

**MINUTES OF ANNUAL GENERAL MEETING OF  
AS Pro Kapital Grupp**

Prepared on 26.05.2026 in Tallinn.

The annual general meeting of shareholders (hereinafter the **Meeting**) of **AS Pro Kapital Grupp**, registry code 10278802, registered office at Sõjakooli 11, Tallinn, 11316 (hereinafter the **Company**) took place at Swissôtel Tallinn hotel, in the Tornimäe 1 room, 6th floor (Tornimäe Street 3, Tallinn) at 12:15.

In addition to shareholders, Chairman of the Supervisory Council Patrick Jacques Bernard Werner, Council member Oscar Mario Crameri, as well as Members of the Management Board of the Company Edoardo Axel Preatoni, Neringa Rasimaviciene and Chief Financial Officer Ann-Kristin Kuusik also participated at the Meeting. Council member Giovanni Bozzetti was unable to attend due to previous work commitments.

The notice calling the Meeting was published on 27.04.2026 via NASDAQ OMX Tallinn stock exchange web site and 29.04.2026 in the newspaper Postimees on page number eleven (11).

**1. Opening of the meeting**

The meeting was opened by Ilona Nurmela, who acted as chairman of the meeting and Helena Purga as recording secretary.

**2. Quorum of the meeting**

Pursuant to the list of participants in the general meeting, which constitutes an annex to these minutes, six (6) shareholders were present and represented at the general meeting, whose shares represent a total of 26,887,207 votes, or 47,43% of the votes attached to the shares. Shareholders were given the opportunity to vote on the items on the agenda of the general meeting before the meeting (by proxy). 4 shareholders voted before the meeting via digitally signed proxies, holding 26,887,181 votes or 47,43% of the votes allotted by shares. Two shareholders were present in person, holding a total of 26 votes.

To reach a quorum, at least 28,343,978 votes (50% + 1 vote) were required. However, only 26,887,207 votes were collected, which equals 47.43%. Therefore, the quorum was not reached and the shareholders cannot adopt the proposed decisions. As a result, and based on § 297 (2) of the Commercial Code and section 4.6 of the Company's Articles of Association, the Company decides to call a repeat meeting on 10.06.2026 at 12:30. The Company will publish the relevant stock exchange notice on 26.05.2026.

**3. Agenda**

The agenda of the meeting was as follows:

1. Election of the Chairman and Secretary of the annual general meeting of shareholders;
2. Approval of the audited annual report of the Company for the financial year of 2025;
3. Resolution of distribution of the profit;
4. Extending the term of office of the Supervisory Council members;
5. Remuneration policy for the executive management of Company.

No proposals to amend the agenda of the meeting nor any drafts regarding new agenda items were submitted to the Company.

**4. Course of the meeting**

The voting on the agenda was not carried out as the quorum was not reached.

The Chairman of the meeting said that no written questions have been received prior or during the meeting and proposed to ask questions.

The Chairman of the meeting terminated the meeting at 12:19

The Meeting was conducted in Estonian and in English.

The following are enclosed to these Minutes:

1. List of participants in the Meeting;
2. Proxys;
3. Power of attorneys of shareholders' representatives.

Chairman of the Meeting: Ilona Nurmela /signed digitally/

Recording secretary: Helena Purga /signed digitally/