



Drive for
performance

ARTICLES OF ASSOCIATION

***Articles of Association of
EVERGENT Investments S.A.***

Art. 1. Company name, legal form, registered office and duration

- (1) The name of the company is EVERGENT Investments S.A.
- (2) Legal form: the Company is set up as a private Romanian legal entity, organized as a joint-stock company, classified according to applicable regulations as an Alternative Investment Fund of an investment company type – A.I.F.I.C, Retail Investors Alternative Investment Fund – R.I.A.I.F, with a diversified investment policy, closed, self-managed. The Company is authorized by the Financial Supervisory Authority as Alternative Investment Funds Manager –A.I.F.M.
- (3) The Company operates in compliance with (a) special legislation on alternative investment funds of an investment company type and those regarding the managers of alternative investments funds; (b) legislation regarding companies admitted to trading on a regulated market; (c) legal provisions regarding companies with legal personality; (d) provisions of the present Articles of Association and internal regulations.
- (4) The company's headquarters and head office which is also the business conduct headquarters is located in Romania, Bacău municipality, 94C Pictor Aman Street, Bacău county.
- (5) The company may set up or close down subsidiaries, local offices, agencies, operational centers and other secondary offices in Romania or abroad, under the Board of Directors' resolution, abiding by the legal regulations and provisions.
- (6) The Company's duration is 100 years. The shareholders have the right to extend the duration of the Company before its expiry, through the decision of the Extraordinary General Meeting of Shareholders.

The company may not comply with the buyback requests made by shareholders for the shares they hold, before the start of the liquidation phase of the fund, directly or indirectly, from AIF assets, according to the regulations applicable to closed-type alternative investment funds.

Art. 2. Company business scope, field and object of activity

- (1) The Company's business scope is to manage its own assets.
- (2) The Company's main field of activity is financial investments.

The company's main field of activity is: 6499 – Other financial brokerage n.e.c. except insurance and pension funds.

The Company's secondary activities, in accordance with NACE: 6432 – Mutual funds and other similar financial entities.

(3) The Company's object of activity is:

- a) portfolio management;
- b) risk management;
- c) other auxiliary and connected to collective management activities allowed by the legislation in force.

Art. 3. Share Capital. Shares

- (1)** The share capital is RON 89,082,859.20 and is divided into 890,828,592 shares.
- (2)** Any share capital increase or decrease shall be done in compliance with the legal provisions and regulations of the Financial Supervisory Authority.
- (3)** The shares issued by the company are nominative, ordinary, of equal value, issued in dematerialized form, shown by account registration, giving their holders equal rights.
- (4)** The Company will be able to issue other classes of shares, based on the resolution of the General Meeting of Shareholders.
- (5)** The nominal value of a share is RON 0.1.
- (6)** The shares are indivisible and the company recognizes a single representative to exercise their rights that result from a share.
- (7)** The identification date of the shareholders who are to benefit from dividends or other rights and to whom the effects of the General Meeting of Shareholders' resolutions apply shall be set by it, abiding by the legal regulations and provisions.
- (8)** The shares are admitted to trading on at least one regulated market in Romania.
- (9)** The shares may be traded on another regulated market as well, and/or in a trading system of member states or third-party states of the European Union.

Art. 4. Shareholders

- (1)** Any person who lawfully acquires shares issued by the company may become a shareholder.
- (2)** The shareholder status is certified by the bank statement issued by the entity which keeps a record of the shareholders.
- (3)** The individuals on whose account the ownership right over some shares issued by the Company is registered are presumed to be their owners.

Art. 5. Share buybacks

(1) The buyback of own issued shares may be done subject to the legal provisions, including those under the European Union that are directly applicable and of the competent authority, through resolution of the General Meeting of Shareholders and with the approval of the Financial Supervisory Authority.

(2) The bought back shares may be used for the purpose of lowering the share capital, stabilizing the quota of own shares on the capital market or to remunerate the directors, managers and employees of the Company, in accordance with the legal regulations in force, remuneration policies and practices and the provisions of the Articles of Association. The payment of shares received during the buyback of own shares for the purpose of lowering the share capital, is solely done from own sources.

Art. 5¹. Return of capital

(1) The Company carries out capital returns proportionate to the shares from the shareholders' contributions for the purpose of lowering the Fund's share capital, only once during a financial year, with the approval of the Extraordinary General Meeting of Shareholders.

(2) By exception, the Company may make additional capital returns, proportional to the shares from the shareholders' contributions, for the purpose of lowering the share capital of the Fund, abiding by the following cumulative requirements:

a) the return of capital is approved by the Company's EGMS conducted in compliance with the legal provisions in force;

b) the return of capital to the shareholders is done exclusively from the Company's own sources;

c) the Company has registered profit over the last 3 financial years, in compliance with the annual financial statements of the Fund, audited according to the law.

Art. 6. General Meeting of Shareholders

(1) The general meeting of shareholders is the supreme deliberation and decision-making body of the company, operating in compliance with the legal provisions in force and the Articles of Association.

(2) The general meetings are ordinary or extraordinary.

(3) The ordinary general meeting takes place at least once a year, within the term established by the legal regulations and provisions.

(4) The general meetings shall be convened whenever needed.

(5) Apart from the debate of other items on the agenda, the ordinary general meeting is bound to:

- a)** discuss, approve or amend the annual financial statements, based on the reports presented by the Board of Directors and the financial auditor and to set the dividend;
- b)** elect and dismiss the members of the Board of Directors;
- c)** appoint or dismiss the financial auditor and set the minimum duration of the financial audit contract;
- d)** to decide on the management of the Board of Directors;
- e)** establish the income and expenditure budget and, as applicable, the activity program for the following financial year.

(6) The extraordinary general meeting shall convene whenever necessary in order to make a decision on:

- a) changing the legal form of the company and/or changing the management form by appointing an external alternative investment fund manager, according to the law;
- b) changing the Company's headquarters;
- c) changing the Company's object of activity;
- d) increasing the share capital;
- e) lowering the share capital or its completion by means of a new issue of shares;
- f) strengthening or splitting the nominal share value;
- g) merger or division of the Company;
- h) early dissolution of the Company;
- i) converting shares from one category to another;
- j) converting a category of bonds to another category or to shares;
- k) bonds issue;
- l) admission of shares issued by the Company to trading on a regulated market or trading them within an alternative trading system of member states or non-member states of the European Union;
- m) any other amendment of the Articles of Association or any other resolution for which the approval of the Extraordinary General Meeting is required.

(7) The convening and conduct of the general meetings shall be subject to the legal regulations and provisions.

(8) The general meeting is convened based on the resolution of the Board of Directors, according to the legal regulations and provisions and the present Articles of Association.

(9) The convocation of the general meeting done by the legal request of a competent authority or the company shareholders, shall be made under the terms and conditions stipulated in the legal regulations and provisions.

(10) The Company shall make the documents and information addressing the items on the agenda available to the shareholders on its website and at its registered office, in compliance with the legal regulations and provisions.

(11) The right to participate in the general meeting of shareholders is entitled to the shareholders registered in the shareholders' registry on the reference date.

(12) Shareholder participation to the General Meeting of Shareholders shall be in compliance with legal provisions and the organization and conducting procedures for the general meetings approved and published by the Board of Directors.

(13) The participation of legal entity shareholders is done through the legal representative, based on the list of shareholders from the reference date received from the entity that keeps records of shareholders.

In the event that the data regarding legal representative status has not been updated with the entity that keeps a record of the shareholders by the legal entity shareholder corresponding to the reference date, the proof of legal representative shall be provided by a certificate issued by the Trade Registry, in a copy according to the original, or any other document issued by a competent authority in the state that the shareholder is legally registered and which certifies the status of legal representative.

The documents that certify the legal representative status that are drafted in a foreign language other than English shall be accompanied by a translation made by a sworn translator in Romanian or English. The Company may accept proof of legal representative status based on the documents considered relevant by the company, submitted by the legal entity shareholder, issued by the Trade Registry or another similar authority from the state the shareholder is registered in, within their availability term, if the shareholder has not provided the central depository/participant with appropriate information regarding their legal representative.

(14) The representation of individual or legal entity shareholders through other individuals (shareholders or not) shall be done solely by means of a proxy, in compliance with the legal provisions and procedures for organizing and carrying out the general meetings approved and published by the Board of Directors.

(15) Submission of proxies or votes by correspondence shall be done so that these shall be registered with the Company at least 48 hours before the meeting, under the sanction of losing the voting right, pursuant to the regulations, legal provisions and procedures

for organizing and carrying out the general meetings, approved and published in compliance with the provisions of the Articles of Association herein.

(16) Each share grants a voting right.

(17) Exercising the voting right shall be done in compliance with the legal regulations and provisions and the provisions of the Articles of Association herein.

(18) The attendance of the shareholders who hold at least a quarter of the total number of voting rights is necessary for the validation of the Ordinary General Meeting's resolutions. The Ordinary General Meeting's resolutions are made with a majority of cast votes. In the event that the Ordinary General Meeting is unable to conduct its activity due to the conditions stipulated in the previous paragraph not being met, the Meeting that shall be convened on the second call may debate the items on the agenda of the first meeting, irrespective of the quorum, adopting resolutions with the majority of the cast votes.

(19) To validate the Extraordinary General Meeting debates, the attendance of the shareholders holding at least a quarter of the total number of voting rights is necessary and for the next calls, the shareholders' attendance representing at least a fifth of the total number of voting rights. Resolutions are adopted with the majority of the votes held by the attending shareholders or their legal representatives. The resolution to amend the company's main objective of activity, to decrease or increase the share capital, to change the legal form, to merge, divide or dissolve the company is adopted with a majority of at least two thirds of the voting rights held by the attending shareholders or their legal representatives.

(20) The resolutions of the General Meeting shall be adopted by open vote, with the exceptions stipulated by the legal regulations and provisions or by the Articles of Association herein. The secret vote is mandatory for appointing or removing the members of the Board of Directors, for appointing, removing or dismissing the financial auditors and for adopting resolutions with respect to the liability of the members of the company's management, leadership and control bodies.

(21) The shareholders that have member status within the Board of Directors may not vote based on the shares that they hold, neither in person nor through a proxy, their management discharge or an issue wherein the individual or their management would be involved. However, they may vote on the annual financial statement if the majority pursuant to the law or to the Articles of Association cannot be reached.

(22) The shareholder who, in a given operation, has, either in person or as a proxy, an interest contrary to the one of the company, shall abstain from debating that particular operation. The shareholder who goes against this provision is liable for damages against the company, if, without their vote, the required majority could not have been reached.

(23) The resolutions adopted by the General Meeting under the law and the Company's Articles of Association shall be mandatory even for the shareholders who have not attended the meeting or have voted against.

(24) The General Meeting of Shareholders shall be chaired by the president of the Board of Directors and, in their absence, by the vice president.

(25) The General Meeting shall elect from among the attending shareholders 1 up to 3 secretaries who shall check the attendance list of the shareholders, indicating the share capital which everyone represents, the minutes drawn up by the technical secretariat to acknowledge the number of submitted shares and meeting all the formalities required by the law and the Articles of Association in order to carry out the General Meeting. The secretariat drafts the minutes of the General Meeting that will be entered in a register signed by the one who chaired the General Meeting and by the secretariat.

Art. 7. Board of Directors

(1) The company is self-managed under a unitary system.

(2) The company's form of management shall be decided by the General Meeting, abiding by the incidental legal norms.

(3) The company is managed by a Board of Directors comprised of 5 members, individuals, elected or appointed by the Ordinary General Meeting for a 4-year term, with the possibility of reelection. The invalidation of one or more members of the Board of Directors by the competent authority results in the loss of director status for the individuals concerned. During the transition period between the expiry date of the former directors' mandates and the validation date of the new directors by the competent authority, company management shall be provided by the former directors.

(4) In the event that there is a vacant seat in the Board of Directors, the first Ordinary General Meeting shall appoint a new director. The duration for which they are elected shall be equal to the time remaining until the expiry of their predecessor's mandate.

(5). In the event that one or several director seats are vacant, abiding by the legal requirements on the minimum number of directors, the Board of Directors shall proceed to appoint provisory directors until the convening of the Ordinary General Meeting of Shareholders.

(6) In the event that the vacancy mentioned above leads to a decrease in the number of directors below the legal limit, the remaining directors shall immediately convene the Ordinary General Meeting of Shareholders in order to complete the number of members of the Board of Directors.

(7) The Board of Directors shall elect a president and a vice president from among its members. The president of the Board of Directors may also hold the position of

company CEO and the vice president may also hold the position of deputy CEO.

(8) The members of the Board of Directors shall cumulatively meet the minimum requirements of integrity, qualification and professional experience foreseen in the legal regulations and provisions.

(9) In exercising the mandate, the members of the Board of Directors have the possibility to be elected for managing and leading the companies in the portfolio, applying the internal policy of avoiding conflicts of interest.

(10) The members of the Board of Directors are entitled to have the expenses incurred by exercising their mandate reimbursed.

(11) The annual general limits of remuneration and bonuses for all the directors, including additional remuneration for the directors assigned with specific duties, as well as the managers', amount to 0.6% of the average total asset value of the previous year, calculated and reported in compliance with the legal provisions. Included in the general limits, the monthly remuneration for all the members of the Board of Directors is at 0.015% of the average total asset value of the previous year, equally divided. The directors and managers participate in the benefit plan, paid by share allocation or options to acquire company shares, amounting to 5% of the net profit achieved and net gain from transactions reflected in the retained earnings. The actual level of this participation is established by the board of directors, only after the approval of the annual financial statements at the General Meeting of Shareholders.

(12) Each director must expressly accept their mandate. By accepting this status, each director is liable for the duties foreseen in the legal regulations and provisions, as well as to those in the management contract. The company shall sign an insurance policy for professional and health risks related to the exercise of the directors' and managers' mandates, at least at the minimum limits required by the applicable legal framework.

(13) The Board of Directors shall meet at least once every 3 months, at the president's call or the vice president's call, when the president is absent with a valid reason.

(14) The Board of Directors is also convened upon the motivated request of at least 2 of its members or the CEO.

(15) The president chairs the meetings. In the event of the president's absence, activities are conducted by the vice president.

(16) The members of the Board of Directors may be represented at the Board's meetings solely by other members. An attending member may represent only one absent member.

Participation in the Board of Directors' reunions may also take place by means of long-distance communication: teleconference, videoconference, internet or intranet conference etc. In exceptional cases justified by the urgency of the situation and the

Company's interest, the resolutions of the Board of Directors may be adopted by the members' unanimous vote expressed in writing (fax, e-mail), without a Board meeting being necessary. In no event shall this procedure be applied in the case of the Board of Directors' resolutions regarding the annual financial statements or the authorized capital.

(17) The Board of Directors' resolutions shall be valid if more than half of the number of members has attended the meeting and resolutions are adopted with the majority vote of the attending members. The president of the Board of Directors shall have the decisive vote in the event of vote parity. The president of the Board of Directors will hold the deciding vote in the event of vote parity. A president of the Board of Directors who is also acting as CEO may not have a decisive vote.

(18) The Board of Directors is tasked with performing all necessary and useful acts to achieve the company's object of activity, except for those reserved by the law for the General Meeting of Shareholders.

(19) The Board of Directors has the following duties:

- a)** establishing the company's main activity and development goals;
- b)** establishing the accounting policies and the financial supervisory system, as well as approving financial planning;
- c)** appointing and removing managers and establishing their rights and duties;
- d)** supervising the managers' activity;
- e)** drafting the annual report, organizing the General Meeting of Shareholders and implementing its resolutions;
- f)** submitting the request for opening the company insolvency procedure;
- g)** meeting all the duties set for the Board of Directors by the General Meeting of Shareholders exactly;
- h)** setting up/dismantling secondary offices: subsidiaries, agencies, representative offices or any other similar locations without legal status.
- i)** establishing and approving the voting procedures for the General Meeting of Shareholders;
- i¹)** adopting the proper measures regarding the establishment and implementation of corporate governance principles, concerning – without being limited to - the following:
 - 1. establishing the relevant criteria of monitoring the results of executive management/higher management and the company as a whole, as well as the annual evaluation of how these criteria are applied;

2. analyzing the adequacy, efficiency and update of the risk management system for the efficient management of held assets, as well as the way in which the risks the company is exposed to are managed;
 3. ensuring that the requirements concerning the outsourcing/assignment of certain operational activities or functions are abided by, both before they are made, and over the entire outsourcing/assignment period;
 4. analyzing and establishing the remuneration policy so that it corresponds to the business strategy, long-term objectives and interests and includes measures for the prevention of the occurrence of conflicts of interest;
 5. ensuring the development and implementation of ethical and professional standards to provide with professional and responsible behavior across the entire company aiming to prevent the occurrence of conflicts of interest;
 6. approving the risk appetite and tolerance limits of the company, as well as the procedure for the identification, evaluation, monitoring, management and reporting of significant risks to which the company is or could be exposed to;
 7. drafting the plans to ensure activity continuity and for emergency situations and their quarterly evaluation.
- j)** deciding to set up other companies or legal entities, including the participation to the share capital of other companies, under the conditions foreseen by legal regulations;
- k)** pledging, renting, setting up tradable real guaranties and mortgaging the company's goods;
- l)** signing contracts with the depository, auditor and entity that keeps a record of the shareholders;
- m)** assignment of the right to represent the Company to other directors, setting the limits of the mandate;
- n)** approving the Company's internal regulations, internal rules and working procedures;
- o)** negotiating the collective labor contract;
- p)** solving any other issues established by the General Meeting of Shareholders or by the legal regulations and provisions.

The competencies listed under letters a) through k) are core competencies that may not be delegated.

(20) The Board of Directors delegates company management to the CEO and deputy CEO, who make up the Management Committee.

The CEO and deputy CEO may also be company directors.

The CEO and deputy CEO, who make up the Management Committee, effectively run the company's activity within the limits of assigned competencies.

Establishing and dismantling the Management Committee shall be approved with a majority vote by the present directors.

The directors and managers who make up the Management Committee shall sign administration and/or management contracts with the company, drawn up to abide by the applicable legal framework. The contents of these contracts signed with the company shall be declared and/or made public if the applicable regulations require it.

(21) The Management Committee's resolutions are adopted with the unanimous vote of its members. In the event that resolutions cannot be adopted within the Management Committee on account of voting conditions not being met, the debated subject shall be submitted to the analysis of the Board of Directors in order to adopt a resolution.

(22) A vote shall not be cast through a representative within the Management Committee.

(23) In the interval between the Board of Directors' meetings, the Management Committee shall carry out its activity under the established competencies' limit. The Management Committee shall present the adopted resolutions and the status of the pending operations in the Board of Directors' meetings.

(24) The Board of Directors may set up consulting committees comprised of at least two members of the Board, tasked with conducting investigations and preparing recommendations for the Board, abiding by the applicable legal framework, in fields such as audit, remuneration of directors and staff or appointing of candidates for various management positions. The Committees shall regularly submit reports on their activity to the Board.

(25) The representation of the Company before third parties and in Court shall be done by the CEO or deputy CEO.

Art. 8. Financial Audit

(1) The Company's financial statements shall be audited by the financial auditors, under the legal regulations and provisions.

(2) The financial audit shall be the object of a contract approved by the Board of Directors.

Art. 9. Financial Statements

(1) The company's financial year begins on January 1st and ends on December 31st of the same year.

(2) The annual financial statements, the annual Board of Directors' report as well as the proposal regarding dividend distribution shall be made available to the shareholders at the Company's headquarters, starting on the convening date of the General Meeting.

(3) The advertising formalities with respect to the annual financial statements shall be carried out in compliance with the legal regulations and provisions.

(4) The net profit shall be assigned based on the approval of the Ordinary General Meeting of Shareholders as follows:

- a) the dividends that the company's shareholders are entitled to;
- b) reserves stipulated by the law;
- c) other destinations established by the General Meeting of Shareholders.

Art. 10. Company Staff

(1) The company's organization shall be approved by the Board of Directors. The organizational chart and wage limits are approved by the Board of Directors.

(2) The company's staff shall be employed by the CEO.

Art. 11. Loans

The Company may temporary borrow funds, abiding by the legislation and regulations in force.

Art. 12. Transparency

(1) The company shall abide by the transparency and reporting requirements and duties stipulated in the regulations issued by the competent authority, as well as those applicable to the capital market in which securities are being traded.

(2) The Company ensures equal treatment for all the shareholders that hold shares of the same class.

Art. 13. Company Investments. Prudential Rules Regarding the Investment Policy

(1) The Company may only invest in allowed asset categories according to legal provisions, including by setting up companies or other legal entities and/ or by participating in the share capital of other companies.

(2) The investment policy is approved by the General Meeting of Shareholders and abides by the prudential rules imposed by the legal regulations and provisions. The investment policy is established in compliance with the legal provisions applicable to alternative investment funds aimed at retail investors, with diversified investment policy. The Fund Rules detail the investment policy and include the types of investments

allowed by the legal provisions.

Art. 14. *Remuneration Policies and Practices*

- (1) Remuneration policies and practices are compliant with the legal regulations in force, applicable to A.I.F.M and abide by the following basic principles:
 - (a) The remuneration policy aligns with the company's strategy and is compatible with the investment policy and the risk policy, as well as the company's long-term values and objectives.
 - (b) The remuneration of the company's directors, managers and employees is comprised of a fixed and a variable component.
 - (c) There is an appropriate balance between the fixed and variable component of total remuneration, with the fixed component having a sufficiently large percentage of total remuneration to allow for the implementation of a flexible policy on variable components of remuneration. The benefit plan for directors, managers and employees is also granted in shares or options to acquire company shares. At least 50% of the variable remuneration will consist of shares or options to acquire shares within the Stock Option Plan type programs, abiding by the legal regulations in force.
 - (d) The variable remuneration is granted according to the achievement of the collective and individual performance targets, the company's implementation of projects and prudential management of operational risks.
- (2) The fixed and variable component of the company's directors and managers' remuneration is set in Article 7 line (11) of the Articles of Association. The directors and managers of the company have the right to participate to the benefit plan as participation to the Company's profit in cash and/or in shares. The performance indicators and criteria for granting the variable remuneration are presented in the administration and management contracts.
- (3) The company's employees may benefit from the right to participate to the benefit plan in the form of profit share, according to the performance criteria and indicators set in the Collective Labor Contract and internal regulations.

Art. 15. *Incompatibilities*

The incompatibility mentioned in the legal regulations and provisions is applicable to the members of the Board of Directors and to the managers of the company.

Art. 16. *Net Asset*

The calculation of the net asset shall be done abiding by the legal regulations and provisions, monthly, for the last calendar day of the month, as well as in case of share capital increase or decrease.

The rules and procedures for the valuation of assets are drafted abiding by the principles set out in the national and European legislation in force and are presented in detail in the A.I.F. Rules.

Art. 17. Depository

(1) The company shall sign a depository contract with an authorized legal entity Depository, supervised by the competent authority, which performs the operations of depositing AIF securities, as well as any other operations related to them.

(2) The activities that the Depository shall carry out and the conditions for the replacement of the Depository, as well as the rules for ensuring the shareholders' protection in such circumstances shall be stipulated in the depository contract and shall be done abiding by the applicable legal provisions and the Articles of Association.

Art. 18. Dissolution and Liquidation of the Company

(1) The dissolution of the company shall take place in cases expressly foreseen by the law. In the event of dissolution, the company shall be liquidated.

(2) In the event that the regulatory and supervisory authority decides on the liquidation, it shall be made according to the procedures established by legal regulations and provisions applicable to companies and regulations of the Financial Supervisory Authority incidental to alternative investment funds of the investment company type, closed end, aimed at retail investors.

(3) The liquidator within the liquidation procedure shall be appointed by the regulating and supervising body, subject to the specific regulations and legal provisions.

Art. 19 – Final Provisions

(1) The Articles of Association herein shall be completed with the special provisions and regulations issued by the regulator, with the special legal provisions as well as with the legal provisions issued on companies.

Whenever the term “regulations” is used in the Articles of Association hereof, the reference is considered to be made according to the regulations specific to the Company, issued by the regulating authority.

Whenever the phrase “legal regulations and directives” is used in the content of the Articles of Association hereof, the reference is considered to be made referring to all the regulations issued by the regulating authority, as well as to the special and general legal provisions regarding the organization and operation of the company.

(2) Any other normative documents issued hereafter which remove or restrict the limitations expressly stipulated at present for alternative investment funds of the

investment company type and the managers of alternative investment funds shall amend, pursuant to the law, the clauses in the Articles of Association hereof.

The Articles of Association herein, drafted today, July 30, 2025, represents the form authorized by the Financial Supervisory Authority through authorizations no. 61 and 62 of May 29, 2025, updated in compliance with the Board of Directors' Resolution no. 3 of July 30, 2025, on the formal alignment of the encoding/name of the NACE code corresponding to the carried out activity (Rev. 3) and is the object of the Financial Supervisory Authority's notification.

Cătălin Iancu
CEO