

**INITIAL PUBLIC OFFERING
OF SHARES OF "WISER TECHNOLOGY" AD**

ISIN code: BG1100007076

**4,562,792 NUMBER OF ORDINARY, BOOK-ENTRY, REGISTERED SHARES WITH A PAR VALUE OF
1 BGN**

This Document contains all information about Wiser Technology AD and the securities issued by the Company, which are the subject of this initial public offering, namely - 4,562,792 new, ordinary, registered, book-entry shares with a par value of BGN 1.00 and an issue value of BGN 6.00 each. The document contains all the information necessary to make an investment decision, including the main risks that every investor must be informed about before becoming an investor in the Company's shares. Investing in securities is associated with certain risks, discussed in detail in Section VIII of this Document. It is in the interest of investors to familiarize themselves with this Document in detail before making the relevant investment decision.

THIS DOCUMENT FOR THE INITIAL PUBLIC OFFERING OF SHARES OF WISER TECHNOLOGY AD IS NOT SUBJECT TO APPROVAL OR CONFIRMATION BY THE FINANCIAL SUPERVISION COMMISSION. THE FINANCIAL SUPERVISION COMMISSION NEITHER APPROVES NOR DISAPPROVES INVESTMENT IN THE OFFERED SECURITIES, AND IS NOT RESPONSIBLE FOR THE ACCURACY OF THE INFORMATION PROVIDED IN THE DOCUMENT.

SEPTEMBER 09, 2025

ANNEX IX TO REGULATION (EU) 2017/1129

DOCUMENT UNDER ARTICLE 1, PARAGRAPH 4, FIRST SUBPARAGRAPH, POINT GA AND GB) AND ARTICLE 1, PARAGRAPH 5, FIRST SUBPARAGRAPH, POINT BA)

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I. The name of the issuer (together with the legal entity identifier (LEI)), the country of incorporation, a link to the issuer's website.

The company and trade name of the Issuer are identical - "Wiser Technology" AD. The company was established and registered as a limited liability company "Arexus" OOD, by virtue of Decision No. 1 dated 01.07.1998 under company case No. 8453 dated 1998 of the Sofia City Court in accordance with the legislation of the Republic of Bulgaria. By virtue of Decision No. 4 dated 10.11.2000 of the Sofia City Court, the name of the company was changed to "Framfab Bulgaria" OOD. The company was incorporated for an indefinite period of time. By virtue of Decision No. 5 dated 05.10.2001 of the Sofia City Court, the name of the company was changed to "Bianor" OOD. By virtue of Decision No. 9 dated 23.03.2006 of the Sofia City Court, on the basis of Article 264 of the Commercial Code, the limited liability company "Bianor" OOD was transformed into a joint-stock company "Bianor" AD, by changing its legal form. By virtue of Decision No. 17 dated 28.12.2007, the name of the company was changed to "Bianor Holding" AD. By decision dated December 23, 2024, the company changes its name to Wiser Technology AD.

The place of registration of the Issuer is Bulgaria, district: Sofia (capital city), postal code 1784, Mladost district, 111R Tsarigradsko Shose Blvd., Synergy Tower, fl. 15. Phone: **Tel.: 0889 255 075**, Email info@wisertech.com, Website: <https://wisertech.com> . The company is registered in the Commercial Register and the Non-Profit Legal Entities Register under UIC 175061032, under company file No. 8453/1998, according to the docket of Sofia City Court, Company Division. Legal Entity Identifier (LEI) code of the Issuer: 894500909IR2G2GVHT96.

The legal form of the Issuer is a joint-stock company. The company is established and operates in accordance with the legislation of the Republic of Bulgaria.

Investors should note that the information on the Company's website is not part of the Document unless such information is expressly incorporated by reference into the Document.

II. A declaration by the persons responsible for the document that - to the best of their knowledge - the information contained in the document corresponds to the facts and that there are no omissions in it that could affect its meaning.

The members of the Board of Directors of Wiser Technology AD - Kostadin Stoianov Jordanov, Martin Vladimirov Dimitrov, Rosen Nikolaev Ivanov, Dimitar Georgiev Dimitrov, Georgi Iliev Sokolov, Torsten Wegener, Ivanka Visnjic, and Ivaylo Dimchev Slavov - are jointly and severally liable for damages caused by false, misleading or incomplete data in the entire Document, respectively for all information therein.

Responsible for the preparation and information in the Document are:

- Martin Radosvetov Petrov – Executive Director of Investment Firm Sofia International Securities AD and
- Kostadin Stoianov Jordanov – Executive Director of Wiser Technology AD

The above-mentioned persons declare that, to the best of their knowledge, the information contained in the Document corresponds to the facts and there are no omissions in it that may affect its meaning.

III. The name of the competent authority of the home Member State. A declaration that the document does not constitute a prospectus within the meaning of Regulation (EU) 2017/1129 and that it has not been subject to review and approval by the competent authority of the home Member State.

The competent authority of the home Member State in accordance with Article 20 is the Financial Supervision Commission of the Republic of Bulgaria.

This document does not constitute a Prospectus within the meaning of Regulation 2017/1129 and has not been subject to review and approval by the competent authority of the issuer's home Member State (Republic of Bulgaria).

IV. A declaration of continuous compliance with reporting and disclosure obligations throughout the period during which the securities are admitted to trading, including Directive 2004/109/EC, where applicable, Regulation (EU) No 596/2014 and, where applicable, Delegated Regulation (EU) 2017/565.

The Issuer declares that it continuously complies with the reporting and disclosure obligations for the entire period during which the Issuer's securities are admitted to trading, including but not limited to Directive 2004/109/EC, Regulation 596/2014, and Delegated Regulation (EU) 2017/565.

V. Indication of where the regulated information published by the issuer under current disclosure obligations is available and, where applicable, where the most recent prospectus can be obtained.

The regulated information published by the Issuer under current disclosure obligations is available on the issuer's website: <https://investor.wisertech.com/vatreshna-informacia/>, as well as on the page of the organized market where the Issuer's securities are admitted to trading - Bulgarian Stock Exchange AD: <https://www.bse-sofia.bg/bg/issuer-profile/WISR/> .

The most recent Prospectus of the Issuer can be obtained from the Issuer's website: <https://investor.wisertech.com/wp-content/uploads/2024/09/Prospekt-za-IPO-04.09.2024.pdf>

VI. A declaration that at the time of the offering the issuer does not delay the disclosure of inside information pursuant to Regulation (EU) No 596/2014.

The Issuer declares that at the time of the offering, the Issuer does not delay the disclosure of inside information pursuant to Regulation (EU) No. 596/2014.

VII. The reasons for the issuance and the use of the proceeds.

In relation to Regulation (EU) 2024/2809, the following should be noted:

- (a) The company's shares were admitted to trading on the Bulgarian Stock Exchange AD (BSE) on 10.09.2007, and have been traded continuously since then;
- (b) On 11.11.2024, shares from the company's capital increase were admitted to trading on the Bulgarian Stock Exchange based on a published Prospectus for Public Offering, approved by the Financial Supervision Commission by virtue of Decision No. 621-E dated 03.09.2024.
- (c) The securities offered on the basis of this Document are from the same issue as the already admitted to trading equity securities of the issuer with Stock Exchange Code WISR (old Stock Exchange Code BNR) and ISIN code of the issue BG1100007076.
- (d) The Securities are not being issued in connection with a takeover bid for exchange, merger or division.
- (e) The New Securities are not issued by the Issuer in connection with a restructuring or the commencement of insolvency proceedings.
- (f) This Document is made available to the public, which does not constitute a Prospectus within the meaning of Regulation (EU) 2017/1129, but contains the information specified in Annex IX of the same Regulation as supplemented by Regulation (EU) 2024/2809.

In connection with the above, there is a fulfillment of the grounds for exemption from the requirement to publish a Prospectus for this public offering set out in Article 1(4), point "gb" of Regulation (EU) 2017/1129 as supplemented by Regulation (EU) 2024/2809.

The publication of this Document also complies with the legal requirement for a combined exemption in accordance with the procedure set forth in Article 6 of Regulation (EU) 2017/1129 with regard to the admission to trading of the new shares, in connection with the fulfillment of the requirement under Article 1(5), point "ba", item "iii" of Regulation (EU) 2017/1129.

To the extent that the rights to subscribe for shares from the Issuer's capital increase are related to the shares from the capital increase for which admission to trading on the BSE will be requested, and which shares are covered by the exception under Article 1(4), point "gb" of Regulation (EU) 2017/1129 for the publication of a Prospectus, this exception is also applicable to the subscription rights,

representing a preferential right under the Public Offering of Securities Act (POSA) of the current shareholders to subscribe for the securities subject to the exemption.

This public offering is being carried out by the Company in order to raise capital to repay a bridge financing liability for the acquisition of the remaining share package in the capital of Prime Holding AD, integration of the companies into the Group and funds for future acquisitions of companies from the IT sector.

The funds from the offering will also be invested in existing businesses (investments in subsidiaries). The nature of the Company's activities implies a relatively low level of tangible fixed assets. Investments are mainly expressed in costs for acquiring shares in other companies, investments in expansion and additional qualification of personnel, and marketing and business development costs for the introduction of the services offered and the attraction of new clients. The offering of the securities is not subject to an underwriting agreement on a firm commitment basis. The Issuer of the securities is not aware of any conflicts of interest related to the offering.

The table below shows the Issuer's expectations regarding the financing of future acquisitions.

Table 1.

Sources and Uses of Funds in thousands of BGN	Upon full subscription	Upon minimum successful subscription
Redemption of a bridge loan for the acquisition of "Prime Holding" JSC.	16 836	13 669
Funds for future acquisitions	5 000	0
Investments in existing businesses	0	0
Share issuance costs	361	19
Working capital	5 180	0
Aggregate expenses	27 377	13 688
Capital raise	27 377	13 688
Issuer's own cash funds	0	0
Bank loans	0	0
External sources	27 377	13 688

Source: Issuer's data and SIS calculations

The expected proceeds upon minimum successful subscription in the amount of BGN 13,688 thousand will not be sufficient to cover the main purpose and accordingly it will be necessary to use the Issuer's cash and/or bank financing in the amount of BGN 3,167 thousand to refinance the bridge loan for the acquisition of Prime Holding AD. If the offering is maximally successful, the funds raised will be sufficient to cover all intended purposes. A significant part of the funds from the capital increase in the amount of BGN 16,836 thousand (with a minimum subscription of BGN 13,669 thousand) will be used to repay the utilized part of the bridge financing to UBB AD, used by the Issuer to acquire the remaining batch of shares from the capital of Prime Holding AD. Funds from the capital increase will not be used to acquire assets outside the Issuer's ordinary activities.

VIII. Issuer-specific risk factors.

Risks related to the Issuer's financial situation

Wiser Technology AD operates as a holding company, with the other companies in the Issuer's group providing a wide range of specific IT services. The company is a direct or indirect shareholder and controls companies with narrow specialization and exposure to specific risks - testing and implementation of software and communication solutions, software services.

Operational risk

Operational risk can be defined as the risk in daily operations of losses resulting from malfunctioning internal processes related to management. The main risk in this regard would be potentially unsuccessful acquisition transactions or unsuccessful integrations of acquired companies. The effects of such circumstances would be a reduction in the revenues and/or profits of the subsidiaries and, accordingly, of the holding company and an overall deterioration in its operating results and development prospects. Management considers this risk to be paramount and addresses it by seeking to add to its portfolio companies with a different technological profile, but with strong historical results, proven successful management, high professional and ethical standards, and a similar work culture. The company engages independent appraisers to evaluate the companies, as well as professional management with experience in acquisitions, mergers and integration of subsidiaries. Also, a main goal of the acquisition strategy is to expand the customer portfolio to reduce the dependencies of individual companies.

For operational risks, the Company also accepts the risk of losses caused by imperfect or failed procedures, policies, systems, or events that disrupt business operations. This category also includes potential employee errors, criminal activity such as fraud. The probability of such events is considered low, but the Company pays special attention to security and personal responsibility, especially with regard to access to information and cybersecurity. As a result, the Company is certified according to NATO standards for design, development and quality control - NATO AQAP 2110 & 2210, implements the alliance's STANAG standards - NATO STANAG 7023 & STANAG 4609, has a registry for classified information and personnel with clearance to work with classified information.

Foreign-exchange risk

A significant portion of the subsidiaries' contracts with customers are denominated in US dollars and expose the Company to foreign-exchange risk, as sales revenue may be adversely affected by a decline in the US dollar exchange rate against the Bulgarian lev. As of March 31, 2025, the percentage of revenues denominated in US dollars is 28%. Exposure to exchange rate risk may vary throughout the year depending on the volume of contracts concluded in US dollars.

The global economic environment and the dynamics of international markets could lead to unexpected changes in the USD/BGN exchange rate and this could affect the Group's financial results in the future. Management considers this risk to be relatively high and of significant importance to the business and therefore, the Company plans to hedge the foreign-exchange risk. "Wiser Technology Solutions" EOOD

has signed a framework agreement for currency trading under forward terms, effective from 24.10.2022.

Interest rate risk

Interest rate risk is related to the possibility of an increase in interest rates in the country. One of the ways to finance the company's acquisitions is through bank loans. The Company is exposed to the risk of changes in the basic interest rates on current and future investment loans, as well as from adverse changes in the terms and conditions upon renewal of an overdraft loan. This risk is of high probability and significance and the Company makes special efforts to build long-term partnership relationships with banks and negotiate preferential terms.

Credit risk

Credit risk is the risk that a counterparty will not pay its liability to the Group. The Group is exposed to this risk when granting loans, incurring receivables from customers, and others.

The Company regularly monitors the non-payment of liabilities of its clients and other counterparties, established individually or in groups, and uses this information to control the credit risk. As of the end of each reporting period the management reviews the rough estimate of losses arising from any doubtful and uncollectible receivables.

With respect to trade and other receivables, the Group is not exposed to significant credit risk to any single counterparty or to a group of counterparties that have similar characteristics. Based on historical indicators, management believes that the credit rating of trade receivables is excellent. In practice, when implementing projects specifically in the defense sector, such as those that are part of the Group's projects, there is no risk of uncollectibility.

The credit risk on Cash and Cash Equivalents is considered insignificant as the counterparties are banks with a good reputation and high credit rating. The significance of this risk is medium.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to repay its liabilities on time. The Company meets its liquidity needs by carefully monitoring the payments under the repayment plans of its financial liabilities, as well as the inflows and outflows of funds arising in the course of operating activities. Liquidity needs are monitored for different time periods - daily and weekly, as well as on the basis of 30-day forecasts. Liquidity needs for periods of 180 and 360 days are determined on a monthly basis.

When assessing and managing liquidity risk, the Group considers expected cash flows, available cash and trade receivables. Prudent liquidity risk management implies maintaining a sufficient amount of cash and liquid securities, as well as opportunities for additional financing with loans.

Due to the dynamic nature of the main types of business, the Company strives to achieve flexibility in the use of various financial instruments to guarantee liquidity.

The significance of this risk is medium.

Risk associated with customer dependence

There is no guarantee that customers who have previously represented a significant portion of sales will continue to generate revenue, or that they will generate the same amount or more revenue. The company's financial performance and its financial stability may be significantly negatively affected by the failure to realize expected orders or by their postponement or reduction. The company, respectively its subsidiaries, pursue a policy of building long-term relationships with its clients, which also brings a great deal of predictability. This limits potential fluctuations in revenue in the short term and provides time to react and negotiate new relationships with other customers in the event of termination of those with a large existing customer. Defense industry projects are multi-year and provide significant stability and predictability to the business. The significance of this risk is high.

Risk of incurring liability for non-performance under service contracts

The Company's projects have a high level of complexity and may sometimes contain defects or errors that are difficult to detect and fix. Despite long and extensive testing, it is possible that such defects may appear after the project is delivered, which may result in additional commitments on the part of the Company or liability for compensation payments. Although the contracts between the issuer and its clients contain clauses limiting the amount of compensation as a percentage of the value of the entire project, it is possible that in a lawsuit these clauses may not provide effective protection for the Company against claims and the liabilities and costs of such claims. The Company considers this risk important to the business and addresses it through strict discipline in the development and testing process.

Risks in managing growth

The Company strives to ensure liquidity and meet its growing working capital requirements through internally generated cash flows. The Company makes significant efforts to consciously, conscientiously and effectively manage growth risks. The Company has integrated process and activity management software, which provides broad opportunities for obtaining accurate, timely and complete information for the purposes of making management decisions and managing change. However, there are no guarantees that the Company's management, personnel, systems, processes and controls will be consistently and completely adequate to sustain the pace of growth in the future and that the qualified personnel necessary for growth will be attracted and retained. The significance of this risk is high.

Integration risk

The significant number of acquisitions within a relatively short period of time leads to the occurrence of an integration risk, related on the one hand to maintaining a homogeneous corporate identity before counterparties, and on the other hand to successfully creating a corporate culture among all personnel, including key employees, in relation to the short-term and strategic financial and non-financial goals of the Company and its overall development strategy. The significance of this risk is high.

Risks related to the Issuer's business activities and the industry

Industry and business risk

The holding company is exposed to industry and business risk for each of its subsidiaries.

Industry risk is related to technological changes in the IT services sector, the positions of international and local competitors, and the ability of management to adapt quickly and effectively to changing standards in the sector. If the group fails to offer competitive services, this could have an adverse impact on its results and operations.

This also includes the external strategic risk of economic and financial crisis, or deep shocks in the macroeconomic environment, both in Bulgaria and at the global level. They are measured by a decrease in realized economic growth, high inflation and a decrease in income, respectively a decrease in the demand for various goods and services, etc. Similar negative trends in the macroeconomic environment can affect the market performance and operating results of many sectors of the economy, including the Information Technology sector. In a potential situation of economic and financial crisis, an overall decrease in demand for software services worldwide can also be expected. The company's management considers the probability of such a scenario and its significance to be high and prioritizes measures to overcome it through investments in the companies' marketing and sales activities, entry into new markets, a strategy for long-term engagement with customers, technological partnerships, as well as building an internal ecosystem for mutual support of subsidiaries with projects and human resources.

The sharp decline in valuations and multiples at which some companies in the US and Europe are trading in recent months may lead to a trend of cost optimization, which in turn could reduce outsourcing to group companies. This risk is minimal in the projects in the field of defense, where the trend is towards increasing work volumes, and collection rate for completed project phases is almost guaranteed.

Business risk, in turn, is determined by the nature of the activity of the respective subsidiary and represents the uncertainty of receiving revenues inherent in the specific sector in which each company of the Group operates. The realization of any of these risks could have a material adverse effect on the financial situation and operating results of Wiser Technology AD. The significance of this risk is high.

Risk related to personnel

The Group is largely dependent on the ability to attract, motivate and retain employees. There is uncertainty regarding the possibility of hiring personnel with the necessary professional qualifications. The risk of the Group's inability to recruit and retain sufficiently qualified personnel, at an acceptable level of remuneration, may have an adverse effect on its business, operating results and financial situation.

Wiser Technology AD manages this risk through a set of activities, including, but not limited to, planning the necessary human resources, outsourcing, imposing an employer brand, increasing employee motivation by providing a good environment for professional development, a competitive level of remuneration, a pleasant work culture and long-term employee incentive plans. An Employee Incentive Plan through participation in the Company's capital has been implemented, approved by the Extraordinary General Meeting of Shareholders on 12.12.2024. This Plan cancels and replaces the Employee Incentive Plan through participation in the capital, approved by a decision of the Extraordinary General Meeting of Shareholders on 14.05.2024.

The Group may encounter unethical behavior and/or negligence by individual employees. Unethical behavior can lead to financial loss and damage the Group's reputation. To prevent this, Wiser Technology AD conducts training for all employees on standards for safe internal and external communication, ensuring technical security in IT hardware and communication channels. The significance of this risk is high.

Intense competition

The IT sector internationally is highly fragmented (characterized by a huge number of companies, each of which has a small market share) and competition is particularly intense. The differentiation of companies is low and substituting one for another is relatively easy.

A large number of companies offer services that directly compete with those offered by the issuer, with some of these companies having greater financial, managerial, marketing, technical and human resources. Additional competition for the issuer is the internal departments of existing and potential clients that are engaged in software programming and development activities.

In terms of software services, reputation, specialization and certification (of core processes, quality control systems and staff skills) are key factors in winning customers and building a competitive advantage in the sector.

Other external strategic risk factors are dynamic technological changes in the IT services sector, increasing the positions of international and local competitors. The holding company and its subsidiaries operate in an extremely dynamic segment in which technologies have a significant impact and are a source of competitive advantage.

The emergence of new, better or cheaper services can quickly lead to the loss of advantages, and consequently, customers, which is why it is important for the Company to keep up with innovations in technology and the development of its customers' needs.

The Company's competitiveness is largely determined by the following factors - a solid engineering foundation and understanding customers in the right business context. Risk represents the relative sensitivity of the customers that the Company has chosen to serve as a target market to using the services of developers located outside their own country and the relevant business environment. The significance of this risk is high.

Management treats this risk as particularly important and diversifies it by acquiring companies with different technological profiles, specializing in the most up-to-date technologies and with strong competitive advantages. This way, a wider range of IT services is covered without creating internal competition within the group.

Risk of technology change

The Issuer and its subsidiaries operate in an extremely dynamic segment in which technologies have a significant impact and are a source of competitive advantage. For this reason, there is a risk of delayed

adaptation to new technologies due to lack of knowledge, experience or sufficient financing, which may have a negative effect on the Issuer. Slow adaptation to new realities may lead to loss of competitive positions and market share, which in turn will lead to deterioration of the Group's results. The significance of this risk is medium.

Risk of Artificial Intelligence (AI) penetration

The penetration of artificial intelligence (AI) into software companies can represent both an opportunity and a strategic risk. The risks include several key aspects: 1. Job loss: AI automates tasks such as software development, testing, and maintenance, leading to layoffs. In 2025, over 100,000 people in the IT sector lost their jobs due to AI deployments at companies such as Intel and Microsoft; 2. Security and vulnerabilities: AI systems can be used for cyberattacks, including generating deepfakes or phishing. Autonomous AI agents increase cybersecurity risks, requiring new approaches to protection. In addition, intentionally or unintentionally embedding vulnerabilities in AI-generated code can compromise the security of products; 3. Ethical and legal challenges: AI can reproduce biases from the data it is trained on, leading to discrimination in software solutions. The lack of transparency in algorithms makes it difficult to understand decision-making, which breeds distrust; 4. Infrastructure constraints: The rapid advancement of AI requires a powerful infrastructure, which is often lacking, limiting efficiency and increasing costs for IT companies; 5. Concentration of power: The dominance of AI developments by large corporations can limit competition and innovation in the IT sector, reinforcing inequality; 6. Data degradation: Over-reliance on synthetic data generated by AI can lead to “model collapse”, in which the quality of information deteriorates, reducing the reliability of AI systems.

To mitigate these risks, strict regulations, ethical standards and investments in training personnel to oversee and optimize AI systems are recommended.

The company assesses this risk as high and of great importance to the business, and addresses it through investments in training and skills development, as well as through the acquisition of a specialized company in the field of AI.

Legal and regulatory risk

Risk arising from an ineffective judicial system

Although Bulgarian legislation is largely harmonized with European Union law, the legal system and administration of justice in the country are still in the process of reform. From the Issuer's perspective, it is essential to be able to quickly and effectively resolve disputes regarding ownership, compensation, breaches of contractual clauses, etc. In this context, the Company is exposed to a risk arising from the fact that judicial and administrative practice in the courts in Bulgaria is not yet fully harmonized, which affects the effectiveness of the administration of justice and the Company's ability to successfully defend its legal interests and seek compensation for damages caused. The significance of this risk could be categorized as medium.

Risk arising from changes in the regulatory framework relating to public companies

The activities of public companies in Bulgaria are regulated by the Public Offering of Securities Act (POSA).

We should note that the POSA has been amended and supplemented over 25 times in the last 10 years, which creates significant uncertainty for public companies regarding the regulatory framework in which they operate, due to dynamically changing legal norms. This creates a risk that the Company may inadvertently default on its regulatory obligations for a certain period, as well as increases the costs it incurs to ensure compliance with regulatory requirements. There is also a risk that in the future, legislation regulating the activities of public companies will impose additional and stricter requirements on public companies in order to protect shareholders, which may lead to higher costs associated with the implementation of these requirements (for example, additional costs associated with a requirement to disclose information, the appointment of an additional employee to monitor regulatory compliance, etc.). The significance of this risk can be determined as medium.

There is also a risk of potential legislative changes unfavorable to business (regulation regarding remote workplaces, import of specialists, export of services, changes in tax and social security rates, etc.), as a result of which the environment in which local business entities operate may change negatively. Management considers the probability of such an adverse development and its significance to be medium high.

Internal control risk

Operational risk

This is the risk of disloyal or unethical behavior by the Company's employees or members of its Board of Directors. In this regard, the bad faith performance or failure to perform contractual obligations by these persons may have a significant negative impact on the Company's operations and financial results. The members of the Board of Directors of the Company are persons with good reputation, professional qualifications and experience in the field of activity of the Company. For this reason, the significance of this risk could be determined as medium.

Environmental, social and management risks

Risk of executing transactions between Wiser Technology AD and its related parties, the terms of which differ from market conditions

There is a risk of executing transactions between Wiser Technology AD and entities related to the Company, the terms of which differ from market conditions. Such transactions would harm the interests of the shareholders of the Company, as they may result in losses or lost profits for the Company. To date, all transactions concluded between Wiser Technology AD and the Company's related entities have been carried out at market conditions and there is no practice for the terms of the transactions to deviate from market levels. The significance of this risk can be determined as medium.

Systematic risks

Tax risk

Taxes payable by commercial companies in Bulgaria and the USA include corporate tax, local taxes and fees, value added tax, excise duties, export and import duties. Of decisive importance for the financial result of Wiser Technology AD is the preservation of the current tax regime.

There is no guarantee that legislation that is directly relevant to the Company's operations will not be amended in a way that would result in significant unforeseen costs and, accordingly, adversely affect its profits. The taxation system in Bulgaria is still developing, which may result in contradictory tax practices. The significance of this risk can be determined as medium.

Political risk

Induced risks as a result of the military conflict in Ukraine and the Gaza Strip

Russia's military invasion of Ukraine, which began in early 2022 and is currently ongoing, is causing widespread international repercussions and affecting countries in Europe in various aspects. The Company does not have direct exposure to the markets of Ukraine or Russia, however, the continuation of the conflict could indirectly affect the Company's operations due to the economic, financial and reputational risk for the region.

In early October 2023, Hamas militants invaded Israel, taking hostages and killing thousands of Israeli citizens. The ongoing war between Israel and Hamas has ended the Middle East process of détente and increased the risk of escalation of the conflict in the region. The continuation of the war increases the risk of terrorist attacks in Europe and may indirectly affect the Company's operations due to the economic, financial and reputational risk for the region.

There is a risk of continued deterioration of the economic situation in the countries where the holding operates and entry into recession as a result of the global economic crisis caused by the war in Ukraine and the resulting uncertainty in supplies and increase in energy prices. The significance of this risk is medium.

Political instability as a result of an unstable ruling parliamentary majority and government

For political risk in Bulgaria, the Company accepts the probability of economic shocks related to a change of government or a sudden change in its policy regarding business. The significance of this risk is medium.

Macroeconomic risk

This is the risk of macroeconomic shocks, which are measured by realized economic growth, increase/decrease in productivity and income of the population, etc.

Positive/negative trends in the macroeconomic environment affect the market performance and the final results of the activities of all sectors of the economy. The significance of this risk can be determined as high.

Inflation risk

This is the risk of a decrease in purchasing power and depreciation of the local currency. The risk of increased inflation for the Company, on the one hand, is in the direction of an increase in its operating expenses, which, if not compensated by an increase in revenues, will lead to a deterioration in the Company's profitability. The openness of the Bulgarian economy to foreign goods and energy sources and the fixed exchange rate of the lev (BGN) to the Euro create a risk of imported inflation. Currently, there are indications that inflation in the country is decreasing and this trend is expected to continue at least in the short term. The significance of this risk can be determined as medium.

Foreign-exchange risk

Foreign-exchange risk arises from changes in the exchange rate of the lev (BGN) against foreign currencies in which business entities conduct their business. The Bulgarian lev is pegged to the Euro at a rate of 1.95583 leva per 1 Euro under a currency board arrangement. Exchange rate fluctuations change (improve or worsen) the realized volume of planned cash flows denominated in local currency, which leads to changes in the realized financial result. Preserving the currency board system until January 1, 2026, when Bulgaria will adopt the Euro as its national currency, together with the increase in international foreign exchange reserves, effectively minimizes the foreign-exchange risk with respect to revenues in Euro.

The company is exposed to the impact of direct foreign-exchange risk, as a significant portion of its revenues are generated in a currency other than Bulgarian lev and Euro. The significance of this risk is high.

Interest rate risk

Interest rate risk represents the potential negative effect on the Company's profit from an increase in market interest rates. Given the nature of the activity and the possibility for the Issuer to finance part of its investments with borrowed loan capital, which, if at a floating interest rate, will depend on the market environment. If interest rates rise, the Issuer will generate more interest expenses, which will negatively impact the Company's profit. If necessary, this risk can be managed through the use of hedging financial instruments such as interest rate swap. The significance of this risk can be determined as medium. The company makes special efforts to build long-term partnership relationships with banks and negotiate preferential terms.

Risk associated with unemployment

The risk associated with unemployment is related to a decrease in the real purchasing power of some economic entities (and thus the real aggregate demand in the economy), as a result of the decline in labor demand. Increased unemployment leads to a decrease in demand, which, in turn, has a negative effect on business entities and thus puts pressure on their solvency, and this has an impact on their business relations with the Issuer. The decline in the demand for labor resources on the market may be a result of structural changes in the economy, due to the economic cycle entering a crisis phase,

maintaining artificially high wage levels, etc. The unemployment rate has registered a steady improvement over the past few years.

Provided that due to various circumstances, including the wars in Ukraine and the Middle East, unemployment not only in Bulgaria but also in the target markets of the companies in the Issuer's group begins to grow again, this would have a negative impact on the Company. The significance of this risk can be determined as medium.

Risk of slowed economic growth

The interaction between economic growth and the country's external indebtedness has a direct impact on the formation and change of market conditions and the investment climate. Official statistics show real growth in gross domestic product ("GDP") and GDP per capita.

After the introduction of the Currency Board system in 1997, Bulgaria achieved macroeconomic stability and good economic development indicators. On the other hand, the unfavorable turn of the global and, in particular, the European economic cycle is a prerequisite for a potential slowdown in economic growth.

A slowdown in the economy of the European Union and Bulgaria or any other uncertainty regarding economic development may make consumers and business organizations cautious and this may affect their willingness and ability to use the Company's services.

Most analysts expect a slowdown in growth and even a contraction of the economies of developed Western European countries, with expectations that this process will reach Bulgaria, albeit with a delay and in a milder form. The slowdown in economic growth and the related restrictions on spending by private companies and their insufficient compensation with countercyclical measures by national and supranational government authorities may negatively impact the Issuer's revenues and profitability. The significance of this risk can be determined as medium.

Credit risk for the country

Credit risk represents the probability of deterioration of Bulgaria's international credit rating. A low credit rating of the country may lead to higher interest rates and more difficult financing conditions for commercial companies, including the Issuer. On June 4, 2025, the European Commission and the European Central Bank published an extraordinary convergence report, which officially certified Bulgaria's full compliance with the Maastricht criteria. This key document confirms the country's economic readiness to join the eurozone, paving the way for its integration into the single European currency with effect from January 1, 2026. As a result, Bulgaria's credit rating was upgraded by the rating agencies.

Table 2.

Long-term Credit Rating, Foreign Currency

Rating agencies	Rating	Outlook	Date	Action
Scope Ratings	A-	Stable	11 July 2025	upgraded
S&P Global Ratings	BBB+	Stable	10 July 2025	upgraded
Fitch Ratings	BBB+	Stable	10 July 2025	upgraded
Moody's Investors Service	Baa1	Stable	24 January 2025	affirmed

Source: Ministry of Finance

The significance of this risk can be determined as medium.

Risk of catastrophic events and other force majeure circumstances

The Company's activities may also be influenced by other changes in the global and regional economic and political situation, arising as a result of military actions, civil disobedience, epidemics, natural disasters and other force majeure circumstances, which may hinder or prevent the implementation of the Company's objectives. The difficulty of predicting these events and the impossibility of full insurance necessitates the use of a precise approach to analyzing the available information and determining a program of actions in the event of a crisis situation. The effects of the war in Ukraine may affect interest in the offering and/or delay the implementation of the Issuer's corporate strategy. In this regard, it should be noted that the Issuer has no firm commitments to make the investments. The significance of this risk can be determined as medium.

Risks related to the nature of the securities

Price risk

After admission to a regulated market, the price of the shares of Wiser Technology AD will be determined depending on the supply and demand for shares on the stock exchange, the financial results of the Company, and the announced news and events. As a result of these factors, the price of shares may increase or decrease. The risk for the shareholders of Wiser Technology AD is expressed in the possibility of realizing losses due to fluctuations in share prices. These fluctuations can be sharp and long-term.

The prices of publicly traded shares are generally influenced by the political situation in the country and the region, changes in the government's economic policy, changes in legislation and the investment climate. The shares of Wiser Technology AD could also change their market price as a result of the impact of these factors.

The Company cannot and does not guarantee that the price of its offered common shares will increase over time. The significance of this risk factor can be determined as high.

Risk related to the Bulgarian securities market

Investors may have less information about the Bulgarian securities market than is available for companies in other securities markets. The Financial Supervision Commission monitors the disclosure of information and compliance with other regulatory standards on the Bulgarian securities market, compliance with laws and issues regulations and instructions on obligations regarding disclosure of information, trading in securities in the presence of inside information and other issues. However, there may be less publicly available information about Bulgarian companies than is typically made available to investors by public companies on other securities markets, which may have an impact on the stock market. The significance of this factor can be determined as medium.

Liquidity risk

Liquidity risk for investors is expressed in the uncertainty about the presence of active market demand for the shares of Wiser Technology AD during a certain period of time. In the absence of active trading and low interest in the Company's shares, their price may decrease and shareholders may realize losses. Investors should keep in mind that at some point, in the absence of adequate market demand, they may not be able to sell all or part of their shares at their desired price. The level of liquidity of the Company's shares depends on both their attractiveness and the general condition of the capital market in the country. The significance of this factor can be determined as high.

Foreign-exchange risk

The foreign-exchange risk that the shares of Wiser Technology AD carry arises from the fact that they are denominated in Bulgarian leva. Changing the exchange rate of the lev against another currency would change the return that investors expect to receive. Any possible depreciation of the lev (BGN) would lead to a decrease in the profitability of investing in the Company's shares. On the other hand, a decrease in profitability would lead to a decline in investor interest and, accordingly, a decrease in share prices. The fact that the Bulgarian lev is legally fixed to the Euro largely eliminates foreign-exchange risk and causes the movement of the lev against other international currencies to be entirely subject to the behavior of the common European currency. In this sense, foreign-exchange risk could be defined as low for investors whose base currency is Bulgarian lev or Euro, and high for investors whose base currency is different from these two.

When considering this risk, the announced adoption by Bulgaria of the Euro as the national currency from 01.01.2026 at a fixed exchange rate of BGN to the Euro of 1.95583 should also be taken into account, which significantly eliminates the factors leading to reduced foreign-exchange risk. The significance of this risk factor can be determined as medium.

Price risk arising from significant transactions in the Issuer's shares

If a significant number of shares are offered for sale, the stock price of the shares may decrease. Such sales may also make it difficult for Wiser Technology AD to issue new shares in the future, when and at whatever price the Company deems appropriate. For this reason, the significance of this risk factor can be determined as high.

Dilution risk in future financing through share issuance

Wiser Technology AD may issue additional ordinary shares in the event of subsequent capital increases. According to Bulgarian law, the Company is obliged to offer these ordinary shares to the current shareholders in accordance with their right to acquire a portion of the new shares corresponding to their share in the capital before the increase. Nevertheless, current shareholders may choose not to participate in a future issuance of common shares, which will result in a “dilution” of their current participation in Wiser Technology AD, i.e. their stake in the Company will be reduced. The significance of this risk could also be determined as high.

Lack of guarantee for dividend payment

The payment of a dividend depends on the financial situation of the Company, respectively on the realization of a positive financial result from the activity. There are no guarantees that the Company will achieve sufficient positive results in the future to distribute a dividend. The significance of this risk could also be determined as high.

Inflation risk

The manifestation of inflation risk for the shareholders of Wiser Technology AD would occur in cases where the income from the shares (price increase and/or dividends received) is less than the inflation rate for the investment period. Inflationary processes lead to a decrease in the real return that investors receive.

Although in the long term, equity returns typically outpace inflation in Bulgaria and other emerging market economies, there are no guarantees for investors in Wiser Technology AD shares that their investment will provide real protection against inflation. The significance of this risk can be determined as high.

Stock price volatility risk

There is a risk of sudden movements in the Company's share prices. They can be caused by both fundamental factors specific to the Issuer itself (e.g. publication of financial results, corporate events such as change of ownership, etc.), and external factors beyond the control of Wiser Technology AD, occurring in the local and international financial markets (e.g. collapse of trading systems, computer errors, drying up of liquidity in the markets, etc.). The volatility caused by sharp movements in stock prices can lead to significant losses for investors in them. The significance of this risk can be determined as high.

Risk of change in the taxation regime of investments in securities

As of the date of preparation of this Document, capital gains realized from the sale of securities of public companies on a regulated market in Bulgaria are not subject to tax. There is a risk that this tax regime regarding taxation of income from securities transactions may be changed in the future, which would lead to an increase in the tax burden for shareholders and a decrease in their profits from trading in the Company's shares. The significance of this risk can be determined as medium.

Risks related to the public offering and/or admission of securities to trading on a regulated market

Risk of unsuccessful implementation of the public offering of securities

In the event of an unsuccessful implementation of the public offering of securities, the Issuer will not implement the planned investment program for the acquisition of new companies from the IT sector, which will delay and complicate the implementation of its development strategy. The significance of this risk is high.

Risk of inability to exercise rights in the current and future increase in the Issuer's capital

Since, according to the terms of the offering, the ratio between the rights issued and one new share is 3.6:1 right/share, there is a risk that current shareholders, holding a smaller number of shares (respectively rights) than required for the subscription of one share in the current capital increase, will not be able to exercise their rights and participate in the capital increase of the Issuer. At the same time, there are no guarantees that in the event of a future capital increase, this ratio will not again be fractional (non-integer), respectively, in the event of future capital increases of the Issuer, shareholders holding only one share will not be able to exercise their rights and participate in the capital increase of the Issuer. The significance of this risk could be determined as medium.

IX. The characteristics of the securities (including ISIN).

The subject of this public offering are ordinary, registered, book-entry shares of the capital of Wiser Technology AD with Stock Exchange code WISR (old stock exchange code BNR) and ISIN code of the issue BG1100007076.

The shares issued to date by Wiser Technology AD, as well as the shares from the capital increase of the Company for which this Document has been prepared, are issued in accordance with Bulgarian legislation.

The Public Offering of Securities Act requires that shares issued by a public company be registered and book-entry.

According to its Articles of Association, Wiser Technology AD may issue one class of shares: ordinary shares. Restricting the rights of individual shareholders of one class is not permissible.

The issuance and transfer of the Company's shares takes effect from the entry of the issuance, respectively their transfer, in the "Central Depository" AD, which is the Bulgarian national register for book-entry securities.

The book of shareholders of Wiser Technology AD is kept by Central Depository AD, having its head office and registered office at the following address: the city of Sofia, 6, "Tri ushi" Str. 6, fl. 4.

Important issues for investors in connection with the issuance of shares and subsequent trading in them are regulated in the following regulatory acts:

- Public Offering of Securities Act;
- Markets in Financial Instruments Act;
- The Commercial Code;
- Regulation (EU) No 2017/1129 of the European Parliament and of the Council of 14 June 2017;
- Commission Delegated Regulation (EU) 2019/979 of 14 March 2019
- Commission Delegated Regulation (EU) 2019/980 of 14 March 2019
- Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014;
- Ordinance No. 2 of 9.11.2021 on initial and subsequent disclosure of information in public offering of securities and admission of securities to trading on a regulated market;
- Regulation No. 38 of 21.05.2020 on the requirements for the activities of investment intermediaries;
- Rules of the Bulgarian Stock Exchange AD;
- Regulations of Central Depository AD;
- Corporate Income Tax Act;
- Personal Income Tax Act;
- Foreign Exchange Act.

The shares from the issue of the capital increase of Wiser Technology AD are registered and book-entry. The registers of book-entry securities are kept by "Central Depository" AD, having its head office and registered office in the city of Sofia 1301, 6, "Tri ushi" Str. 6, fl. 4.

The issue of shares from the capital increase of Wiser Technology AD is denominated in Bulgarian leva. The par value of the offered shares is 1 (one) leva, and their issue price is 6.00 (six) leva.

The ordinary shares of the Company, which are the subject of the offering, grant equal rights to their holders. The rights granted by the shares are not and cannot be limited by rights granted by other types of securities, or by the provisions of a contract or other document. The Company may not issue preferred shares entitling to more than one vote in the General Meeting or to an additional liquidation share. The rights under the preferred shares are defined in the Articles of Association. As of the date of this Document, the Company has not issued and does not plan to issue any preferred shares before or after the date of this offering.

The General Meeting of Shareholders (GMS) includes shareholders with voting rights, with each share giving the right to 1 (one) vote at the GMS of the Company. The right to vote is exercised by the persons registered in the central securities register, kept by the Central Depository (CD), as having the right to vote 14 days before the date of the general meeting. The CD shall provide the Company with lists of shareholders as of the above-mentioned date and of foreign legal entities under Art. 136, subparagraph 1 of the Public Offering of Securities Act (POSA). Shareholders in a public company shall be entitled to authorize any natural or legal person to participate and vote in the GMS on their behalf, including, if the shareholder has explicitly indicated the method of voting on each of the items on the agenda, members of the Board of Directors of the Company. Shareholders and representatives shall identify themselves

and certify their presence by signing the list of shareholders and their representatives present at the GMS, drawn up in accordance with the requirements of Article 225 of the Commercial Code. According to Art. 116, subparagraph 1 of the POSA, the written power of attorney to represent a shareholder at the general meeting of shareholders of a public company must be for a specific general meeting, be explicit and specify at least:

1. the details of the shareholder and the proxy;
2. the number of shares to which the power of attorney applies;
3. the agenda of the issues proposed for discussion;
4. the proposals for decisions on each of the issues on the agenda;
5. the method of voting on each of the issues, if applicable;
6. date and signature.

According to Art. 116, subparagraph 3 of the POSA, the public company shall be obliged to provide a sample of the written power of attorney on paper or by electronic means, if applicable, together with the materials for the GMS or upon request after its convening. The Company shall publish on its website the samples of powers of attorney for voting by proxy. If the samples cannot be published for technical reasons, the Company shall be obliged to indicate on its website the manner in which the samples can be obtained in paper form, in which case, upon request by the shareholder, the Company shall send the samples by postal service at its own expense. Authorization can also be performed using electronic means. The public company shall be obliged to provide at least one method for obtaining powers of attorney by electronic means. It shall be obliged to publish on its website the terms and conditions for obtaining powers of attorney by electronic means. The Articles of Association of the public company may set additional requirements regarding the authorization, presentation of the power of attorney to the Company and the giving of instructions by the shareholder on the manner of voting, which requirements are necessary for the identification of the shareholders and the proxy or to ensure the possibility of verifying the content of the instructions and only to the extent that this is consistent with the achievement of these objectives. As of the date of this Document, the Issuer's Articles of Association do not provide for such additional requirements regarding authorization.

Each ordinary share entitles to a dividend in proportion to its par value. The Company shall distribute dividends in accordance with the procedure and under the conditions provided for in the Company's Articles of Association. The right to receive dividends shall be granted to persons entered in the CD registers as entitled to dividends on the 14th day after the day of the GMS, at which the annual financial report was adopted and a decision was made to distribute the profit. The CD shall provide the Company with a list of shareholders as of the above-mentioned date. The presence of the person on this list is a sufficient condition for him to receive a dividend after his due identification. The Issuer's Articles of Association may not provide for restrictions on the distribution of dividends, as well as special procedures for receiving dividends from non-resident holders. The expenses for paying the dividend

shall be at the expense of the Company. The Company shall be obliged to ensure the payment to shareholders of the dividend voted at the GMS within the deadlines provided by law. The dividend payment shall be made with the assistance of the Central Depository. The Issuer shall transfer the amount to be paid to the CD account, after deducting the taxes due, if any. The CD shall transfer the amounts for dividend payments to a cash custody account of clients of the persons who store and administer the shares, and foreign legal entities under Article 133 of the Markets in Financial Instruments Act who have acquired shares in their own name but for the account of other persons. In cases where the shares are held on own account, the dividend shall be paid through a financial institution. Persons entitled to dividends may exercise this right until the expiration of the general 5-year limitation period, after which the right is extinguished and the unreceived dividends remain in the Company.

The Issuer's Articles of Association and the applicable legislation provide only for the distribution of dividends as a means of distributing a share of the profit in favor of the Company's shareholders.

Each ordinary share entitles to a liquidation share in proportion to its par value. This right arises and may be exercised only if (and to the extent that) upon the liquidation of the Company after the satisfaction of the claims of all creditors, there is property remaining for distribution among the shareholders, and up to the amount of such property. Only persons registered in the registers of the central securities register as shareholders at the time of the termination of the Company are entitled to a liquidation share.

Additional rights granted by the shares:

- The right of each shareholder, upon a capital increase, to acquire shares corresponding to his share in the capital before the increase, which is ensured by issuing rights to persons registered as shareholders 5 business days after the publication of the announcement of the offering;
- The right of each shareholder, upon issue of convertible bonds or warrants, to acquire financial instruments of the issued class that correspond to his share in the capital before the issue;
- Right to participate in management, by resolving issues within the competence of the GMS, including to elect and be elected to the management bodies;
- Right to information, including the right to prior familiarization with the written materials on the announced agenda of the GMS and to freely receive them upon request, the right to ask questions at the GMS;
- Right pursuant to Art. 118, subparagraph 2, item 4 of the POSA to request the inclusion of issues and propose resolutions on issues already included in the agenda of the general meeting in accordance with the procedure set forth in Art. 223a of the Commercial Code, which does not apply when an item is included in the agenda of the general meeting, the subject of which is making a decision under Art. 114, subparagraph 1 of the POSA, as shareholders shall not be entitled to include in the agenda of the general meeting new items for making a decision under Art. 114, subparagraph 1 of the POSA;
- Right to make proposals on its merits for decisions on any issue included in the agenda and in compliance with the requirements of the law, with the exception of agenda items whose subject is decision-making under Article 114, subparagraph 1 of the POSA;

- Protective rights, including the right to request from the district court where the head office of the Company is located the annulment of a decision of the GMS, contrary to mandatory provisions of the law or the Articles of Association, the right to sue for protection of the right to membership and individual membership rights in the event of their violation by bodies of the Company, the right to request the appointment of registered auditors by the Registry Agency in the absence of such elected ones.

The Company may carry out a share buyback in accordance with the procedure set forth in Articles 187a and 187b of the Commercial Code.

According to Article 111, subparagraph 5 of the POSA, a public company may acquire more than 3 percent of its own voting shares in one calendar year in cases of capital reduction through cancellation of shares and buyback only under the terms and conditions of a takeover bid under Article 149b of the POSA. In this case, the requirements regarding ownership of at least 5 percent and a minimum buyout amount of more than 1/3 of the voting shares do not apply. Pursuant to Article 111, subparagraph 6 of the POSA, the public company shall notify the Financial Supervision Commission (FSC) and the public in accordance with the procedure set forth in Article 100t, subparagraphs 3 and 4 of the POSA of the number of its own shares that it will buy back within the limit under subparagraph 5, and of the investment intermediary to which the order for the redemption has been given. The notification must be made no later than the end of the business day preceding the redemption day.

According to Article 111, subparagraph 7 of the POSA, in the event of a proposal to acquire own shares without voting rights in the cases under subparagraph 5, the public company shall be obliged to buy back proportionately the shares of the shareholders who accepted the proposal. In this case, Article 149b of the POSA does not apply.

Pursuant to Article 111, subparagraph 8 of the POSA, the public company shall notify the FSC and the public in accordance with the procedure set forth in Article 100t, subparagraphs 3 and 4 of the POSA, as well as the regulated market on which the shares are admitted to trading, of the number of its own shares redeemed no later than the end of the business day following the day of the redemption carried out pursuant to subparagraph 5.

Ordinary shares cannot be converted into another class of shares, as well as into another type of financial instruments.

Persons owning together or separately at least five percent of the capital of a public company, in the event of inaction of its management bodies, which endangers the interests of the Company, may bring the Company's claims against third parties before the court. The Company itself shall also be called as a party to the case. The persons referred to in the previous sentence may:

- file a claim with the district court where the head office of the Company is located for compensation for damages caused to the Company by actions or inactions of the members of the Board of Directors and the procurators;
- request from the general meeting or the district court the appointment of auditors to examine all accounting documentation of the Company and prepare a report on their findings;
- request from the district court the convening of the GMS of the Company or the empowerment of their representative to convene the GMS according to an agenda determined by them;

- request the inclusion of issues and propose decisions on issues already included in the agenda of the GMS in accordance with the procedure set forth in Art. 223a of the Commercial Code, this right not being applied when the agenda of the general meeting includes an item the subject of which is a decision making under Art. 114, subparagraph 1 of the POSA;
- if the Company has a joint venture agreement concluded – file a claim with the district court where the head office of the Company is located for compensation for damages caused to the Company by actions or inactions of the persons managing the joint venture.

According to the Articles of Association, the Company may not issue preferred shares entitling to more than one vote at the General Meeting or to an additional liquidation share.

The offered shares from the capital increase of Wisser Technology AD are issued based on a decision of the Board of Directors (pursuant to empowerment according to Art. 15a of the Articles of Association), taken at a meeting held on August 04, 2025, to increase the capital of the Company from BGN 16,426,052, distributed into 16,426,052 ordinary registered book-entry shares, each with the right to one vote and a par value of BGN 1, up to BGN 20,988,844 through the issuance of up to 4,562,792 new book-entry shares, with the right to one vote and a par value of BGN 1 and an issue price of BGN 6.00 per share. If, by the expiration of the deadlines for subscription of the new shares, they are not fully subscribed, respectively, the specified contributions are not made, the capital will be increased in an amount corresponding to the subscribed and paid shares, but only if their total number is not less than 2,281,396 shares from the new issue.

At its meeting of August 04, 2025, the Board of Directors adopted this Document for the Initial Public Offering of shares of Wisser Technology AD.

This Document for the Initial Public Offering of shares is not subject to confirmation by the Financial Supervision Commission.

The expected date of issuance of the securities is 27.10.2025.

The shares issued by the Issuer shall be transferred freely, without restrictions, according to the will of their holder and in accordance with the procedure provided for in the Markets in Financial Instruments Act, Ordinance No. 38 dated 21.05.2020 on the requirements for the activities of investment intermediaries, the Regulations of the Central Depository AD (CD) and the Rules of the Bulgarian Stock Exchange AD (BSE). Trading in the Company's shares on a regulated market will be carried out on the BSE through a licensed investment intermediary, a member of the BSE. An investment intermediary shall not be entitled to execute an order of its client if the client, or its proxy, respectively, declares that the transaction - the subject of the order - constitutes a disguised purchase or sale of financial instruments.

The investment intermediary shall not be entitled to execute an order if it establishes that the financial instruments - the subject of the order to sell - are not available in the client's account or are blocked in a depository institution, as well as if a pledge has been established or a distraint has been levied on them.

This prohibition regarding pledged financial instruments does not apply in the following cases:

1. the acquirer has been notified of the established pledge and has expressed explicit consent to acquire the pledged financial instruments and there is explicit consent of the creditor-pledgee in the cases provided for under the Special Pledges Act;

2. the pledge is established on a set within the meaning of the Special Pledges Act.

The prohibition regarding an order to sell financial instruments that are not available on the client's account does not apply in cases where the investment intermediary has otherwise ensured that the financial instruments subject to the sale will be delivered on the settlement day of the transaction.

As of the date of preparation of this Document, no proposals have been made to Wiser Technology AD for the takeover and/or merger of the Company into another company.

The shares of the capital of Wiser Technology AD held by the shareholders may be subject to forced redemption only in the event of the hypothesis provided for in Article 157a of the POSA, which entitles a shareholder who has acquired at least 95% of the votes in the General Meeting of Shareholders of a public company (including also Wiser Technology AD) as a result of a takeover bid to forcibly buy back the voting shares of the remaining shareholders in accordance with the procedure specified by law and on the basis of a redemption proposal approved by the Financial Supervision Commission.

To the best of the Issuer's knowledge, during the previous and current financial year, no takeover bids were made to the shareholders of Wiser Technology AD by third parties for the exchange or purchase of shares of the Company, nor any other bids for the purchase of a controlling stake in the Company's shares.

Effect of tax legislation

The tax legislation of the country whose tax entity is the investor and the tax legislation of the country of incorporation of the Issuer whose tax entity is the Issuer may have an impact on the income received from the securities. The information set forth in this section regarding certain tax aspects related to the Company's shares and certain taxes due in the Republic of Bulgaria is applicable to holders of shares of the Company, including residents and non-residents for tax purposes.

Resident legal entities are legal entities and unincorporated companies registered in the Republic of Bulgaria, as well as European joint-stock companies (*Societas Europaea*), established under Regulation (EC) No. 2157/2001 and European cooperatives (*European Cooperative Society*), established under Regulation (EC) No. 1435/2003, whose head office is in Bulgaria and which are entered in a Bulgarian register.

Resident natural persons are natural persons, regardless of citizenship, having their permanent address in the Republic of Bulgaria or who reside in the Republic of Bulgaria for more than 183 days during any 12-month period. Resident are also the persons whose center of vital interests (which is determined by the family, property, place of carrying out work, professional or business activity or the place from which the person manages his or her property) is located in the Republic of Bulgaria, as well as persons sent

abroad by the Bulgarian State, its bodies and/or organizations, Bulgarian enterprises and members of their families.

Non-resident persons (legal entities and natural persons) are persons who do not meet the above definitions.

This presentation is not exhaustive and is intended only to serve as general guidance therefore it should not be considered legal or tax advice to any holder of shares of the Company. The Company strongly recommends that potential investors consult with tax and legal advisors regarding the tax consequences applicable to them, including regarding the taxation in Bulgaria of income related to the Company's shares and the tax treatment of the acquisition, ownership and disposition of the Company's shares.

The information provided below is in accordance with the applicable regulations as of the date of adoption of this Document and the Company is not responsible for subsequent changes in the regulations on the taxation of income from the Company's shares.

Capital gains

According to the provisions of the Personal Income Tax Act (**PITA**), income received by Bulgarian natural persons or non-resident natural persons established for tax purposes in a Member State of the European Union or in another country belonging to the European Economic Area from transactions with shares carried out on the Bulgarian Stock Exchange, as well as from transactions concluded under the terms and conditions of a takeover bid within the meaning of the POSA ("**Disposition of Financial Instruments**") (Art. 13, subparagraph 1, item 3 in conjunction with §1, item 11 of the Supplementary Provisions of the PITA and Art. 37, subparagraph 7 of the PITA) is not taxed.

Income from transactions with shares of the Company (realized capital gain), as well as with financial assets in general, received from non-resident natural persons from third countries, other than those mentioned above, are subject to a final tax at the rate of 10% on taxable income (Art. 37, subparagraph 1, item 12 and Art. 46, subparagraph 1 of the PITA).

The capital gain realized from the Disposal of Financial Instruments reduces the accounting financial result when determining the tax financial result of Bulgarian legal entities (Art. 44, subparagraph 1 in conjunction with § 1, item 21 of the Additional Provisions of the Corporate Income Tax Act (**CITA**)). It should be borne in mind, however, that the loss from the Disposal of Financial Instruments is not recognized as an expense for tax purposes and the financial result is increased by it (Art. 44, subparagraph 2 of the CITA).

Capital gains from the Disposal of Financial Instruments realized by foreign legal entities are not subject to withholding tax (Article 196 of the CITA).

Tax reliefs regarding profits from share transactions do not apply to transactions that are not Disposal of Financial Instruments (for example, purchases and sales of shares of the Company concluded on an over-the-counter market outside the case of a takeover bid, even though according to the stock

exchange regulations they are subject to registration/disclosure with the Stock Exchange). Income from the sale of shares of the Company in such transactions, carried out in Bulgaria by foreign legal entities, is subject to taxation in Bulgaria. Unless a Double Taxation Avoidance Agreement applies, such income is subject to a withholding tax rate of 10% on the positive difference between the sale price of the Company's shares and their acquisition price proven by documentation. The income from the sale of shares of the Company in such transactions, realized by Bulgarian persons, is subject to taxation in accordance with the general rules of the CITA and the PITA.

Dividends

Dividend income distributed by the Company to Bulgarian persons (except Bulgarian commercial companies and sole proprietors) and to foreign legal entities (except foreign legal entities that are residents of a Member State of the European Union or a state that is a party to the Agreement on the European Economic Area for tax purposes) is subject to a tax rate of 5% on the gross amount of dividends (Art. 38, subparagraph 1 in conjunction with Art. 46, subparagraph 3 of the PITA and Art. 194, subparagraph 1 in conjunction with Art. 200, subparagraph 1 of the CITA).

Income from dividends distributed to the benefit of Bulgarian commercial companies and sole proprietors is not recognized as income for tax purposes and is excluded from the tax financial result of this category of Bulgarian persons (Art. 27, subparagraph 1, item 1 of the CITA), with the exception of accrued income as a result of the distribution of dividends from licensed special purpose entities under the Special Investment Purpose Companies Act and for the securitization companies (Art. 27, subparagraph 2, item 1 of the CITA).

Dividend income distributed in favor of a local legal entity that participates in the capital of a company as a representative of the state, or in favor of a mutual fund, is not subject to withholding tax in Bulgaria (Art. 194, subparagraph 3, items 1 and 2 of the CITA).

The tax treatment of dividend income paid in favor of foreign legal entities that are residents of a Member State of the European Union or a state that is a party to the Agreement on the European Economic Area for tax purposes should be regulated by the legislation of the relevant Member State of the European Union or a party to the Agreement on the European Economic Area. The income of these persons is not subject to withholding tax in Bulgaria (Art. 194, subparagraph 3, item 3 of the CITA).

The Company assumes responsibility for withholding taxes at source in cases where there is a regulatory requirement for this in the applicable tax laws.

Taxes and other similar payments upon transfer

When transferring shares of the Company, according to Bulgarian law, no state fees are due.

In accordance with the requirements of item 4.12 of Section 4 of Annex 11 to Delegated Regulation (EU) 2019/980 on the potential impact on the investment in the event of resolution pursuant to Directive 2014/59/EU of the European Parliament and of the Council of 15 May 2014 establishing a framework for the recovery and resolution of credit institutions and investment firms and amending Council Directive

82/891/EEC and Directives 2001/24/EC, 2002/47/EC, 2004/25/EC, 2005/56/EC, 2007/36/EC, 2011/35/EU, 2012/30/EU and 2013/36/EU and Regulations (EU) No 1093/2010 and (EU) No 648/2012 of the European Parliament and of the Council (OJ L 173, 12.06.2014, p. 190), the Issuer shall declare that it is not a financial institution and is not part of a financial holding company, therefore this disclosure requirement is not applicable to it.

The shares from the capital increase of Wiser Technology AD are offered for subscription on behalf of and at the expense of the Company.

Contact details:

Wiser Technology AD

Address: 111R, "Tsarigradsko Shose" Blvd., Synergy Tower, fl. 15

Tel.: +359 888 398 232

Email: investors@wisertech.com

Contact person: Lubomir Yankov – Investor Relations Director

Every working day from 9 am to 5 pm.

X. Dilution of capital and shareholdings after issuance.

There are no other holders of options other than those issued under the Employee Incentive Plan through capital participation pursuant to Article 112 of the POSA.

Of the current members of the Board of Directors or persons related to them, only Mr. Georgi Sokolov holds options on shares of the Issuer.

There have been no other issuances of shares and/or options to the members of the Board of Directors or persons related to them in the last 5 years or options with which they shall be entitled to acquire shares in the future.

The members of the Board of Directors are not entitled to acquire securities from the upcoming issue under conditions of the public offering other than the announced issue price per share.

The Company may issue additional ordinary shares upon subsequent capital increases. According to Bulgarian law, the Company is obliged to offer these ordinary shares to the current shareholders in accordance with their right to acquire a portion of the new shares corresponding to their share in the capital before the increase. Nevertheless, current shareholders may choose not to participate in a future issuance of ordinary shares.

In the event that they do not exercise the rights to which they are entitled, the current shareholders will be compensated for the dilution of their share with the proceeds from the sale of their rights at the

open auction. It is possible to reduce the percentage share of the Company's capital held by the shareholders if they do not subscribe to the shares they are entitled to from the increase. The table below shows such dilution per 1 share.

Table 3: Potential dilution of the share capital per share* (consolidated basis).

Upon full subscription of the issue	Shareholders fail to exercise their rights
Before the capital increase	(as of March 31,2025)
Number of outstanding shares	16 426 052
Nominal value per share (BGN)	1.00
Book value of net assets (BGN '000)	51 715
Share of capital per share before the capital increase (%)	0.0000060879%
Book value per share (BGN)	3.15
After the capital increase*	
Number of new shares*	4 562 792
Nominal value per share (BGN)	1.00
Issue value per share (BGN)	6.00
Number of subscribed shares per 1 old share*	0.00
After the capital increase	
Number of shares after the capital increase*	20 988 844
Nominal value per share (BGN)	1.00
Book value of net assets (BGN '000)	78 731
Share of capital per one old share after the capital increase (%)*	0.0000047644%
Book value per share after the capital increase (BGN)	3.75
Dilution per share	None
Capital dilution per old share	21.74%

Table 4: Potential dilution of the share capital per share* (individual basis as of 30.06.2025).

Upon full subscription of the issue	Shareholders fail to exercise their rights
Before the capital increase	(as of June 30, 2025)
Number of outstanding shares	16 426 052
Nominal value per share (BGN)	1.00
Book value of net assets (BGN '000)	56 353
Share of capital per share before the capital increase (%)	0.0000060879%
Book value per share (BGN)	3.43
After the capital increase*	
Number of new shares*	4 562 792
Nominal value per share (BGN)	1.00
Issue value per share (BGN)	6.00
Number of subscribed shares per 1 old share*	0.00
After the capital increase	
Number of shares after the capital increase*	20 988 844
Nominal value per share (BGN)	1.00
Book value of net assets (BGN '000)	83 369
Share of capital per one old share after the capital increase (%)*	0.0000047644%
Book value per share after the capital increase (BGN)	3.97
Dilution per share	None
Capital dilution per old share	21.74%

* If a shareholder owning one old share does not subscribe to the shares that are entitled to him (0.27777778 pcs.), but sells the rights due to him (1 right, and the buyer of the respective right subscribes to the corresponding 0.27777778 shares, and all other shareholders also subscribe to their shares).

It can be seen that upon subscription of all shares from the increase, the book value per share increases from BGN 3.15 (BGN 3.43 on an individual basis) per share before the increase to BGN 3.75 (BGN 3.97 on an individual basis) per share after the increase.

When the 0.27777778 new shares due for each old share are not subscribed, and the rights are sold at the open auction, with the buyer exercising them and subscribing for the new 0.27777778 shares, and all other shareholders subscribing for their shares, the share of the capital per share in percentage terms drops from 0.0000060879% to 0.0000047644 %.

The above case is hypothetical and any willing owner of shares in Wiser Technology AD can retain their current share of the Company's capital with equal treatment of all shareholders. In the event that they do not exercise the rights to which they are entitled, the current shareholders will be compensated for

the dilution of their share of the capital with the proceeds from the sale of their rights at the open auction.

Table 5. Potential dilution of the share capital per share upon subscription of the minimum number of shares for the offering to be successful, from the offered shares from the increase* (consolidated basis as of 31.03.2025)

Upon minimum successful subscription of the issue	Shareholders fail to exercise their rights
Before the capital increase	(as of March 31,2025)
Number of outstanding shares	16 426 052
Nominal value per share (BGN)	1.00
Book value of net assets (BGN '000)	51 715
Share of capital per share before the capital increase (%)	0.0000060879%
Book value per share (BGN)	3.15
After the capital increasea*	
Number of new shares*	2 281 396
Nominal value per share (BGN)	1.00
Issue value per share (BGN)	6.00
Number of subscribed shares per 1 old share*	0.00
After the capital increase	
Number of shares after the capital increase*	18 707 448
Nominal value per share (BGN)	1.00
Book value of net assets (BGN '000)	65 385
Share of capital per one old share after the capital increase (%)*	0.0000053455%
Book value per share after the capital increase (BGN)	3.50
Dilution per share	None
Capital dilution per old share	12.20%

Table 6. Potential dilution of the share capital per share upon subscription of the minimum number of shares for the offering to be successful, from the offered shares from the increase* (individual basis as of 30.06.2025)

Upon minimum successful subscription of the issue	Shareholders fail to exercise their rights
Before the capital increase	(as of June 30, 2025)
Number of outstanding shares	16 426 052
Nominal value per share (BGN)	1.00
Book value of net assets (BGN '000)	56 353
Share of capital per share before the capital increase (%)	0.0000060879%
Book value per share (BGN)	3.43
After the capital increase*	
Number of new shares*	2 281 396
Nominal value per share (BGN)	1.00
Issue value per share (BGN)	6.00
Number of subscribed shares per 1 old share*	0.00
After the capital increase	
Number of shares after the capital increase*	18 707 448
Nominal value per share (BGN)	1.00
Book value of net assets (BGN '000)	70 023
Share of capital per one old share after the capital increase (%)*	0.0000053455%
Book value per share after the capital increase (BGN)	3.74
Dilution per share	None
Capital dilution per old share	12.20%

* If a shareholder owning one old share does not subscribe to the shares that are entitled to him (0.2 77777778 pcs.), but sells the rights due to him (1 right, and the buyer of the respective right subscribes to the corresponding 0.2 77777778 shares, and all other shareholders also subscribe to their shares).

It can be seen that upon subscription of the minimum number of new shares for a successful offering in the increase, the book value per share increases from BGN 3.15 (BGN 3.43 on an individual basis) per share before the increase to BGN 3.50 (BGN 3.74 on an individual basis) per share after the increase.

When the 0.2 77777778 new shares due for each old share are not subscribed, and the rights are sold at the open auction, with the buyer exercising them and subscribing for the new 0.2 77777778 shares, and all other shareholders subscribing for their shares, the share of the capital per share in percentage terms drops from 0.0000060879% to 0.0000053455%.

The above case is hypothetical and any willing owner of shares in Wiser Technology AD can retain their current share of the Company's capital with equal treatment of all shareholders. In the event that they do not exercise the rights to which they are entitled, the current shareholders will be compensated for the dilution of their share of the capital with the proceeds from the sale of their rights at the open auction.

The tables below present information regarding the expected dilution in the event that existing shareholders exercise their rights to acquire shares from the current capital increase of Wiser Technology AD.

Table 7. Dilution of the value of the shares (with all shares of the increase subscribed) (consolidated basis as of 31.03.2025)

Upon full subscription of the issue	All shareholders exercise their rights
Before the capital increase	(as of March 31,2025)
Total assets (BGN '000)	73 937
Total liabilities (BGN '000)	22 222
Book value of net assets (BGN '000)	51 715
Number of outstanding shares	16 426 052
Nominal value per share (BGN)	1.00
Book value per share before the capital increase (BGN)	3.15
After the capital increase	
Number of new shares	4 562 792
Nominal value per share (BGN)	1.00
Issue value per share (BGN)	6.00
Capital increase (BGN) - gross amount	27 376 753.33
Issuance costs	360 879.42
Capital increase (BGN) - net amount	27 015 873.92
After the capital increase	
Number of shares after the capital increase	20 988 844
Book value of net assets (BGN '000)	78 731
Book value per share after the capital increase (BGN)	3.75
Dilution per share	None

Table 8. Dilution of the value of the shares (with all shares of the increase subscribed) (individual basis as of 30.06.2025)

Upon minimum successful subscription of the issue	All shareholders exercise their rights
Before the capital increase	(as of March 31, 2025)
Total assets (BGN '000)	73 937
Total liabilities (BGN '000)	22 222
Book value of net assets (BGN '000)	51 715
Number of outstanding shares	16 426 052
Nominal value per share (BGN)	1.00
Book value per share before the capital increase (BGN)	3.15
After the capital increase	
Number of new shares	2 281 396
Nominal value per share (BGN)	1.00
Issue value per share (BGN)	6.00
Capital increase (BGN) - gross amount	13 688 376.67
Issuance costs	18 670.00
Capital increase (BGN) - net amount	13 669 706.67
After the capital increase	
Number of shares after the capital increase	18 707 448
Book value of net assets (BGN '000)	65 385
Book value per share after the capital increase (BGN)	3.50
Dilution per share	None

As of 31.03.2025, the book value of the net assets of Wiser Technology AD is BGN 51,715 thousand (BGN 56,353 thousand on an individual basis as of 30.06.2025), distributed into 16,426,052 shares (registered in the Commercial Register and the Non-Profit Legal Entities Register on 17.02.2025). Accordingly, the net book value per share is BGN 3.15 (BGN 3.43 on an individual basis as of 30.06.2025).

Upon subscription of all shares from the increase, the net book value of the Company will increase by BGN 27,015,874 to BGN 78,731 thousand (BGN 83,369 thousand on an individual basis as of 30.06.2025), and the number of shares will reach 20,988,844 shares. The new net book value per share will be equal to BGN 3.75 (BGN 3.97 on an individual basis). In this case, there is no dilution of the Company's capital.

The interests of current investors are not harmed, as the issue is carried out through the issuance of rights. In this way, any current owner of shares in Wiser Technology AD who wishes can retain his current share in the Company with equal treatment of all shareholders.

Table 9. Dilution of the value of the shares upon subscription of the minimum number of shares for the offering to be successful (consolidated basis as of 31.03.2025)

Upon minimum successful subscription of the issue	All shareholders exercise their rights
Before the capital increase	(as of March 31,2025)
Total assets (BGN '000)	73 937
Total liabilities (BGN '000)	22 222
Book value of net assets (BGN '000)	51 715
Number of outstanding shares	16 426 052
Nominal value per share (BGN)	1.00
Book value per share before the capital increase (BGN)	3.15
After the capital increase	
Number of new shares	2 281 396
Nominal value per share (BGN)	1.00
Issue value per share (BGN)	6.00
Capital increase (BGN) - gross amount	13 688 376.67
Issuance costs	18 670.00
Capital increase (BGN) - net amount	13 669 706.67
After the capital increase	
Number of shares after the capital increase	18 707 448
Book value of net assets (BGN '000)	65 385
Book value per share after the capital increase (BGN)	3.50
Dilution per share	None

Table 10. Dilution of the value of the shares upon subscription of the minimum number of shares for the offering to be successful (individual basis as of 30.06.2025)

Upon minimum successful subscription of the issue	All shareholders exercise their rights
Before the capital increase	(as of June 30, 2025)
Total assets (BGN '000)	59 308
Total liabilities (BGN '000)	2 955
Book value of net assets (BGN '000)	56 353
Number of outstanding shares	16 426 052
Nominal value per share (BGN)	1.00
Book value per share before the capital increase (BGN)	3.43
After the capital increase	
Number of new shares	2 281 396
Nominal value per share (BGN)	1.00
Issue value per share (BGN)	6.00
Capital increase (BGN) - gross amount	13 688 376.67
Issuance costs	18 670.00
Capital increase (BGN) - net amount	13 669 706.67
After the capital increase	
Number of shares after the capital increase	18 707 448
Book value of net assets (BGN '000)	70 023
Book value per share after the capital increase (BGN)	3.74
Dilution per share	None

As of 31.03.2025, the book value of the net assets of Wiser Technology AD is BGN 51,715 thousand (BGN 56,353 thousand on an individual basis as of 30.06.2025), distributed into 16,426,052 shares (entry in the Commercial Register and the Non-Profit Legal Entities Register on 17.02.2025). Accordingly, the net book value per share is BGN 3.15 (BGN 3.43 on an individual basis as of 30.06.2025).

Upon subscription of the minimum amount for a successful offering of shares from the increase, the net book value of the Company will increase by BGN 13,669,707 to BGN 65,385 thousand (BGN 70,023 thousand on an individual basis), and the number of shares will reach 18,707,448 shares. The new net book value per share will be equal to BGN 3.50 (BGN 3.74 on an individual basis). In this case, there is no dilution of the Company's capital.

The interests of current investors are not harmed, as the issue is carried out through the issuance of rights. In this way, any current owner of shares in Wiser Technology AD who wishes can retain his current share in the Company with equal treatment of all shareholders.

XI. Terms of the offering of securities.

The conditions to which the public offering of shares from the issue of the capital increase of Wiser Technology AD is subject are regulated in the POSA, Ordinance No. 2 of the Financial Supervision Commission dated 9.11.2021 on initial and subsequent disclosure of information upon public offering of securities and admission of securities to trading on a regulated market, Ordinance No. 38 dated 21.05.2020 of the Financial Supervision Commission on the requirements for the activities of investment intermediaries, the Rules of the BSE and the Regulations of the Central Depository AD.

The subject of public offering are 4,562,792 ordinary shares from the new issue of the Company's capital increase, with the right to one vote and a par value of BGN 1.00 and an issue price of BGN 6.00 (six) per share. All 4,562,792 shares are offered to investors for subscription.

The capital of the Company will be increased only if at least 4,562,792 shares with a par value of BGN 1 (one) and an issue price of BGN 6.00 (six) per share are subscribed and paid, in which case the capital of the Company will be increased only by the value of the subscribed shares.

Deviation above the upper limit of the capital requested for raising is not possible. There is no possibility of reducing or increasing the number of shares offered.

The offered shares have a par value of BGN 1 (one) and an issue value of BGN 6.00 (six).

According to the POSA, when increasing the capital of a public company through the issuance of new shares, rights are issued. Within the meaning of § 1, item 3 of the POSA, rights are securities giving the right to subscribe for a certain number of shares in connection with a decision taken to increase the capital of a public company. One right is issued for each existing share.

After completion of the subscription, entry of the increased capital of the Company in the commercial register and registration of the new share issue in the central securities register, the ordinary shares issued by the Company from the capital increase will be offered for trading (secondary public offering) on the Bulgarian Stock Exchange. The Issuer does not intend to take any action to admit capital instruments to trading of issues on markets other than the Bulgarian Stock Exchange.

The expected offering schedule is presented below.

Date of publication of the Offering Document	09.09.2025 r.
Date of publication of the announcement of the public offering under Art. 89t, subparagraph 1 of the POSA on the website www.x3news.com , as well as on the websites of the Issuer and the authorized investment firm Sofia International Securities AD	09.09.2025 r.
Starting period for transfer of rights and subscription of shares pursuant to Art. 112b, subparagraph 2 and 4 of the POSA	19.09.2025 r.
Deadline for transfer of rights pursuant to Art. 112b, subparagraph 4 of the POSA	02.10.2025 r.
Starting date for trading with rights, according to the BSE	19.09.2025 r.

regulations	
Deadline for trading with rights according to the BSE regulations	06.10.2025 r.
Official auction for rights against which shares have not been subscribed	08.10.2025 r.
Deadline for subscription of shares, according to Art. 112b, subparagraph 5 of the POSA	14.10.2025 r.
The persons who have a right to participate in the offering are the persons, who have acquired shares not later than 5 business days after the date of publication of the announcement under Art. 89t, subparagraph 1 of the POSA – shareholders as of 16.09.2025 (Tuesday).	
The last date for acquiring shares of the Company at the Bulgarian Stock Exchange, that would allow the acquirer to participate in the offering is 12.09.2025 (Friday).	
Registration of the issue of new shares and the capital increase in the Commercial Register and the Non-Profit Legal Entities Register	At or around 20.10.2025
Registration of new shares in investors' accounts at Central Depository AD	At or around 03.11.2025
Start of trading with the new shares on the Bulgarian Stock Exchange	Expected date at or around 01.12.2025

According to Art. 89l of the POSA, when the issuer or offeror makes a subscription for a public offering of securities under Art. 89e of the POSA, it may extend its term once by up to 60 days by making the relevant amendments to this Document and notifying the Financial Supervision Commission. In this case, the last day of the extended period is considered the subscription deadline. The issuer or offeror shall immediately publish information about the extension on its website when the securities are offered by it, and shall notify the Financial Supervision Commission and the investment intermediaries participating in the offering of the extension of the term. The investment intermediaries participating in the offering shall, after notification, immediately announce the extension of the deadline on their websites.

The terms and conditions for subscribing to shares, including conditions for filling out forms and submitting documents by investors, are described below:

I. Natural persons:

- according to Art. 122, subparagraph 2, items 1 to 4 of Ordinance No. 38 dated 21.05.2020 on the requirements for the activities of investment intermediaries - the unique client number; full name, Unique Citizenship Number, place of residence and address, and if the client is a foreign person - similar identification data; data on the categorization of the client as a professional, non-professional or acceptable counterparty; identification data for the client's representative or proxy, number and date of the power of attorney;

- other data related to their identification, which the investment intermediary is obliged to collect and store in accordance with the requirements of the Act on Measures to Prevent Money Laundering and

the regulations for its implementation, pursuant to Art. 122, subparagraph 2, item 5 of Ordinance No. 38 dated 21.05.2020 on the requirements for the activities of investment intermediaries.

- Issuer, ISIN code of the issue, LEI code and number of shares to which the request relates;
- date, time and place of submission of the application;
- total value of the order;
- other applicable details specifically applicable to the specific issue of financial instruments to which the order relates, in accordance with the applicable national legislation of the issuer or the national legislation of the person submitting the order, if such are provided for;
- signature of the person submitting the application.

II. Legal entities:

- according to Art. 122, subparagraph 2, items 1 to 4 of Ordinance No. 38 dated 21.05.2020 on the requirements for the activities of investment intermediaries - the unique client number; name, Unique Citizenship Number, head office and address of the client, and if the client is a foreign person - similar identification data; data on the categorization of the client as a professional, non-professional or acceptable counterparty; identification data for the client's representative or proxy, number and date of the power of attorney;
- other data related to their identification, which the investment intermediary is obliged to collect and store in accordance with the requirements of the Act on Measures to Prevent Money Laundering and the regulations for its implementation, pursuant to Art. 122, subparagraph 2, item 5 of Ordinance No. 38 dated 21.05.2020 on the requirements for the activities of investment intermediaries.
- Issuer, ISIN code of the issue, LEI code and number of shares to which the request relates;
- date, time and place of submission of the application;
- total value of the order;
- other applicable details specifically applicable to the specific issue of financial instruments to which the order relates, in accordance with the applicable national legislation of the issuer or the national legislation of the person submitting the order, if such are provided for;
- signature of the person submitting the application.

III. Non-resident natural person/legal entity – similar identification data under point I or point II above.

The following shall be attached to the written request: (a) a certified copy of a certificate of current registration of the applicants – legal entities, issued within three months prior to the date of submission of the written application, unless the legal entity is registered/re-registered in the Commercial Register and the Register of Non-Profit Legal Entities with the Registry Agency. If the legal entity is registered/re-

registered in the Commercial Register and the Register of Non-Profit Legal Entities with the Registry Agency, only its UIC shall be submitted; (b) translated and certified documents for registration of non-resident legal entities - a copy of the registration act (or other identical certification document) in the relevant foreign language, a translation of the text of the registration act containing the full name of the legal entity; date of issue and country of registration; address of the legal entity; the names of the persons authorized to represent it, as well as a copy of the identity document of the person submitting the application (legal representative or proxy), certified by him; (c) original of a notarized express power of attorney under Art. 59, subparagraph 1 of Ordinance No. 38 dated 21.05.2020 on the requirements for the activities of investment intermediaries, in case of submitting the order through an proxy. Legal entities shall submit applications through their legal representatives, who shall identify themselves with an identity document, a copy of which shall be attached to the application. In addition, a copy of the BULSTAT registration, if any, certified by the legal representative, shall also be attached. Natural persons shall submit applications in person, identifying themselves with an identity document, a certified copy of which shall be attached to the application. Non-resident natural persons shall apply a translation of the pages of their identity document (passport) containing information about the full name; document number; date of issue (if any); nationality; address (if any on the document) and usually a copy of the translated pages of the identity document containing other information, including a photograph of the person. The application can also be submitted through a proxy, who is identified with a notarized express power of attorney and the documents listed above in accordance with the principal (legal entity or natural person).

Applications shall be submitted through the licensed investment intermediaries every business day of the subscription period from 9:00 to 17:00, or during the respective business hours of each investment intermediary, if different from the specified one, but no later than 17:00 on the last day of the subscription period. When submitting an order to an investment intermediary where the person's client accounts are maintained, the relevant provisions of Ordinance No. 38 dated 21.05.2020 on the requirements for the activities of investment intermediaries shall apply. Investment intermediaries shall keep diaries in compliance with the requirements of Ordinance No. 38 dated 21.05.2020 on the requirements for the activities of investment intermediaries.

The subscription of shares shall be considered valid only if it is made by a rights holder up to the maximum possible number of shares, and the entire issue value of the subscribed shares is paid within the subscription period. In case of partial payment of the issue price, the corresponding number of shares for which the issue price has been paid in full shall be considered subscribed.

The issuer shall notify the Financial Supervision Commission of the result of the subscription within 3 business days after its deadline, in accordance with the requirements of Art. 112b, subparagraph 12 of the POSA. Subscription of securities before the initial and after the final subscription period shall not be permitted.

Upon the occurrence, respectively finding out of a material new circumstance, error or inaccuracy related to the information contained in the Document, which may affect the valuation of the securities in the period from the publication of the Document until the expiry of the deadline for the public

offering or the commencement of trading on a regulated market, Article 23, paragraph 1 of Regulation (EU) 2017/1129 shall apply. The withdrawal of consents within the meaning of Article 23, paragraph 2, first sentence of Regulation (EU) 2017/1129 shall be made by a written declaration at the place where the securities were subscribed or purchased, respectively. The issuer, the offeror or the person requesting admission of the securities to trading on a regulated market shall be jointly and severally liable for the damages caused by the failure to fulfill the obligations under Art. 89c, subparagraph 1 and 2 of the POSA and Art. 23, paragraph 2 of Regulation (EU) 2017/1129.

In order to ensure compliance with the provisions of Regulation (EU) 2017/1129, Chapter Six of the POSA and their implementing acts, the Financial Supervision Commission may:

- temporarily suspend the public offering or admission of securities to trading on a regulated market for no more than 10 consecutive business days in each individual case, if there are sufficient grounds to believe that the relevant provisions of Regulation (EU) 2017/1129, Chapter Six of the POSA and/or the implementing acts have been violated;
- prohibit or suspend advertising communications or require issuers, offerors or persons requesting admission of securities to trading on a regulated market, or the relevant investment intermediaries to temporarily suspend or discontinue advertising communications for no more than 10 consecutive business days in each individual case, if there are sufficient grounds to believe that the relevant provisions of Regulation (EU) 2017/1129, Chapter Six of the POSA and/or the implementing acts thereof have been violated;
- prohibit the making of a public offering or admission of securities to trading on a regulated market when it establishes that there is a violation of the relevant provisions of Regulation (EU) 2017/1129, Chapter Six of the POSA and/or the implementing acts thereof, or if it has sufficient grounds to believe that their provisions will be violated;
- suspend or require the relevant regulated markets, multilateral trading systems or organised trading systems to suspend trading on the regulated market, multilateral trading system or organised trading system for no more than 10 consecutive business days in each individual case, if there are sufficient grounds to believe that the relevant provisions of Regulation (EU) 2017/1129, Chapter Six of the POSA and/or their implementing acts have been violated;
- prohibit trading on a regulated market, multilateral trading system or organised trading system when it establishes that there is a violation of the relevant provisions of Regulation (EU) 2017/1129, Chapter Six of the POSA and/or the implementing acts thereof;
- suspend or require the relevant regulated markets, multilateral trading systems or organised trading systems to suspend trading in securities where it considers that the issuer's condition is such that trading would harm the interests of investors;
- suspend or restrict the public offering or admission of securities to trading on a regulated market in cases where the Commission has imposed a prohibition or restriction under Article 42 of Regulation (EU) No 600/2014 of the European Parliament and of the Council of 15 May 2014 on markets in financial instruments and amending Regulation (EU) No 648/2012 until the prohibition or restriction is lifted;

- require issuers to disclose all material information that may have an impact on the valuation of securities offered to the public or admitted to trading on a regulated market in order to ensure investor protection or the smooth functioning of the market;
- permanently suspend the public offering or trading of the securities when it refuses to approve an amendment to the Document in the cases under Art. 89c, subparagraph 3 of the POSA.

When it establishes that a person has committed a violation of Regulation (EU) 2017/1129, Chapter Six of the POSA and/or their implementing acts, as well as when its control activity is obstructed, the Financial Supervision Commission may oblige the person to take specific measures necessary to prevent and/or eliminate the violation, the harmful consequences thereof or the danger to the interests of investors, within a period determined by it.

According to the Markets in Financial Instruments Act (MFIA), when it establishes that an investment intermediary, a tied agent, a regulated market, an approved reporting mechanism or an approved publication mechanism under Art. 1, item 3 of the MFIA, its employees, a member of the management or supervisory body of the investment intermediary, the tied agent, the regulated market, the approved reporting mechanism or the approved publication mechanism under Art. 1, item 3 of the MFIA, persons who perform management functions under a contract, persons who conclude transactions on behalf of the investment intermediary, as well as persons holding qualifying holdings, have carried out or are carrying out activities in violation of the MFIA, its implementing acts, the applicable acts of the European Union, including Regulation (EU) 2019/2033 of the European Parliament and of the Council of 27 November 2019 on prudential requirements for investment firms and amending Regulations (EU) No 1093/2010, (EU) No 575/2013, (EU) No 600/2014 and (EU) No 806/2014, Regulation (EU) No 575/2013 of the European Parliament and of the Council of 26 June 2013 on prudential requirements for credit institutions and investment firms and amending Regulation (EU) No 648/2012, Regulation (EU) No 600/2014 of the European Parliament and of the Council of 15 May 2014 on markets in financial instruments and amending Regulation (EU) No 648/2012, Regulation (EU) No 1286/2014 of the European Parliament and of the Council of 26 November 2014 on key information documents for packaged retail and insurance-based investment products (PRIIPs), Regulation (EU) No 648/2012 of the European Parliament and of the Council of 4 July 2012 on OTC derivatives, central counterparties and trade repositories and Regulation (EU) 2019/2088 of the European Parliament and of the Council of 27 November 2019 on sustainability-related disclosures in the financial services sector and their implementing acts, internal acts of trading venues approved by the commission, decisions of the Commission or the Deputy Chairperson, as well as when the exercise of oversight activities by the Commission or the Deputy Chairperson is impeded or the interests of investors are jeopardised, the Commission, respectively the Deputy Chairperson, may suspend trading in certain financial instruments or remove financial instruments from trading on a regulated market or from another financial instruments trading system.

The public offering may be cancelled or suspended, including after the start of trading, by the Financial Supervision Commission, respectively by the Deputy Chairman, heading the Investment Supervision Department, pursuant to the Implementation of Measures Against Market Abuse in Financial

Instruments Act (IMAMAFIA). The public offering may be cancelled or suspended after the start of trading on the Bulgarian Stock Exchange AD in accordance with the procedure set forth in Article 181 of the Markets in Financial Instruments Act (MFIA).

The Company's capital will be increased only if at least 2,281,396 new shares are subscribed and paid. If the subscription is unsuccessful, without the conditions provided for in the Document being met, or the capital increase is not entered in the commercial register, within one month of the notification under Art. 89l, subparagraph 3 of the POSA, the amounts raised shall be returned to the persons who subscribed for securities, together with the interest accrued by the bank under Art. 89m, subparagraph 1 of the POSA. In such a case, the issuer, on the day of the notification under Art. 89l, subparagraph 3 of the POSA, shall notify the bank of the result of the subscription, publish on its website an invitation to the persons who have subscribed for securities, in which it shall announce the terms and procedure for returning the amounts raised, and shall send it to the investment intermediary servicing the capital increase, immediately after receiving the invitation, they shall publish it on their websites.

If the entry in the commercial register of the increase in the issuer's capital is refused within 3 business days from the entry into force of the refusal, the Issuer or the investment intermediary under Article 5 of the POSA shall be obliged to notify the Financial Supervision Commission. In this case, the Commission, upon proposal of the Deputy Chairperson, shall deregister the issuer, respectively the securities issue, from the register under Art. 30, subparagraph 1, item 3 of the Financial Supervision Commission Act, if within 10 business days from the entry into force of the decreed refusal under sentence one, the issuer does not submit evidence of additional actions taken by it to enter the increase in its capital in the commercial register.

Each person may subscribe for at least one new share and at most a number equal to the rights held and/or acquired by him, multiplied by 0.277777778. In case the result is not a whole number, the person may record a number equal to the rights held and/or acquired by him, multiplied by 0.277777778 and rounded down to the nearest whole number. Each right gives the opportunity to subscribe for 0.277777778 new shares.

The increase in the Company's capital excludes the opportunity to subscribe for more than the offered shares and of competition between applications.

According to Art. 89c, subparagraph 2 of the POSA, upon the occurrence, respectively finding out of a material new circumstance, error or inaccuracy related to the information contained in the Document, which may affect the valuation of the securities in the period from the publication of the Document until the expiry of the deadline for the public offering or the commencement of trading on a regulated market, Article 23, paragraph 1 of Regulation (EU) 2017/1129 shall apply.

Pursuant to Article 23(1) of Regulation (EU) 2017/1129, any important new factor, material error or material inaccuracy in relation to the information included in the Document which may affect the valuation of the securities and which arises or is noticed in the period between the publication of the Document and the expiration of the offering period or the time when trading on the regulated market commences, whichever is the later, shall be indicated in a supplement to the Document without undue

delay. Such an addendum shall be published in accordance with at least the same requirements as those applied when the original Document was published.

In these cases, investors may benefit from the right provided for in Article 23(2) of Regulation (EU) 2017/1129 - where the Document relates to a public offer of securities, investors who have already agreed to purchase or subscribe for securities before the publication of the supplement have the right, which they may exercise within two business days after the publication of the supplement, to withdraw their consents, provided that the important new factor, material error or material inaccuracy referred to in Article 23(1) of Regulation (EU) 2017/1129 arose or was noticed before the expiry of the offer period or the delivery of the securities, whichever is the earlier. This period may be extended by the issuer or offeror. The deadline for the right of withdrawal shall be specified in the supplement.

According to Art. 89c, subparagraph 4 of the POSA, the withdrawal of consents within the meaning of Art. 23, paragraph 2, sentence one of Regulation (EU) 2017/1129 shall be made by a written declaration at the place where the securities were subscribed or purchased, respectively.

According to Art. 89m of the POSA, the persons who have subscribed for securities in a public offering of securities under Art. 89e of the POSA shall deposit the amounts in a bank designated by the issuer into a special account. The payment of the issue price of the subscribed shares shall be made to a special savings account of Wiser Technology AD, which will be specified in the announcement under Article 89t of the POSA. The savings account must be credited with the amount due by the person subscribing for the shares, no later than the deadline for subscribing for the shares. The bank in which the special savings account is opened blocks the amounts received in the special savings account. A certifying document for the contributions made is the payment document (payment order or deposit slip, which must indicate the name/company name of the person subscribing to shares, his/her Unique Citizenship Number/BULSTAT - for Bulgarian persons, the number of shares subscribed, the total amount of the contribution due and made). The investor shall receive the certifying document from the servicing bank, through which he shall order the payment or shall pay the due amount, and should submit it to the authorized investment firm Sofia International Securities AD by the deadline for subscription of the shares. In case the applications are submitted to other investment intermediaries, they shall submit to the authorized investment intermediary payment documents for the contributions made for the subscribed shares by the deadline for subscribing the shares. The amounts in this account cannot be used before the subscription is completed and the capital increase is entered in the commercial register. When the subscription completes unsuccessfully, without the conditions provided for in the Document being met, or the capital increase is not entered in the commercial register, within one month of the notification under Art. 89l, subparagraph 3 of the POSA, the amounts raised shall be returned to the persons who subscribed for securities, together with the interest accrued by the bank, and the issuer or offeror shall, on the day of the notification under Art. 89l, subparagraph 3 of the POSA, notify the bank of the result of the subscription, publish on its website, when the securities are offered by it, an invitation to the persons who subscribed for securities, in which it shall announce the terms and procedure for returning the amounts raised, and shall send it to the investment intermediaries participating in the offering. The investment intermediaries participating in the offering shall publish the invitation on their websites immediately upon receipt.

After entering the capital increase in the commercial register, the Company shall register the share issue in the central securities register, maintained by the Central Depository AD. "Central Depository" AD will open new or credit existing accounts of investors with the new shares subscribed by them and paid for. The shares of the persons in sub-accounts of investment intermediaries in "Central Depository" AD will be distributed to the relevant sub-accounts. If desired, investors can receive certification documents - depository receipts - for the new shares they received. The issuance of depository receipts shall be carried out by Central Depository AD through the relevant investment intermediary at the request of the shareholder and in accordance with the Regulations of Central Depository AD and the internal acts of the intermediary.

Wiser Technology AD shall notify the FSC within 3 (three) business days of the completion of the subscription of its conduct and its results, including any difficulties, disputes and the like in the trading of the rights and the subscription of the shares. Within 3 days of the completion of the initial public offering of shares, the Company will send a notification to the FSC regarding the result of the public offering, containing information regarding the date of completion of the public offering; the total number of subscribed shares; the amount received for the subscribed shares; the amount of commission fees and other expenses related to the public offering, including the fees paid to the FSC. To the notification, the Company will attach a certificate from the Central Depository AD for registering the issue and a bank certificate from the Bank, certifying the contributions made for the subscribed shares.

If the public offering has been successfully completed, the FSC shall enter the issued securities issue in the register under Art. 30, subparagraph 1, item 3 of the Financial Supervision Commission Act.

In the event that a refusal is issued to enter the capital increase of Wiser Technology AD in the commercial register, the latter shall notify the FSC in accordance with the procedure set forth in the POSA and Ordinance No. 2 dated 9.11.2021 on initial and subsequent disclosure of information upon public offering of securities and admission of securities to trading on a regulated market, regarding the issuance of the refusal.

In connection with the provisions of Art. 112b, subparagraph 2 of the POSA, the right to participate in the capital increase is granted to persons who have acquired shares no later than 5 business days after the date of publication of the announcement under Art. 89t, subparagraph 1 of the POSA. Within two business days of the expiry of this period, the central securities depository, with which the securities are registered - "Central Depository" AD, shall open accounts for the rights of the persons under sentence one based on the data from the book of shareholders. When the shares after their issuance are registered with a central securities depository other than "Central Depository" - AD, the central securities depository shall ensure the provision to "Central Depository" - AD, in connection with the central securities register maintained by it, of the information necessary for their entry by the end of the business day of completion of the settlement of the transaction with the financial instruments or the corresponding entry in the accounts with the central securities depository in accordance with the procedure set forth in Art. 127, subparagraph 2 of the POSA. For each share existing at the end of the specified period, one right is issued, with each right giving the opportunity to subscribe for 0.277777778 new shares at an issue price of BGN 6.00 each. Upon an increase in the capital of a public company, each

shareholder shall be entitled to acquire shares that correspond to his share in the capital before the increase. Art. 194, subparagraph 4 and Art. 196, subparagraph 3 of the Commercial Code shall not apply.

Shareholders who do not wish to participate in the capital increase, as well as all other rights holders, shall be entitled to sell their rights in accordance with the specified procedure by the end of the stock exchange session on the last day of rights trading, respectively to dispose of them in other ways until the last day for transferring the rights, but not later than provided for in the regulations of "Central Depository" AD. Two business days after the deadline for transferring the rights, Wiser Technology AD, through the investment firm Sofia International Securities AD, shall offer for sale under the terms of an open auction those rights against which shares from the new issue have not been subscribed by the expiration of the deadline for transferring the rights.

Persons holding shares with rights, as well as all other holders of rights who acquired the same within the period for their transfer, may subscribe for the corresponding number of shares against them until the expiry of the period for the transfer of the rights specified above, otherwise their unexercised rights will be sold ex officio at an open auction. Persons who have acquired rights in the sale through an open auction may subscribe for the corresponding number of shares until the subscription deadline specified above. If the persons who acquired rights in the sale through an open auction do not subscribe for the corresponding number of shares by the subscription deadline specified above, the unexercised rights shall be extinguished.

The new shares will be offered publicly only in the Republic of Bulgaria. The addressees of the offered new shares are all residents and non-residents, except in cases where this would constitute a violation of applicable laws. Non-resident investors who are not residents and intend to subscribe for new shares should familiarize themselves with the applicable laws in their jurisdictions.

All investors may participate on equal terms in the increase in the Company's capital by purchasing rights within the period for their transfer/trading of rights and exercising them by subscribing shares against them within the specified time limits. For each right, 0.277777778 new shares of Wiser Technology AD may be subscribed at an issue price of BGN 6.00 per share.

To the best of the Issuer's knowledge, the former owners of shares in the capital of Prime Holding AD intend to use part of the proceeds from the sale of their shares to acquire shares from the Issuer within the framework of this public offering and intend, if possible, to acquire more than 5%, but not more than 20% of the capital.

To the best of the Issuer's knowledge, certain shareholders are negotiating to attract one or more institutional investors who could potentially participate in the public offering by acquiring no more than 5% of the Issuer's capital. To the best of the Issuer's knowledge, in the event that an agreement is reached to attract such an institutional investor to participate in the public offering, the members of the Board of Directors do not intend to exercise their right to participate in the capital increase.

To the best of the Issuer's knowledge, the main shareholders do not intend to participate in the subscription of new shares.

When conducting the public offering, subject of this Document, the Issuer and the Investment Firm "Sofia International Securities" AD are not entitled, in accordance with the requirements of the POSA, to determine ratios, tranches and/or quantities of new shares which to be distributed among separate categories of investors.

There are no grounds for a preferential offering of shares to certain groups of investors, with the exception of the right of current shareholders to preferential acquisition of new shares from the capital increase), members of the Board of Directors of the Issuer, current or former employees of the Issuer.

There are no conditions under which a clause for the return of already received dividend amounts can be used.

Multiple subscriptions are not allowed.

The Issuer and the Investment Firm "Sofia International Securities" AD do not intend to make a preliminary allocation and accordingly no process is envisaged for notifying the applicants of the amount to be distributed.

The shares are offered at an issue price of BGN 6.00 (six) per share.

The issue price was determined by virtue of a decision of the Board of Directors of Wiser Technology AD, taking into account the interests of the Company's shareholders.

When determining the issue price, the Company's management took into account the current accounting price of the Company's shares on a consolidated basis as of 31.03.2025 of BGN 3.15, and in order to protect the current shareholders, an issue price was determined that is not lower than the accounting value per share (the issue price of the newly offered shares is higher than the book value of the Company's shares, in order to avoid dilution of the shares as a result of the capital increase). At the same time, it is taken into account that the market stock price of the Issuer's shares at the end of the business day preceding the date of the Document (01.08.2025) is BGN 5.55 and the issue price of the newly offered shares is higher than the market price in order to protect the interests of the current shareholders.

The proposed issue price of BGN 6.00 per share also takes into account the current capital needs of the Company - the goal of Wiser Technology AD is to raise capital in the specified amount, which to be used for investments in companies from the IT sector.

Investors bear at their own expense the costs of fees and commissions of the investment intermediary, payment institutions, Bulgarian Stock Exchange AD, Central Depository AD, related to the purchase of the rights and subscription of the shares of Wiser Technology AD.

The Board of Directors of Wiser Technology AD shall publish an announcement regarding the start of the public offering, the starting and ending dates for the transfer of rights and for the subscription of shares, the place, time and manner of familiarization with this Document, as well as other data specified by a regulation of the FSC. In compliance with Art. 89t of the POSA, the announcement shall be published on

the website www.x3news.com, which is an internet media offered by the Bulgarian Stock Exchange AD through its subsidiary Financial Market Services (previous name Service Financial Markets EOOD), and on the websites of Wiser Technology AD and the authorized investment firm Sofia International Securities AD, at least 7 (seven) days before the initial term of the subscription or the start of the sale.

Upon an increase in the capital of a public company, each shareholder shall be entitled to acquire shares that correspond to his share in the capital before the increase. Art. 194, subparagraph 4 and Art. 196, subparagraph 3 of the Commercial Code shall not apply.

There is no significant difference between the public offering price and the effective price for certain persons.

The investment intermediary chosen to service the capital increase is Sofia International Securities AD, having its head office and registered office at the following address: the city of Sofia, Sredets region, 140 "Georgi Sava Rakovski" Str., fl. 4 – a licensed investment intermediary within the meaning of the law and meeting the requirements of Art. 112b, subparagraph 1 of the POSA, authorized by the Board of Directors of Wiser Technology AD to service the capital increase.

Investment firm Sofia International Securities AD has undertaken to perform the necessary actions in connection with the increase in the Company's capital, including by proposing, on behalf of and at the expense of the Company, to the shareholders of the Company and to institutional and a wide range of investors on the territory of Bulgaria who have purchased rights on the regulated market, to subscribe for shares from the increase in the Company's capital and pay their issue price.

The bank in which the special savings account will be opened, into which the issue value of the subscribed shares will be paid, will be indicated in the Public Offering Notice under Article 89t of the POSA.

The depository institution for the offered shares and the rights associated with them is "Central Depository" AD, having its head office and registered office at the following address: the city of Sofia, 6, "Tri ushi" Str. 6, fl. 4.

No underwriting or guarantee is envisaged for the offered share issue. There is no plan for placement or distribution of the shares among different investment intermediaries.

Sofia International Securities AD has undertaken to make its best efforts to place the current share issue, but has not undertaken to purchase rights and subscribe for part of the total number of offered shares that have not been subscribed by investors.

No underwriting or guarantee is envisaged for the offered share issue. There is no plan for placement or distribution of the shares among different investment intermediaries.

XII. Regulated markets or SME growth markets where securities are already admitted to trading, interchangeable with securities that are to be offered to the public or admitted to trading on a regulated market.

After completion of the public offering of the shares and within two business days of the entry of the capital increase in the commercial register, the Company will submit an application to the Financial Services Commission for entry of the issued share issue in the register under Art. 30, subparagraph 1, item 3 of the Financial Supervision Commission Act. Following the decision of the FSC to enter the issue in the register, the Company will submit an application for registering the issue of shares for trading on the Bulgarian Stock Exchange. Trading in the shares may begin on the date determined by the Board of Directors of the Bulgarian Stock Exchange, after registration of the issue of new shares of the Issuer. Trading in new shares is expected to begin on or around December 8, 2025.

The Offered Shares will not be subject to an application by the Issuer for admission to trading on a third country market, a SME growth market or a Multilateral Trading Facility (MTF).

Currently, securities issued by Wiser Technology AD of the same class as the ordinary shares offered with this Document are admitted to trading on the regulated market organized by the Bulgarian Stock Exchange. The shares are traded on the Premium shares segment of the Bulgarian Stock Exchange (BSE).

There is no other public or private subscription for securities of the same or another class to be organized simultaneously with the issuance of the shares offered with this document for the offered shares and for which admission to the Bulgarian Stock Exchange will be sought.

At a meeting of the Board of Directors of BSE AD under Minutes No. 20/28.03.2024, a decision was made in connection with an application submitted by Investment Firm First Financial Brokerage House Ltd. under Art. 30, subparagraph 1 of Part II of the Membership Rules of the Board of Directors of BSE AD, on the basis of Art. 31, subparagraph 1 of the same, to register the Investment Firm First Financial Brokerage House Ltd. as a market maker for the issue of shares of "Bianor Holding" AD - now "Wiser Technology" AD, stock code: BNR - now WISR, ISIN BG1100007076.

The Issuer has not given an option to exceed the size of the current public offering and no price stabilization actions are envisaged in connection with the current public offering.

No actions are envisaged to stabilize the issue.

Within the framework of the offering, it is not possible and is not envisaged to issue and/or offer an additional number beyond the offered 4,562,792 new shares.

The document was prepared by:

Martin Radosvetov Petrov, Executive Director Kostadin Stoianov Jordanov, Executive Director

Investment Firm Sofia International Securities AD

Wiser Technology AD