

INVITATION TO THE ANNUAL GENERAL MEETING

BOARD OF DIRECTORS

of the company **Y Soft Corporation, a.s.**, ID No.: 261 97 740, with its registered seat at Technická 2948/13, Královo Pole, 616 00 Brno, the Czech Republic, registered in the Commercial Register kept by the Regional Court in Brno under File No. B 8045 (the "**Company**")

convenes

an ordinary general meeting of shareholders

in accordance with the provisions of Section 402 of Act No. 90/2012 Coll., on Commercial Companies and Cooperatives (Act on Commercial Corporations), as amended (the "**Act**"), and the Articles of Association of the Company,

which will take place on 9th September 2024 at 14:00 at the Company's registered office at Technology Park, Technická 2948/13, 616 00 Brno.

I. Agenda of the Annual General Meeting:

1. Opening and quorum control of the General Meeting;
2. Election of the Chairman of the General Meeting, the Minutes Clerk, the Verifier of the Minutes and the person in charge of counting the votes;
3. Approval of change of class and split of the golden share;
4. Approval of an amendment to the Articles of Association following a change of class and split of the golden share;
5. Conclusion of the General Meeting.

II. Proposed resolutions of the General Meeting and their reasons:

It is proposed that the General Meeting of the Company approves the following resolution:

Ad 3. *"The General Meeting resolves to change the class and to split the golden share as follows:*

The golden share with a nominal value of CZK 500 (in words: five hundred Czech crowns), issued under number 1 (in words: one), shall change and split into 5 (in words: five) pieces of class A shares, each with a nominal value of CZK 100 (in words: one hundred Czech crowns), issued under numbers 1 to 5 (in words: one to five).

The deadline for submitting the golden share for exchange shall be 3 (in words: three) months from the adoption of this resolution."

Reasons: The golden share is a special type of share issued by the Company in the number of one piece, with a nominal value of CZK 500 and with the numerical designation 1. The golden share is owned by the Chairman of the Board of Directors of the Company, Mr. Václav Muchna. The golden share is associated with all the rights of a shareholder arising from the law and, at the same time, the right of a casting vote is associated with this type of share, i.e., any resolution of the General Meeting of the Company requires the vote

associated with the golden share for its adoption, regardless of the quorum. Mr Václav Muchna asked the Company to replace the golden share by Class A shares. Accordingly, the Board of Directors of the Company proposes to cancel the golden share by simultaneously splitting it into five Class A shares with a nominal value of CZK 100 each. At the same time, the Board of Directors of the Company proposes, in accordance with Section 342 of the German Companies Act, to set a deadline of 3 months from the adoption of this resolution for the submission of the golden share for exchange for 5 Class A shares.

Ad 4. *"The General Meeting decides to amend the Articles of Association of the Company so that:*

1. *The wording of Article V. par. 5.1 is deleted and replaced with the following:
"The share capital is divided into a total of 1 000 000 name-registered share certificates."*
2. *The wording of Article V. par. 5.2 is deleted and replaced with the following:
"The Company has issued the following types of shares:*
 - a. *Class A shares, each with a nominal value of CZK 100, in the number of 627,760 pieces;*
 - b. *Class B shares, each with a nominal value of CZK 100, in the number of 359,974 pieces;*
 - c. *Class D Preference Shares with redemption rights, each with a nominal value of CZK 100, in the number of 2,778 pieces; and*
 - d. *Class E preference shares, each with a nominal value of CZK 100, in the number of 9,488 pieces."*
3. *The wording of Article V. par. 5.5 is deleted and replaced with the following:
"The rights and obligations associated with each type of action:*

Class A shares - *this type of shares is associated with all shareholder rights arising from the law, in particular from the Act.*

Class B shares - *this type of shares is associated with all shareholder rights arising from the law, in particular from the Act. The transferability of these shares is limited in the manner described in Article VI of the Articles of Association.*

Class D preferred shares with redemption rights - *this type of shares does not carry voting rights at the company's general meeting. This type of shares is associated with the right to a threefold share in the company's profits in the manner set out in Article VI of the Articles of Association. In addition, these shares carry a right of redemption. Under this right, the shareholder has the right to request the company in writing to buy back part or all of his shares at the current market price set by the Board of Directors. The Company shall be obliged to redeem such shares from the shareholder within 60 (sixty) days of receipt of such request. In the event that such shares are transferred to another person (e.g. an heir), the Company shall have the right to invite such transferee to transfer such shares to the Company at the current market price determined by the Board of Directors. Such transferee shall be obliged to transfer such shares to the Company within 15 (fifteen) days of receipt of the notice. Such shares shall have limited transferability as described in Article VI of the Articles of Association.*

Class E preference shares - *this type of shares does not carry voting rights at the company's general meeting. This class of shares carries the right to a 1.5 times share in the company's profits in the manner set out in Article VI of the Articles of Association. The Company shall have the right to invite any holder of such shares*

to transfer all or part of such shares to the Company at a price equal to or greater than 70% of the fair market value. Such shares shall have limited transferability in the manner described in Article VI of the Articles of Association."

4. *The wording of Article VI. par. 6.1 is deleted and replaced with the following:*

"There are no restrictions on the transferability of Class A shares."

5. *The wording of Article XVII. par. 17.1 is deleted and replaced with the following:*

"The General Meeting is capable of holding a quorum if shareholders holding shares with voting rights whose nominal value amounts to at least 51% of the Company's share capital are present."

6. *The wording of Article XVIII. par. 18.1 is deleted and replaced with the following:*

"Each share of the company that carries voting rights according to these articles of association is entitled to one vote for every 100 CZK of its nominal value. Therefore, a share with a nominal value of 100 CZK represents one vote. The same rule applies to determine the number of votes associated with non-voting shares if they temporarily acquire voting rights according to the law or the Articles of Association. The total number of votes in the company associated with voting shares, together with non-voting shares that temporarily acquire voting rights, is 1,000,000 votes."

7. *The wording of Article XVIII. par. 18.2 is deleted and replaced with the following:*

"The General Meeting of Shareholders decides by the majority of the votes of the shareholders present, unless a different majority is required by law."

8. *The wording of Article XXX. par. 30.3 is deleted and replaced with the following:*

"The profit of the company designated by the general meeting for distribution to the shareholders will be distributed among the shareholders proportionally according to the number of shares, so that each share with a nominal value of 100 CZK will receive one part. Furthermore, each Class E preferred share will receive 1.5 parts of the profit allocated for distribution compared to any other type of share with a nominal value of 100 CZK, and each Class D preferred share with redemption rights will receive three parts of the profit allocated for distribution compared to any other type of share with a nominal value of 100 CZK. Thus, the Class E preferred share is entitled to a 1.5 times share of the profit compared to other types of shares with a nominal value of 100 CZK, and the Class D preferred share with redemption rights is entitled to a three times share of the profit compared to other types of shares with a nominal value of 100 CZK."

Reasons: The cancellation of the golden share under item 3 of the agenda of the General Meeting should be reflected in the Articles of Association of the Company. The cancellation of the golden share is reflected in the total number of shares in Article V., paragraph 5.1, in the list of classes of shares in Article V., paragraph 5.2, in the list of rights attached to shares in Article V., paragraph 5.5, and in the list of restrictions on the transferability of individual types of shares in Article VI., paragraph 6.1. In all these cases, the board of directors proposes only the removal of the golden share data without any replacement. Given that the golden share has been associated with the right to cast a casting vote, Article XVII., paragraph 17.1, and Article XVIII., paragraph 18.2, of the Company's Articles of Association governing quorum and majority voting at the General Meeting also need to be amended. The Company's Board of Directors again proposes to amend these articles by deleting only the provisions governing the special rights attached to the golden share in determining the quorum and the casting majority of votes at the Company's General Meeting. The golden share was the only class of share issued with a nominal value of 500 CZK. For this reason,

references to shares with a nominal value of 500 CZK are also removed from the Articles of Association (see Article XVIII, paragraph 18.1 and Article XXX, paragraph 30.3).

III. Other information

Participation in the General Meeting will be possible, under the conditions specified in Article XV.(8) of the Company's Articles of Association, also by means of an electronic means enabling direct two-way communication by video between the General Meeting and the shareholder. The designated electronic means is the MS Teams application, the data for the connection will be delivered together with the invitation.

If a shareholder intends to make a counter-proposal to the proposal submitted at the General Meeting and delivers the text of the counter-proposal in writing to the Company at least five business days before the date of the General Meeting, the Board of Directors of the Company is obliged to publish the shareholder's counter-proposal with its opinion, if possible, at least three business days before the announced date of the General Meeting.

In Brno on 06 August 2024

Václav Muchna
Chairman of the Board of Directors of Y Soft Corporation, a.s.