

Communiqué from Goobit Group AB's Annual General Meeting

Goobit Group AB (publ), 556952-8671, conducted its Annual General Meeting on October 17, 2024, at Järntorgsgatan 6 in Stockholm. All decisions were made in accordance with the proposals presented in the notice. In summary, the following was decided:

Approval of the accounts, allocation of profits, and discharge from liability

The Annual General Meeting resolved to adopt the income statement and balance sheet as set out in the annual report for the period May 1, 2023 – April 30, 2024.

The Annual General Meeting resolved, in accordance with the proposal of the Board of Directors and the auditor's recommendation, that no dividend will be paid for 2023/2024 and that the disposable profits available to the Annual General Meeting will be carried forward to the new accounting year.

The board of directors and the CEO were granted discharge from liability for the fiscal year 2023 /2024, in accordance with the auditor's recommendation.

Board of Directors and Auditor

The Annual General Meeting resolved that the board will consist of four ordinary members without deputies. Michael Völter was re-elected as chairman. Christian Ander, Jan Tibbling, and Carl-Viggo Östlund were re-elected as board members. The board fee shall be SEK 200,000 for members and SEK 800,000 for the chairman. All elections and decisions apply until the end of the next Annual General Meeting.

The audit firm WeAudit Sweden AB was re-elected as the company's auditor until the end of the next Annual General Meeting. Fees to the company's auditor shall be paid according to approved invoice.

Principles for the appointment of the members of the Nomination Committee

The Annual General Meeting resolved, in accordance with the Board's proposal, that the Nomination Committee for the 2025 Annual General Meeting will consist of members appointed by the three largest shareholders as of March 30, 2025, as registered in the share register maintained by Euroclear Sweden, and the Chairman of the Board. If the Chairman of the Board is one of the three largest shareholders, the fourth largest shareholder will also be included in the Nomination Committee, so that the committee consists of four members. The Chairman of the Board shall also convene the first meeting of the Nomination Committee.

Authorization for the Board to make decisions regarding share issues

The Annual General Meeting resolved to authorize the Board, in order to provide the company with working capital and/or new owners of strategic importance for the company and/or acquisitions of other companies or businesses, to issue new shares, warrants, and/or convertibles on one or more occasions until the next Annual General Meeting, with or without deviation from

the shareholders' preferential rights, and with or without provisions for non-cash contributions. The number of shares issued and the number of shares to which conversion/subscription rights will apply may result in an increase in the share capital by up to a maximum of 30 percent based on the total share capital at the time of the 2024 Annual General Meeting.

The subscription price for issues deviating from shareholders' preferential rights shall be set close to the market level, with consideration given to potential market-based issue discounts deemed appropriate by the board at each occasion.

The Board, or any person appointed by the Board, shall have the right to make any necessary adjustments in connection with the registration of the decision with the Swedish Companies Registration Office (Bolagsverket).

Adoption of a long-term incentive program

In accordance with the Board's proposal, the Annual General Meeting resolved to establish a long-term incentive program (Options Program 2024/2027) aimed at employees and consultants within Goobit. The reasons for the incentive program include retaining key individuals and motivating them to create value for the shareholders. To enable the incentive program, the Annual General Meeting resolved to issue a maximum of 14,092,128 warrants directed to the participants. Each warrant entitles the holder to subscribe for one new share in Goobit Group AB during the period from November 1, 2027, to February 29, 2028.

The subscription price for each new share will be set based on a percentage (300 percent) of the volume-weighted average price for the company's shares on the Nordic Growth Market (NGM) during a ten (10) trading day period prior to the 2024 Annual General Meeting.

Resolution on a new share issue

In accordance with the Board's proposal, the Annual General Meeting resolved on a directed new share issue, increasing the company's share capital by a maximum of SEK 30,000 through the issuance of up to 3,000,000 shares. The right to subscribe for the shares, deviating from shareholders' preferential rights, shall belong to the board member Michael Völter. The reason for deviating from the shareholders' preferential rights is to enable ownership in the company for Michael Völter, fostering motivation and alignment with the company. The subscription price will correspond to the volume-weighted average price (VWAP) of the company's shares over ten (10) trading days between October 3 and October 14, 2024, but not below the shares' quota value. The premium will be transferred to the unrestricted premium reserve. Michael Völter has undertaken to use half of his decided board fee to pay for the subscribed shares. The number of shares finally issued will correspond to a maximum subscription amount of SEK 400,000. The new shares must be subscribed on a separate subscription list no later than October 31, 2024.

Documents

Documents and the audit report are available on the company's website, www.goobit.se.

Proposals regarding the decisions of the Annual General Meeting, as mentioned above, are available in the notice which can be found on the website <https://www.goobit.se/investor-relations/bolagsstammor>.

For further information, please contact:

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About Goobit Group | BTCX

Goobit Group AB (publ) operates in the financial sector. The company launched the world's longest running Bitcoin exchange BTCX in 2012. Goobit is Sweden's leading Bitcoin company in financial services and education. The company offers exchange services of fiat currencies to Bitcoin and has so far exchanged over 2.0 billion SEK. The company's most well-known brands are BTCX Express and Standard Bitcoin Exchange (BTCX). In addition to exchange services, the company also offers services in anti-money laundering (AML Desk) and compliance for crypto assets. Goobit Group AB (publ) was registered in 2013 and is a group with operations in the wholly-owned subsidiaries Goobit AB, Goobit Blocktech AB, and Goobit Exchange AB. Goobit AB targets private individuals, corporate customers, and financial institutions. The group has its headquarters in Gamla Stan, Stockholm, Sweden.

For more information, see Goobit's website www.goobit.se

Attachments

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