



NOMINATION POLICY of SAFETECH INNOVATIONS S.A.

(stock symbol: SAFE)

1. POLICY PURPOSE

This Nomination Policy (the “**Policy**”) is adopted in accordance with the Corporate Governance Code of the Bucharest Stock Exchange (BVB), applicable starting with the 2025 financial year, with the provisions of Company Law no. 31/1990, with the internal regulations applicable at the level of the Company, as well as with the Articles of Association of SAFETECH INNOVATIONS S.A. (the “**Company**”).

The purpose of this Policy is to establish the legal and procedural framework for the nomination, selection and appointment of the members of the Board of Directors (the “**Board**”) and of the executive management, taking into account the requirements of independence, diversity and competence, in line with good corporate governance practices.

The Policy also aims to ensure continuity and stability at the level of the Company’s management.

2. APPLICABILITY

This Policy applies to the members of the Board of Directors, both executive and non-executive, as well as to the executive management, including the Chief Executive Officer and other key managers appointed by the Board of Directors of the Company.

3. PRINCIPLES GOVERNING THE NOMINATION PROCESS

The nomination process is governed by the following fundamental principles:

- i. selection is based on merit, with the candidate being assessed in terms of competencies, experience, integrity, and ability to contribute to the Company’s strategy and governance, through an objective and structured process, in accordance with the criteria set out in the Board Profile (Annex no. 2 to this Policy);
- ii. diversity and inclusion are pursued, so that the Board and the executive management reflect a variety of genders, ages, experiences and skills, in accordance with the provisions of the Corporate Governance Code and the applicable legislation;



- iii. at least two members of the Board of Directors must be independent, in accordance with the BVB Corporate Governance Code and the internal regulations;
- iv. the nomination process is carried out under conditions of transparency and accountability, by informing the shareholders regarding the selection process of the members of the Board of Directors and of the executive management.

4. NOMINATION PROCESS

4.1. Nomination of the Members of the Board of Directors

The selection criteria include professional competencies, relevant business experience, market understanding, interest in the Company's strategic objectives, professional reputation and ethical conduct, integrity and teamwork, management experience, and solid knowledge of corporate governance.

Candidates may be proposed by the Shareholders of the Company, including minority shareholders, as well as by the members of the Board of Directors (following the identification of potential candidates by the Nomination and Remuneration Committee).

The proposals must be accompanied by:

- i. a copy of the valid identity document of the shareholder/director of the Company (in the case of natural persons: identity card, ID card, passport, residence permit; in the case of legal entities: identity card, ID card, passport, residence permit of the legal representative);
- ii. a statement of interest from the potential candidate;
- iii. the independence statement of the respective candidate, in accordance with the provisions of the BVB Corporate Governance Code and Company Law no. 31/1990 (where the respective candidate is proposed for the position of independent member of the Board of Directors);
- iv. the professional commitments and responsibilities of the candidates, including the executive and non-executive positions held in companies, public authorities, non-profit organizations or other entities;
- v. any existing or potential conflicts of interest, including whether they have business, family or other relationships that could influence their activity as members of the Board of Directors; and
- vi. curriculum vitae of the candidate.



The Nomination and Remuneration Committee shall schedule structured interviews with each proposed candidate, in order to assess their competencies and suitability for the position of member of the Company's Board of Directors. The Nomination and Remuneration Committee may reject candidates who do not meet the criteria.

Following the assessment carried out by the Nomination and Remuneration Committee, the shortlist of candidates shall be submitted to the Board of Directors for final endorsement. The approved candidates shall then be submitted to the vote of the Ordinary General Meeting of Shareholders of the Company.

4.2. Nomination of the Executive Management

For executive management positions, including the Chief Executive Officer, the Nomination and Remuneration Committee is responsible for assessing and proposing candidates who align with the Company's strategy and objectives.

The process includes defining the appropriate performance indicators, interviewing both internal and external candidates, and assessing leadership skills, industry expertise, financial competencies, and risk management capabilities.

The proposals are subject to the approval of the Board of Directors. The mandates of the executive directors are aligned with the Company's Remuneration Policy.

5. TRANSPARENCY AND INFORMATION

The Company publishes on its website, in the Investors section, information on the candidates proposed for a position on the Board of Directors, including CVs, declarations of independence, evaluation criteria, and the identity of the person who submitted the proposal.

6. PROFILE OF THE BOARD OF DIRECTORS

To ensure a clear and consistent selection, a Board Profile is maintained and periodically updated, attached to this Policy as Annex no. 2. The Profile covers executive members, non-executive members and independent members. The general profile of the candidates targeted for the position of member of the Board of Directors entails independence of thought, integrity and professional reputation, an adequate diversity of experiences and competencies, relevant knowledge of the cybersecurity industry, as well as the availability to allocate the necessary time and resources for exercising the related responsibilities. A detailed description of these requirements is provided in Annex 2 to this Policy.



7. PROCEDURE FOR PROPOSING CANDIDATES

In the event of elections for the Board of Directors, the Board shall include directly in the convening notice of the General Meeting its proposals regarding the new candidates or, as the case may be, the decision to extend the mandates of the existing members, based on the internal analysis and the recommendations of the Nomination and Remuneration Committee.

Subsequently, the Shareholders of the Company, regardless of their shareholding in the share capital, as well as the members of the Board, may submit additional candidate proposals, which must be accompanied by the documentation provided under point 4.1 and sent to the Company through the channels indicated in the convening notice.

The shareholders' proposals shall be submitted by a date to be set prior to the reference date of the General Meeting, in order to allow the Board to decide on the completion of the agenda and, where applicable, to republish the convening notice in accordance with the applicable legal provisions.

8. REVIEW AND AMENDMENTS

This Policy shall be reviewed whenever necessary by the Nomination and Remuneration Committee and by the Board of Directors, in order to ensure compliance with best governance practices and with applicable legislative or statutory amendments.



ANNEX 1

RIGHT TO PROPOSE CANDIDATES FOR THE BOARD OF DIRECTORS

The Shareholders of the Company, regardless of their shareholding in the share capital, as well as the members of the Board of Directors of the Company, may submit proposals of candidates for appointment as members of the Company's Board of Directors, including in their request information regarding the name, place of residence and professional qualification of the proposed persons, and accompanied by:

- (i) a copy of the valid identity document of the shareholder/director of the Company (in the case of natural persons: identity card, ID card, passport, residence permit; in the case of legal entities: identity card, ID card, passport, residence permit of the legal representative);
- (ii) a statement of interest from the potential candidate;
- (iii) the independence statement of the respective candidate, in accordance with the provisions of the BVB Corporate Governance Code and Company Law no. 31/1990 (where the respective candidate is proposed for the position of independent member of the Board of Directors);
- (iv) the professional commitments and responsibilities of the candidates, including the executive and non-executive positions held in companies, public authorities, non-profit organizations or other entities;
- (v) any existing or potential conflicts of interest, including whether they have business, family or other relationships that could influence their activity as members of the Board of Directors; and
- (vi) curriculum vitae of the candidate.

The proposals may be submitted to the Company through the channels communicated in the convening notice of the General Meeting, including by post/courier to the Company's headquarters or by e-mail with a qualified electronic signature, by a date to be announced in the convening notice and set prior to the record date, so as to allow the Board to review the supplementation of the agenda and to decide on the republication of the convening notice, in accordance with the applicable legal provisions.



ANNEX 2

PROFILE OF CANDIDATES FOR THE BOARD OF DIRECTORS

This annex supplements section 6 of the Nomination Policy and sets out in detail the specific profiles of the members of the Company's Board of Directors.

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| <p>Member 1</p> <p>Founder of the Company</p> | <p>This role ensures a deep understanding of the business model and organizational culture of SAFETECH INNOVATIONS S.A., as well as long-term strategic stability. The candidate's skills should include:</p> <ul style="list-style-type: none">• In-depth knowledge of the Company's history and development;• Understanding of the business model and long-term strategy• Direct experience in overseeing the Company's operations;• Ability to ensure continuity and stability of the founding vision;• Moral authority and legitimacy before shareholders and employees• Mentoring skills and ability to transfer know-how to other members of the Board;• Understanding of the Company's relationship with clients, partners and investors;• Detailed knowledge of the risks and opportunities of the industry;• Commitment to the Company's organizational culture and values;• Availability for active involvement in strategic oversight |
| <p>Members 2&3</p> <p>Expertise in IT, cybersecurity, relevant business experience, or</p> | <p>This role is essential for aligning the Board with technological challenges and with the specific features of the cybersecurity industry, as well as with the overall business environment. The candidate's skills should include:</p> |



public affairs

- Ability to understand the dynamics of the IT and cybersecurity sector in order to guide the Company's strategic decisions;
- Vision regarding growth and innovation opportunities generated by new technologies;
- Experience in developing partnerships and strategic alliances in the technology field;
- Ability to assess the business implications of cyber risks and to support appropriate mitigation strategies;
- Contribution to defining and adjusting the Company's business model in line with technological developments;
- Ability to align global technology trends with the Company's development plans;
- Experience in integrating technological aspects into corporate governance decisions;
- Perspective on the development of innovative products and services with impact on the global market;
- Capacity to support the executive team in identifying new market segments and business opportunities;
- Involvement in strengthening the Company's position as a regional and international leader in the field of cybersecurity;
- Significant experience in liaising with authorities, regulators, international organizations and business associations, with impact on the Company's compliance and strategic sustainability;
- Experience in coordinating teams, developing and implementing positioning and reputation strategies, including in complex or crisis contexts;
- Experience in developing and managing



strategic communication campaigns, strengthening relationships with internal and external stakeholders, and corporate diplomacy;

- Experience in integrating ESG, CSR and social impact aspects into corporate strategies, promoting values and social responsibility in the business environment;
- Ability to assess the impact of legislative changes on the business environment and to define proactive approaches to protecting organizational interests