relations section at https://investors.softbinator.com/ which is available in both English and Romanian.
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D1.1	The main regulations of the company, in particular the articles of association and the internal regulations of the statutory bodies;	✓		The Company's key regulations can be found on the issuer's website.
D1.2	CVs of members of statutory bodies;	✓		CVs and biographies of the company's management staff can be found on the Softbinator Technologies website as well as in the annual reports.
D1.3	Current reports and periodic reports;	✓		All current and periodic reports of the Company are available on the issuer's website.
D1.4	Information on general meetings of shareholders: agenda and related materials; decisions of general meetings;	✓		All information about GMS Softbinator Technologies is available on the issuer's website.
D1.5	Information about corporate events such as the payment of dividends or other events that result in the acquisition or limitation of a shareholder's rights, including deadlines and the principles of such transactions;	✓		IF applicable, this information will be published by the company on the Company's website, as well as in a current report sent to BVB.
D1.6	Other extraordinary information that should be made public: cancellation / modification / initiation of cooperation with an Authorized Consultant; signing / renewing / terminating an agreement with a Market Maker.	✓		IF applicable, this information will be published by the company on its website as well as in a current report sent to BVB.
D1.7	The company must have an Investor Relations function and include in the section dedicated to this function, on the company's website, the name and contact details of a person who has the ability to provide, upon request, the appropriate information.	✓		Contact details for Softbinator Technologies' IR department can be found on the company's website in the "Investors" section.
D2.	The company must have adopted a dividend policy of the company, as a set of directions regarding the distribution of net profit, which the company declares to comply with. The principles of the dividend policy must be published on the company's website.	✓		The company's dividend policy is available on the Softbinator Technologies website, in the "Investors" section.
D3.	The company must have a policy on forecasts and whether or not they will be provided. The forecasts are the quantified	✓		Softbinator Technologies' forecasting policy is available on the Company's website in the "Investors" section.

	conclusions of the studies aimed at determining the total impact of a list of factors related to a future period (so-called assumptions). The policy must set out the frequency, the period under consideration and the content of the forecasts. The forecasts, if published, will be part of the annual, half-yearly or quarterly reports. The forecast policy must be published on the company's website.			
D4.	The company must set the date and place of a general meeting so as to allow the participation of as many shareholders as possible.	✓		Softbinator Technologies organizes and will continue to organize the GMS on weekdays, at the company's headquarters in Bucharest as well as online.
D5.	The financial statements will include information in both Romanian and English on the main factors influencing changes in sales, operating profit, net profit or any other relevant financial indicator.	✓		Softbinator Technologies issues all information to investors, including financial reports, bilingually, in English and in Romania.
D6.	The company will hold at least one meeting / conference call with analysts and investors each year. The information presented on these occasions will be published in the investor relations section of the company's website, at the time of that meeting / conference call.	✓		Softbinator Technologies organizes "CODE Investor Day" at least once a year - an event to which all stakeholders are invited, including investors, analysts and media representatives.

DECLARATION OF THE BOARD OF DIRECTORS

Bucharest, March 13, 2022

The undersigned Andrei Pitis, as a representative of the Chairman of the Board of Directors of Softbinator Technologies SA, a company headquartered in Bucharest, Str. Nicolae Filipescu 39-41, floor 3, unique registration code 38043696, serial number at the Trade Register Office J40 / 13638/2017, I declare on my own responsibility, knowing the provisions of art. 326 The new Criminal Code, regarding the false statements, the following:

- To the best of my knowledge, the accounting reporting has been prepared in accordance with applicable accounting standards and provides a fair and consistent picture of the Company's assets, liabilities, financial position, profit and loss account;
- To the best of my knowledge, the Annual Report for the period 01.01.2021 - 31.12.2021, sent to the capital market operator - BVB - as well as to the Financial Supervisory Authority, presents correctly and completely the information about the Company.

Andrei PITIȘ

Representative of the Chairman of the Board of Directors