

## **Shareholders of G-Loot Global Esports AB**

*reg.no. 556981-0517, with registered office in Stockholm, are hereby summoned to the extra general meeting on Wednesday, 31 May 2023 at 09:00 at the company's premises on Malmskillnadsgatan 39, Stockholm.*

### **Notification etc.**

Shareholders who wish to attend the general meeting must

- be recorded in the share register maintained by Euroclear Sweden AB relating to the circumstances on Tuesday, 23 May 2023, and
- give notice of participation to the company no later than Thursday, 25 May 2023 by mail to G-Loot Global Esports AB, Attn: Michael Hedman, Malmskillnadsgatan 39, 111 38 Stockholm or by e-mail to michael.hedman@gloom.com.

The personal data provided as part of the notification will be processed and used only for the purpose of the general meeting. For further information on processing of personal data, please see below.

### **Nominee-registered shares**

To be entitled to participate in the general meeting, a shareholder whose shares are held in the name of a nominee must, in addition to give notice to attend the extra general meeting, register the shares in his/her own name so that the shareholder is recorded in the share register as of Tuesday, 23 May 2023. Such registration may be temporary (so-called voting rights registration) and is requested from the nominee in accordance with the nominee's procedures, in such time in advance as the nominee determines. Voting right registrations which have been duly effected in the share register maintained by Euroclear Sweden AB, no later than on Thursday, 25 May 2023, are taken into account when preparing the register of shareholders.

### **Proxy etc.**

Shareholders who are represented by proxy shall issue a written and dated power of attorney for the proxy, or, in the event that the right to represent the shareholder's shares are divided between several persons, the proxies with a specification of the number of shares each proxy is entitled to represent. The power of attorney is valid for a maximum of one year, or such longer time as specified in the power of attorney, although a maximum of five years from issuance. If the power of attorney is issued by a legal entity, a certified copy of a certificate of registration or a corresponding document, showing the right to issue the power of attorney, shall be enclosed to the form. The form for power of attorney is available at the company's website, investor.gloom.com, and will be sent to shareholders who has requested it and states their email or postal address.

### **Proposed agenda**

1. Election of chairman of the meeting.
2. Election of one or two persons to approve the minutes.
3. Preparation and approval of the voting register.
4. Approval of the agenda.
5. Determination of whether the meeting has been duly convened.

6. Decision to amend the articles of association.
7. Decision to authorise the restructuring of the group and the sale of the business of the group and/or an investment into the company.
8. Determination of the number of directors.

## **PROPOSED RESOLUTIONS**

### **Election of chairman of the meeting (item 1)**

The board of directors proposes that Jonas Eriksson is elected to be the chairman of the general meeting.

### **Decision to amend the articles of association (item 6)**

The board of directors proposes that the general meeting resolves to amend the company's articles of association as follows. The background of the proposal is the proposal to sell the subsidiaries and/or invest (and the thereto related reorganisation) that is set out under item 7 below.

1. It is proposed that the business object of the articles of association is amended by way of referring only to owning and managing property and shares in subsidiaries, whereby the company is intended to become a pure holding company. Section 3 of the articles of association will thereby have the following formulation:

"The company shall own and manage real estate and movable property and own and manage shares in subsidiaries and associated companies, as well as conduct comparable activities."

2. It is also proposed that the board of directors or a person appointed by the board of directors be authorised to make such minor adjustments in the above resolution that may be required in connection with the registration with the Swedish Companies Registration Office.

Shareholders representing approximately 38 percent of the shares and votes in the company have confirmed their support of the proposal.

### **Decision to authorise the restructuring of the group and the sale of the business of the group and/or an investment into the company (item 7)**

The board of directors proposes that the general meeting approves a restructuring of the company, and the sale of the business of the group and/or an investment into the company, and give the board of directors the following mandate. The board of directors is instructed and given the authorisation to:

1. prepare and, if necessary, carry out a restructuring of the group in order for the business as a whole to be able to be divested by way of a sale of shares in subsidiaries;
2. negotiate a divestment of the group's business and/or an investment with one or several purchasers and/or investors; and
3. enter into an agreement regarding the sale of the group's business and/or an investment on behalf of the company on market terms.

The board of directors' instruction and mandate as per the above shall include the right to engage advisors (including the terms of their engagement) at the discretion of the board of directors. A divestment can be made by way of the company's sale of shares in its subsidiaries and the board of directors may, within the framework of the general meeting's mandate, enter into such an agreement without any additional reporting to or resolution from the company's shareholders.

Shareholders representing approximately 38 percent of the shares and votes in the company have confirmed their support of the proposal.

### **Determination of the number of directors (item 8)**

Johan Persson has notified his resignation from the board of directors.

For the time being until the close of the next annual meeting, approximately 38 percent of the shares and votes in the company propose that the board of directors shall consist of three directors.

### **Majority rules**

A resolution in accordance with item 6 is valid where supported by shareholders representing at least two thirds of the votes cast and the shares represented at the general meeting.

### **Miscellaneous**

Complete proposals for resolutions and other documents to be made available in accordance with the Swedish Companies Act, including the proposed articles of association in their entirety, are made available no later than three weeks before the general meeting. All documents referred to above are available at the company's headquarters and will be sent to shareholders who request them and provide their email or postal address. Shareholders are reminded of their right to request information in accordance with Chapter 7, Section 32 of the Swedish Companies Act.

### **Processing of personal data**

For information on how your personal data is processed, see [www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf](http://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf).

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Stockholm in May 2023

**G-Loot Global Esports AB**

*The board of directors*