IMPACT DEVELOPER & CONTRACTOR S.A.

COMPANY'S MANAGEMENT REMUNERATION REPORT

FOR THE YEAR 2021

1. THE COMPANY'S MANAGEMENT AND THE REMUNERATION POLICY

Directive 828/2017 of the European Parliament and the Council amending Directive 2007/36 / EC as regards the encouragement of long-term involvement of shareholders which has been transposed into national law by Law 24/2017, encourages the long-term involvement of shareholders in the exercise of certain rights in listed companies and aims to ensure the long-term sustainability of listed companies.

On April 21, 2021, the Remuneration Policy for Directors and Executive Directors was approved by the Ordinary General Meeting of Shareholders (OGMS) of Impact Developer & Constructor S.A.

The amendments concern the additions made as result of the new legislative provisions, to present in a transparent manner, the elements of fixed and variable remuneration, including financial and non-financial benefits, in any form, which are granted to managers.

Also, in the development of the Remuneration Policy, the good practices used at international and national level for similar listed companies have been considered.

In accordance with the applicable legislation and with the Articles of Incorporation of Impact Developer & Constructor S.A. ("The Company" or "IMPACT"), the Annual General Meeting is the governing and decision-making body of the Company which makes decisions regarding the management of the Company's business.

The Company is managed using the one-tier system and, according to the principles of good corporate governance, transparency, and accountability to its shareholders, by a board of 5 (five) directors. The Board of Directors is the decision-making body on all matters relevant to the Company as a whole. The Board of Directors delegates the management competences of the Company to the directors, within the limits and with the observance of the conditions set by law and the Articles of Incorporation.

On January 1st , 2021, the Board of Directors had the following structure:

- Iuliana-Mihaela Urda, Director, Chairmen of the Board of Directors
- Intrepid Gem SRL, Non-Executive Administrator, through Petru Vaduva
- Ruxandra-Alina Scarlat, Non-Executive Administrator
- Daniel Pandele, Non-Executive Administrator
- Laviniu Dumitru Beze, Non-Executive Administrator

On April 21st 2021, in the General Shareholders' Meeting, the members of the Board of Directors of the Company were elected for a four years period (28 April 2021 – 28 April 2025). On this occasion, Mr. Laviniu Dumitru Beze was revoked, and Mr. Sorin Apostol was elected as Administrator.

The structure of the Board of Directors on 31st of December 2021 is as follows:

- Iuliana-Mihaela Urda, Director, Chairman of the Board of Directors (Non-Executive Administrator)
- Intrepid Gem SRL, Non-Executive Administrator, through Petru Vaduva
- Ruxandra-Alina Scarlat, Non-Executive Administrator
- Daniel Pandele, Non-Executive Administrator

- Sorin Apostol, Executive Administrator

The Board of Directors has established the Nomination and Remuneration Committee to issue qualified and independent opinions on the nomination and remuneration policies and practices, to fulfill the tasks assigned by the Board of Directors on this segment of activity. The Committee reviews and ensures that the general principles and nomination and remuneration policies are in line with the Company's long-term strategy, objectives, values, and interests.

The structure of the Remuneration Committee on 1st of January 2021 was:
- INTREPRID GEM SRL through Petru Vaduva, Chairman of the Committee
- Iuliana Mihaela Urda, Member
- Ruxandra-Alina Scarlat, Member
- Daniel Pandele, Member
- Dumitru-Laviniu Beze, Member

The structure of the Remuneration Committee on 31st of December 2021 was:
- INTREPRID GEM SRL through Petru Vaduva, Chairman of the Committee
- Iuliana Mihaela Urda, Member
- Ruxandra-Alina Scarlat, Member
- Daniel Pandele, Member
- Sorin Apostol, Member.

The Company's Management include the members of the Board of Directors (5 directors) and the persons to whom the management of the Company has been delegated (2 directors, respectively the General Manager and the Executive Director).

For 2021, the management of the Company was delegated by the Board of Directors according to the provisions of the Articles of Incorporation and in accordance with the provisions of Law no. 31/1990 republished and as subsequently amended and supplemented, to the following directors:

- CEO:
  - o Sorin Apostol, for the period 01.01.2021-27.04.2021
  - o Constantin Sebesanu, for the period 28.04.2021-31.12.2021

  We specify that on April 27, 2021, the Board of Directors appointed Constantin Sebesanu as General Manager (CEO) with a term of 4 (four) years, starting with April 28th , 2021. Constantin Sebesanu thus replaced Sorin Apostol, the latter taking over the position of executive director.

- CFO:
  - o Giani Iulian Kacic, for the period 01.01.2021- 31.12.2021.

The remuneration policy of the Company was approved by the Ordinary General Meeting of Shareholders on April 21st, 2021.

The remuneration of the members of the Board of Directors is approved annually by the Ordinary General Meeting of Shareholders and refers to a fixed monetary remuneration, in the form of a monthly allowance for each director. Any additional remuneration in the form of shares is also approved by the Ordinary General Meeting of Shareholders.

The remuneration of the directors to whom the Company's management competencies have been delegated is approved by the Board of Directors, is determined based on mandate and/ or employment contracts and may include:

- Fixed monthly remuneration
- Variable remuneration determined quarterly / half-yearly / annually, depending on the fulfillment of specific performance indicators
- Remuneration in the form of actions related to the fulfillment of specific indicators
- Other benefits (i.e. meal vouchers, gift vouchers, telephone, service computer, service car, health insurance, medical subscription, etc.)

2. THE REMUNERATION OF THE COMPANY'S MANAGEMENT FOR 2021

The remuneration of the Company's Management for 2021 (gross):

Manager	**Position**	**Period**	**Total remuneration for 2021**	**Fixed gross remuneration for 2021**	**Variable gross remuneration for 2021**	**% Fixed remuneration**	**% Variable remuneration**	**Shares**
1	2	3	4=5+6	5	6	7=5/4	8=6/4	9
			RON	RON	RON	RON	RON	nr
Iuliana Mihaela Urdă	Chairman of the Board of Directors	1.01.2021-31.12.2021	271,829	271,829		100.00%	0.00%	400,000
Ruxandra-Alina Scarlat	Member of the Board of Directors	1.01.2021-31.12.2021	177,283	177.283		100.00%	0.00%	200,000
Daniel Pandele	Member of the Board of Directors	1.01.2021-31.12.2021	177,283	177.283		100.00%	0.00%	400,000
Laviniu Dumitru Beze	Member of the Board of Directors	1.01.2021-27.04.2021	58,798	58,798		100.00%	0.00%	100,000
	Administrator of Clearline Development Management (company that belongs to Impact Group)	1.01.2021-27.04.2021	1,713	1,713		100.00%	0.00%	
	Total		60,511	60,511	-	100.00%	0.00%	100,000
Intreprind GEM through Petru Văduva	Member of the Board of Directors	1.01.2021-31.12.2021	179,031	179,031		100%	0%	300,000
Sorin Apostol	Member of the Board of Directors	28.04.2021-31.12.2021	118,485	118,485		100%	0%	
	CEO	1.01.2021-27.04.2021	177,226	175,500	1,726	99.03%	0.97%	

Manager	**Position**	**Period**	**Total remuneration for 2021**	**Fixed gross remuneration for 2021**	**Variable gross remuneration for 2021**	**% Fixed remuneration**	**% Variable remuneration**	**Shares**
1	2	3	4=5+6	5	6	7=5/4	8=6/4	9
			RON	RON	RON	RON	RON	nr
	Executive Director	28.04.2021-31.12.2021	207,700	207,700		100.00%	0.00%	
	Administrator of other entities within Impact Group	1.01.2021-31.12.2021	48,360	48,360		100.00%	0.00%	
	Total		551,771	550,045	1,726	99.69%	0.97%	
Constantin Sebeșanu	CEO	28.04.2021-31.12.2021	748,736	607,500	141,236	81.14%	18.86%	
Giani Iulian Kacic	CFO	1.01.2021-31.12.2021	811,227	386,606[1]	424,621	47.66%	52.34%	160,000
	Administrator of other entities within Impact Group	1.01.2021-31.12.2021	27,408	27,408		100.00%	0.00%	
	Total		838,635	414,014	424,621	49.37%	52.34%	160,000
Total			**3,005,079**	**2,437,496**	**567,583**	**81%**	**81.11%**	**1,560,000**

[1] Includes RON 3,330 RON meal tickets and RON 1,100 gift tickets

Remuneration of the Members of the Board of Directors

- The fixed remuneration complies with the provisions of the Remuneration Policy and is in accordance with the decisions of the Ordinary General Meetings of Shareholders of April 21st , and April 28th , 2020.
- The remuneration granted in the form of shares of the Company was approved by the Ordinary General Meeting of Shareholders on April 20th, 2020, through the participation of the administrators in the Stock Option Plan 2020-2021. The shares presented in the table above were transferred in 2021 based on the fulfillment of specific indicators and following the recommendation of the Remuneration Committee.
- The Company has signed a policy to insure the liability of the administrators for the following companies within the Impact group: Impact Developer & Constructor SRL. Bergamot Development SRL. Bergamot Development Phase II SRL. Current Invest House SRL, Impact Finance & Developments SRL, Clearline Development & Management SRL, Greenfield Copou Residence SRL.

The law firm Saulea, Scarlat & Asociații SPARL, which, together with other law firms, provide legal services for the Impact Group, is 50% owned by Ruxandra Alina Scarlat - member of the Board of Directors. The legal services are provided by a team of 5 lawyers, the fees being at market value and are not considered as part of the remuneration of the Company's managers. The fees collected for 2021 were in amount of RON 236,814. The fees were paid based on supporting documents submitted by the law firm, exclusively after the provision of legal services.

Remuneration of the directors to whom the management of the Company has been delegated

- Fixed and variable remuneration complies with the Remuneration Policy, respectively mandate contracts, or concluded employment contracts.
- The remuneration granted in the form of shares of the Company is part of the Stock Option Plan of the Company 2020-2021, within the limits established by the Board of Directors.
- The actions presented in the table above were transferred in 2021 based on the fulfillment of specific indicators and following the recommendation of the Remuneration Committee.

Sorin Apostol

- During 1.01.2021- 27.04.2021 held the position of General Manager, the remuneration being established according to the mandate contract approved by the Board of Directors. According to the mandate contract, other benefits (provided for carrying out the activity) included:
    - Phone, telephone subscription settled by the Company
    - Laptop or tablet
    - Professional training

- Starting with April 28th, 2021, Sorin Apostol is the Executive Director of IMPACT, the remuneration being determined according to the mandate contract approved by the Board of Directors. Also, starting with April 28th, 2021, Sorin Apostol is also a member of the Board of Directors.
- the remuneration as administrator of other companies within the Impact group for year 2021 was as follows:

Company	RON
Bergamot Developments SRL	6,852
Bergamot Developments Phase Il SRL	6,852
Clearline Development & Management SRL	5,139
Actual Invest House SRL	5,139
Greenfield Copou Residence SRL	24,378
Greenfield Copou Residence Phase II	without remuneration
Greenwise Development SRL	without remuneration
Greenfield Property Management SRL	without remuneration
Total	**48,360**

Constantin Sebeșanu

- Held the position of CEO between 28.04.2021 and 31.12.2021, the remuneration being determined according to the mandate contract approved by the Board of Directors.

Giani Iulian Kacic

- Held the position of CFO between 1.01.2021 and 31.12.2021, the remuneration being determined according to the employment contract approved by the Board of Directors and signed by the Company's Management. According to the employment contract, other benefits (provided for the performance of the activity) included:

  o Telephone, telephone subscription settled by the Company
  o Laptop
  o Private clinic medical subscription
  o Fuel disbursement

- In 2021 was remunerated as an administrator of other companies within the Impact group, as follows:

Company	RON
Bergamot Developments Phase II SRL	6,852
Bergamot Developments SRL	6,852
Impact Finance & Developments SRL	13,704
Total	**27,408**

3. ANNUAL CHANGE OF REMUNERATION FOR THE PERIOD 2017-2021

Annual change of the gross monetary remuneration of managers and the average gross monetary remuneration based on the full-time equivalent of the employees which are not managers

Except for 2017, the annual change is calculated by dividing the current year's gross monetary annual remuneration by the previous year's gross monetary remuneration.

	2017	2018	2019	2020	2021
Annual change of the gross monetary remuneration of the Company's management	100%	103%	105%	80%	136%
Annual change of average gross monetary remuneration based on the full-time equivalent of employees who are not managers of the Company	100%	140%	115%	79%	105%
Performance evolution - EPRA/EPRA NAV[2]	100%	120%	117%	109%	114%

For 2017, the annual change was implicitly considered 100%, and if there is no information applicable for one year, the annual change was implicitly considered 100% for the first year of applicability, after 2017.

The individual change of the gross monetary remuneration of managers was as follows:

Name	Period	2017	2018	2019	2020	2021
Liviu Stan	26.04.2013 - 27.04.2017	100%	-	-	-	-
Tasoulas Konstantinos	26.04.2013 - 27.04.2017	100%	-	-	-	-
Rachita Minculescu Victor Corneliu	26.04.2013 - 27.04.2017	100%	-	-	-	-
Iuliana Mihaela Urdă	26.04.2013- 27.04.2025	100%	86%	108%	103%	101%
Ruxandra-Alina Scarlat	28.04.2017- 27.04.2025	100%	145%	108%	102%	102%
Daniel Pandele	28.04.2017- 27.04.2025	100%	154%	108%	102%	102%
Laviniu Dumitru Beze	28.04.2017- 27.04.2021	100%	154%	108%	106%	33%
Gabriel Vasile	26.04.2013- 23.04.2019	100%	94%	6%	-	-
Intreprid Gem SRL - Petru Văduva	24.04.2019- 27.04.2025	-	-	100%	149%	103%
Sorin Apostol	1.02.2020- 27.04.2025	-	-	-	100%	102%
Bartosz Puzdrowski	1.09.2016-28.02.2018	100%	58%	-	-	-
Bogdan Geanta	14.12.2015-08.01.2017	100%	-	-	-	-

2 EPRA= European Public Real Estate Association.
EPRA NRV = EPRA Net Reinstatement Value
EPRA, EPRA NRV respectively are determined in accordance with the EPRA standards being disclosed in the Company's annual and quarterly reports.

Name	Period	2017	2018	2019	2020	2021
Nicolae						
Bogdan Ionuț Oslobeanu	1.03.2018-31.01.2020	-	100%	169%	17%	-
Giani Iulian Kacic	14.11.2018-31.12.2021	-	100%	962%	81%	174%
Constantin Sebesanu	28.04.2021-27.04.2025	-	-	-	-	100%

The individual gross monetary remuneration taken into consideration in the computation of the invididual change presented above, has not been adjusted for the period of the year the respective person was Company's manager.

Annual change of the average remuneration in shares both for the Company's managers and for the employees who are not managers but have benefited from the remuneration in shares of the Company

	2017	2018	2019	2020	2021
Annual average of the number of shares transferred to the Company's managers	-	33,250	-	124,261	260,000
Annual average number of shares transferred to other employees	-	3,961	-	11,488	112,444

The annual average of the number of shares transferred to the Company's managers was calculated as the total number of shares transferred in that year to the Company's managers divided by the number of the Company's managers who were remunerated in that year through shares.

The annual average number of shares transferred to other employees was calculated as the total number of shares transferred in that year to employees who are not managers of the Company divided by the number of employees who are not managers of the Company and who were remunerated in that year through shares.

For the year 2020, the details presented above also take into account a number of 140,500 shares transferred in January 2021 for which the transfer authorization was given in December 2020.

Approved

by the Board of Directors of Impact Developer & Contractor S.A.

on March 24th , 2022

Iuliana Mihaela Urdă
Chairmen of BoD