

IPAS “Indexo” Supplemented Draft Resolutions for the Extraordinary General Meeting of Shareholders on 11 September 2025

On 21st August 2025, IPAS “Indexo”, registration number: 40203042988, registered office: Roberta Hirša Street 1, Riga, LV-1045, Latvia (hereinafter – the Company), the Management Board announces the convening of the Extraordinary General Meeting of Shareholders of the Company.

Taking into account the above, the Management Board of the Company has determined and submits for approval at the Extraordinary General Meeting of Shareholders on 11 September 2025 the following draft resolutions, considering the announced agenda items.

ISSUES RELATED TO SHARE CAPITAL INCREASE:

- 1) Management Board’s justification (report) regarding the planned share buyback offer, share capital increase, the necessity to cancel shareholders’ pre-emptive rights, and the issue price of the new shares.

AS “DELFINGROUP” TRANSACTION:

- I. **Share capital increase in connection with the voluntary share buyback offer for the acquisition of AS “DelfinGroup” shares, with the purpose of executing a share exchange transaction.**
 1. **Increase of the Company’s share capital in connection with the voluntary share buyback offer for the acquisition of AS “DelfinGroup” shares, with the purpose of executing a share exchange transaction.**
 - 1) To increase the share capital of IPAS “Indexo” by EUR 6,223,097 (six million two hundred twenty-three thousand ninety-seven euros), to be paid with a non-cash contribution – shares of AS “DelfinGroup” (registration No. 40103252854) (ISIN: LV0000101806), in accordance with the share exchange ratio specified in the Company’s share capital increase rules, by issuing up to 6,223,097 (six million two hundred twenty-three thousand ninety-seven) Company shares.
 - 2) To determine that the issue price of one Company share shall be calculated in accordance with the following formula:
The average weighted price of one AS “DelfinGroup” share on the regulated market during the six-month period prior to the valuation date of the non-cash contribution × the share exchange ratio specified in the Company’s share capital increase rules.
 2. **Waiver of shareholders’ pre-emptive rights.**
 - 1) To cancel the pre-emptive rights of the Company’s shareholders to subscribe for the Company’s new issue shares.
 3. **Approval of the Company’s share capital increase rules.**
 - 1) To approve the Company’s share capital increase rules.
 - 2) To authorise the Management Board of the Company to determine the issue price of the Company’s shares, based on the current valuation report of the non-cash contribution regarding the average weighted price of AS “DelfinGroup” shares on the regulated market during the six-month period prior to the valuation date of the non-cash contribution, and in accordance with the calculation formula provided in the Company’s share capital increase rules.
 - 3) To instruct the Management Board of the Company to submit all necessary documents for the registration of the Company’s share capital increase rules with the Register of Enterprises of the Republic of Latvia and to perform all other actions necessary for the implementation of the adopted resolution.
4. **Approval of amendments to the Articles of Association and the new wording of the Articles of Association.**
 - 1) To approve the amendments to the Company’s Articles of Association.
 - 2) To approve the new wording of the Company’s Articles of Association.

- 3) To designate the Management Board of the Company as responsible for submitting all necessary documents required to register the amendments to the Company's Articles of Association and the new wording of the Articles of Association with the Register of Enterprises of the Republic of Latvia, as well as for carrying out all other actions necessary for the implementation of the adopted resolution.
- 4) To grant the Supervisory Council of the Company the right to adjust, approve and sign the information regarding the Company's share capital indicated in the amendments to the Articles of Association and in the new wording of the Articles of Association, aligning it with the actual situation, based on the amount of share capital in effect at the time of the capital increase. Furthermore, to grant the Supervisory Council the authorisation to make the corresponding formal corrections to the Articles of Association, based on the amount of share capital that will be approved at the time of the capital increase.

5. Registration of the Company's newly issued dematerialised shares with Nasdaq CSD SE (Central Securities Depository), their admission and commencement of trading on the "Nasdaq Riga" regulated market (Baltic Official List).

- 1) To approve the registration of the Company's newly issued dematerialised shares with Nasdaq CSD SE (Central Securities Depository), their admission and commencement of trading on the "Nasdaq Riga" regulated market (Baltic Official List).

6. Authorisation of the Company's Management Board on organisational matters related to the Company's share issue in connection with the voluntary share buyback offer for the acquisition of AS "DelfinGroup" shares, with the purpose of executing a share exchange transaction.

- 1) To authorise the Management Board of the Company to perform all necessary actions, including signing agreements and other documents required for the public offering of the Company's newly issued shares, their registration in the Nasdaq CSD SE securities settlement system and their admission to trading on the "Nasdaq Riga" regulated market (Baltic Official List), as well as to submit them to Nasdaq CSD SE, AS "Nasdaq Riga", the Bank of Latvia, and other relevant institutions and/or their structural units, representing the Company within the framework of these procedures.

II. Share capital increase in connection with the mandatory share buyback offer for the acquisition of AS "DelfinGroup" shares, with the purpose of executing a share exchange transaction.

7. Increase of the Company's share capital in connection with the mandatory share buyback offer for the acquisition of AS "DelfinGroup" shares, with the purpose of executing a share exchange transaction.

- 1) To increase the share capital of IPAS "Indexo" by EUR 3,111,548 (three million one hundred eleven thousand five hundred forty-eight euros), to be paid with a non-cash contribution – shares of AS "DelfinGroup" (registration No. 40103252854) (ISIN: LV0000101806), in accordance with the share exchange ratio specified in the Company's share capital increase rules, by issuing up to 3,111,548 (three million one hundred eleven thousand five hundred forty-eight) Company shares.
- 2) To determine that the issue price of one Company share shall be calculated according to the following formula:
The average weighted price of one AS "DelfinGroup" share on the regulated market during the six-month period prior to the valuation date of the non-cash contribution × the share exchange ratio specified in the Company's share capital increase rules.

8. Cancellation of shareholders' pre-emptive rights.

- 1) To cancel the pre-emptive rights of the Company's shareholders to subscribe for the Company's new issue shares.

9. Approval of the Company's share capital increase rules.

- 1) To approve the Company's share capital increase rules.

- 2) To authorise the Management Board of the Company to determine the issue price of the Company's shares, based on the current valuation report of the non-cash contribution regarding the average weighted price of AS "DelfinGroup" shares on the regulated market during the six-month period prior to the valuation date of the non-cash contribution, and in accordance with the calculation formula provided in the Company's share capital increase rules.
- 3) To instruct the Management Board of the Company to submit all necessary documents for the registration of the Company's share capital increase rules with the Register of Enterprises of the Republic of Latvia and to perform all other actions necessary for the implementation of the adopted resolution.

10. Approval of amendments to the Articles of Association and the new wording of the Articles of Association.

- 1) To approve the amendments to the Company's Articles of Association.
- 2) To approve the new wording of the Company's Articles of Association.
- 3) To designate the Management Board of the Company as responsible for submitting all necessary documents required to register the amendments to the Company's Articles of Association and the new wording of the Articles of Association with the Register of Enterprises of the Republic of Latvia, as well as for carrying out all other actions necessary for the implementation of the adopted resolution.
- 4) To grant the Supervisory Council of the Company the right to adjust, approve and sign the information regarding the Company's share capital indicated in the amendments to the Articles of Association and in the new wording of the Articles of Association, aligning it with the actual situation, based on the amount of share capital in effect at the time of the capital increase. Furthermore, to grant the Supervisory Council the authorisation to make the corresponding formal corrections to the Articles of Association, based on the amount of share capital that will be approved at the time of the capital increase.

11. Registration of the Company's newly issued dematerialised shares with Nasdaq CSD SE (Central Securities Depository), their admission and commencement of trading on the "Nasdaq Riga" regulated market (Baltic Official List).

- 1) To approve the registration of the Company's newly issued dematerialised shares with Nasdaq CSD SE (Central Securities Depository), their admission and commencement of trading on the "Nasdaq Riga" regulated market (Baltic Official List).

12. Authorisation of the Company's Management Board on organisational matters related to the Company's share issue in connection with the mandatory share buyback offer for the acquisition of AS "DelfinGroup" shares, with the purpose of executing a share exchange transaction.

- 1) To authorise the Management Board of the Company to perform all necessary actions, including signing agreements and other documents required for the public offering of the Company's newly issued shares, their registration in the Nasdaq CSD SE securities settlement system and their admission to trading on the "Nasdaq Riga" regulated market (Baltic Official List), as well as to submit them to Nasdaq CSD SE, AS "Nasdaq Riga", the Bank of Latvia, and other relevant institutions and/or their structural units, representing the Company within the framework of these procedures.

III. Share issue with the purpose of financing the voluntary share buyback offer for AS "DelfinGroup" shares, as well as in connection with the financing of the operations of AS INDEXO Banka.

13. Share issue with the purpose of financing the voluntary share buyback offer for AS "DelfinGroup" shares, as well as in connection with the financing of the operations of AS INDEXO Banka.

- 1) To increase the share capital of IPAS "Indexo" by EUR 6,905,719 (six million nine hundred five thousand seven hundred nineteen euros), by issuing up to 6,905,719 (six million nine hundred five thousand seven hundred nineteen) new dematerialised shares, with the sale price per one newly issued share in the range of EUR 5 (five euros) to EUR 30 (thirty euros),

including the nominal value of EUR 1 (one euro) per share and a share premium in the range of EUR 4 (four euros) to EUR 29 (twenty-nine euros).

2) To approve the registration of up to 6,905,719 (six million nine hundred five thousand seven hundred nineteen) newly issued dematerialised shares of the Company with Nasdaq CSD SE (Central Securities Depository), their admission and commencement of trading on the "Nasdaq Riga" regulated market (Baltic Official List).

14. Cancellation of shareholders' pre-emptive rights.

1) To cancel the pre-emptive rights of the Company's shareholders to subscribe for the Company's new issue shares.

15. Approval of the Company's share capital increase rules.

1) To approve the Company's share capital increase rules.

2) To authorize the Management Board of the Company to determine the sale price of the newly issued shares within the range of EUR 5 (five euros) to EUR 30 (thirty euros), including the nominal value of EUR 1 (one euro) per share and a share premium in the range of EUR 4 (four euros) to EUR 29 (twenty-nine euros).

3) To instruct the Management Board of the Company to submit all necessary documents for the registration of the Company's share capital increase rules with the Register of Enterprises of the Republic of Latvia and to perform all other actions necessary for the implementation of the adopted resolution.

16. Approval of amendments to the Articles of Association and the new wording of the Articles of Association.

1) To approve the amendments to the Company's Articles of Association.

2) To approve the new wording of the Company's Articles of Association.

3) To designate the Management Board of the Company as responsible for submitting all necessary documents required to register the amendments to the Company's Articles of Association and the new wording of the Articles of Association with the Register of Enterprises of the Republic of Latvia, as well as for carrying out all other actions necessary for the implementation of the adopted resolution.

4) To grant the Supervisory Council of the Company the right to adjust, approve and sign the information regarding the Company's share capital indicated in the amendments to the Articles of Association and in the new wording of the Articles of Association, aligning it with the actual situation, based on the amount of share capital in effect at the time of the capital increase. Furthermore, to grant the Supervisory Council the authorisation to make the corresponding formal corrections to the Articles of Association, based on the amount of share capital that will be approved at the time of the capital increase.

17. Registration of the Company's newly issued dematerialised shares with Nasdaq CSD SE (Central Securities Depository), their admission and commencement of trading on the "Nasdaq Riga" regulated market (Baltic Official List).

1) To approve the registration of the Company's newly issued dematerialised shares with Nasdaq CSD SE (Central Securities Depository), their admission and commencement of trading on the "Nasdaq Riga" regulated market (Baltic Official List).

18. Authorisation of the Company's Management Board in relation to the Company's share issue carried out to finance the share purchase transaction within the voluntary share buyback offer for the acquisition of AS "DelfinGroup" shares, and to finance the operations of AS INDEXO Banka.

1) To authorise the Management Board of the Company, at its discretion, to adopt a decision regarding the type of share offering – to conduct a public offering of shares or a private placement of shares, and to authorise the Management Board and the Supervisory Council of the Company to prepare, approve and/or sign (in accordance with the procedure set forth in the Commercial Law) all documents and to carry out all actions necessary for the execution of a public and/or private share offering, including signing the public offering prospectus, making and approving corrections, amendments and supplements to the public offering prospectus as necessary, carrying out all required actions for the registration (approval) of the public offering prospectus with the Bank of Latvia, carrying out all

necessary actions for the execution of a private placement, and signing the necessary private placement documents.

- 2) To authorise the Management Board of the Company to perform all necessary actions, including signing agreements and other documents required for the registration of the Company's newly issued shares in the Nasdaq CSD SE securities settlement system and their admission to trading on the "Nasdaq Riga" regulated market (Baltic Official List), as well as to submit them to Nasdaq CSD SE, AS "Nasdaq Riga", the Bank of Latvia, and other relevant institutions and/or their structural units, representing the Company within the framework of these procedures.

IV. Share issue with the purpose of financing the mandatory share buyback offer for AS "DelfinGroup" shares.

19. Share issue with the purpose of financing the mandatory share buyback offer for AS "DelfinGroup" shares.

- 1) To increase the share capital of IPAS "Indexo" by EUR 5,905,719 (five million nine hundred five thousand seven hundred nineteen euros), by issuing up to 5,905,719 (five million nine hundred five thousand seven hundred nineteen) new dematerialised shares, with the sale price per one newly issued share in the range of EUR 5 (five euros) to EUR 30 (thirty euros), including the nominal value of EUR 1 (one euro) per share and a share premium in the range of EUR 4 (four euros) to EUR 29 (twenty-nine euros).
- 2) To approve the registration of up to 5,905,719 (five million nine hundred five thousand seven hundred nineteen) newly issued dematerialised shares of the Company with Nasdaq CSD SE (Central Securities Depository), their admission and commencement of trading on the "Nasdaq Riga" regulated market (Baltic Official List).

20. Waiver of shareholders' pre-emptive rights.

- 1) To cancel the pre-emptive rights of the Company's shareholders to subscribe for the Company's new issue shares.

21. Approval of the Company's share capital increase rules.

- 1) To approve the Company's share capital increase rules.
- 2) To authorise the Management Board of the Company to determine the sale price of the newly issued shares within the range of EUR 5 (five euros) to EUR 30 (thirty euros), including the nominal value of EUR 1 (one euro) per share and a share premium in the range of EUR 4 (four euros) to EUR 29 (twenty-nine euros).
- 3) To instruct the Management Board of the Company to submit all necessary documents for the registration of the Company's share capital increase rules with the Register of Enterprises of the Republic of Latvia and to perform all other actions necessary for the implementation of the adopted resolution.

22. Approval of amendments to the Articles of Association and the new wording of the Articles of Association.

- 1) To approve the amendments to the Company's Articles of Association.
- 2) To approve the new wording of the Company's Articles of Association.
- 3) To designate the Management Board of the Company as responsible for submitting all necessary documents required to register the amendments to the Company's Articles of Association and the new wording of the Articles of Association with the Register of Enterprises of the Republic of Latvia, as well as for carrying out all other actions necessary for the implementation of the adopted resolution.
- 4) To grant the Supervisory Council of the Company the right to adjust, approve and sign the information regarding the Company's share capital indicated in the amendments to the Articles of Association and in the new wording of the Articles of Association, aligning it with the actual situation, based on the amount of share capital in effect at the time of the capital increase. Furthermore, to grant the Supervisory Council the authorisation to make the

corresponding formal corrections to the Articles of Association, based on the amount of share capital that will be approved at the time of the capital increase.

23. Registration of the Company's newly issued dematerialised shares with Nasdaq CSD SE (Central Securities Depository), their admission and commencement of trading on the "Nasdaq Riga" regulated market (Baltic Official List).

- 1) To approve the registration of the Company's newly issued dematerialised shares with Nasdaq CSD SE (Central Securities Depository), their admission and commencement of trading on the "Nasdaq Riga" regulated market (Baltic Official List).

24. Authorisation of the Company's Management Board in relation to the Company's share issue carried out to finance the share purchase transaction within the mandatory share buyback offer for the acquisition of AS "DelfinGroup" shares.

- 1) To authorise the Management Board of the Company, at its discretion, to adopt a decision regarding the type of share offering – to conduct a public offering of shares or a private placement of shares, and to authorise the Management Board and the Supervisory Council of the Company to prepare, approve and/or sign (in accordance with the procedure set forth in the Commercial Law) all documents and to carry out all actions necessary for the execution of a public and/or private share offering, including signing the public offering prospectus, making and approving corrections, amendments and supplements to the public offering prospectus as necessary, carrying out all required actions for the registration (approval) of the public offering prospectus with the Bank of Latvia, carrying out all necessary actions for the execution of a private placement, and signing the necessary private placement documents.
- 2) To authorise the Management Board of the Company to perform all necessary actions, including signing agreements and other documents required for the registration of the Company's newly issued shares in the Nasdaq CSD SE securities settlement system and their admission to trading on the "Nasdaq Riga" regulated market (Baltic Official List), as well as to submit them to Nasdaq CSD SE, AS "Nasdaq Riga", the Bank of Latvia, and other relevant institutions and/or their structural units, representing the Company within the framework of these procedures.

IPAS VAIRO TRANSACTION:

25. Increase of the Company's share capital in connection with the IPAS VAIRO transaction.

- 1) To increase the share capital of "Indexo" by EUR 85,714 (eighty-five thousand seven hundred fourteen euros), to be paid with a non-cash contribution – 1,850,000 registered shares of IPAS VAIRO (reg. No. 40203474347), by issuing up to 85,714 (eighty-five thousand seven hundred fourteen) Company shares.
- 2) To set the issue price of one Company share at EUR 10.15 (ten euros and fifteen euro cents), including the nominal value of EUR 1 (one euro) per share and a share premium of EUR 9.15 (nine euros and fifteen euro cents).

26. Cancellation of shareholders' pre-emptive rights.

- 1) To cancel the pre-emptive rights of the Company's shareholders to subscribe for the Company's new issue shares.

27. Approval of the Company's share capital increase rules.

- 1) To approve the Company's share capital increase rules.
- 2) To instruct the Management Board of the Company to submit all necessary documents for the registration of the Company's share capital increase rules with the Register of

Enterprises of the Republic of Latvia and to perform all other actions necessary for the implementation of the adopted resolution.

28. Approval of amendments to the Articles of Association and the new wording of the Articles of Association.

- 1) To approve the amendments to the Company's Articles of Association.
- 2) To approve the new wording of the Company's Articles of Association.
- 3) To designate the Management Board of the Company as responsible for submitting all necessary documents required to register the amendments to the Company's Articles of Association and the new wording of the Articles of Association with the Register of Enterprises of the Republic of Latvia, as well as for carrying out all other actions necessary for the implementation of the adopted resolution.
- 4) To grant the Supervisory Council of the Company the right to adjust, approve and sign the information regarding the Company's share capital indicated in the amendments to the Articles of Association and in the new wording of the Articles of Association, aligning it with the actual situation, based on the amount of share capital in effect at the time of the capital increase. Furthermore, to grant the Supervisory Council the authorisation to make the corresponding formal corrections to the Articles of Association, based on the amount of share capital that will be approved at the time of the capital increase.

29. Registration of the Company's newly issued dematerialised shares with Nasdaq CSD SE (Central Securities Depository), their admission and commencement of trading on the "Nasdaq Riga" regulated market (Baltic Official List).

- 1) To approve the registration of the Company's newly issued dematerialised shares with Nasdaq CSD SE (Central Securities Depository), their admission and commencement of trading on the "Nasdaq Riga" regulated market (Baltic Official List).

30. Authorisation of the Company's Management Board in relation to the Company's share issue connected with the IPAS VAIRO transaction.

- 1) To authorise the Management Board of the Company to perform all necessary actions, including signing agreements and other documents required for carrying out the exchange of IPAS VAIRO shares for the Company's newly issued shares, the registration of the Company's newly issued shares in the Nasdaq CSD SE securities settlement system, and their admission to trading on the "Nasdaq Riga" regulated market (Baltic Official List), as well as to submit them to Nasdaq CSD SE, AS "Nasdaq Riga", the Bank of Latvia, and other relevant institutions and/or their structural units, representing the Company within the framework of these procedures.

AUTHORISATION OF THE MANAGEMENT BOARD TO INCREASE THE COMPANY'S SHARE CAPITAL

31. Approval of amendments to the Articles of Association and approval of the new version of the Articles of Association.

- 1) To approve the amendments to the Company's Articles of Association.
- 2) To approve the new version of the Company's Articles of Association.
- 3) To instruct the Management Board of the Company to submit all necessary documents for the registration of the amendments to the Articles of Association with the Register of Enterprises of the Republic of Latvia and to perform other necessary actions for the implementation of the adopted decision.

32. Cancellation of shareholders' pre-emptive rights.

- 1) To cancel the shareholders' pre-emptive rights with respect to the Company's newly issued shares, which will be issued on the basis of the authorisation granted to the Management Board in Clause 3.6 of the new version of the Articles of Association to adopt, within five years from the approval of the amendments to the Articles of Association, a decision on the issue of up to 1,518,367 (one million five hundred eighteen thousand three hundred sixty-seven) shares of the Company, in accordance with Section 249(4) of the Commercial Law, and which will be disposed of at a price within the range of EUR 5 (five euros) to EUR 30 (thirty euros) per share.

33. Registration of the Company's newly issued dematerialised shares, issued on the basis of the authorisation granted to the Management Board in Clause 3.6 of the new version of the Articles of Association, with Nasdaq CSD SE (Central Securities Depository), their admission and commencement of trading on the "Nasdaq Riga" regulated market (Baltic Official List).

- 1) To approve the registration of the Company's newly issued dematerialised shares, which will be issued on the basis of the authorisation granted to the Management Board in Clause 3.6 of the new version of the Articles of Association, with Nasdaq CSD SE (Central Securities Depository), their admission and commencement of trading on the "Nasdaq Riga" regulated market (Baltic Official List).

34. Authorisation of the Management Board and the Supervisory Council in relation to the capital increase to be carried out on the basis of the authorisation granted to the Management Board in Clause 3.6 of the new version of the Articles of Association:

- 1) To authorise the Management Board of the Company, at its discretion, to decide on the type of share offering – to carry out a public offering of shares or a private placement of shares – when increasing the share capital on the basis of the authorisation granted to the Management Board in Clause 3.6 of the new version of the Articles of Association, and to authorise the Management Board and the Supervisory Council of the Company to prepare, approve and/or sign (in accordance with the procedure laid down in the Commercial Law) all documents and to perform all actions necessary for the public and/or private offering of shares, including signing the prospectus of the public offering of shares, making and approving corrections, amendments and supplements to the public offering prospectus if necessary, carrying out all necessary actions for the registration (approval) of the public offering prospectus with the Bank of Latvia, carrying out all necessary actions for the making of the private offering of shares, and signing the necessary documents of the private offering of shares.
- 2) To instruct the Management Board and the Supervisory Council of the Company, in connection with the capital increase to be carried out on the basis of the authorisation granted to the Management Board in Clause 3.6 of the new version of the Articles of Association, to prepare, approve and submit all necessary documents, including the rules of the capital increase, for the registration of the increase of the Company's share capital with the Register of Enterprises of the Republic of Latvia, including instructing the Supervisory Council of the Company to make amendments to the Articles of Association and the Management Board of the Company to prepare and sign the full text of the Articles of Association in the new version, as well as to perform other necessary actions for the implementation of the adopted decision on the capital increase.
- 3) To authorise the Management Board of the Company to perform all necessary actions for the registration of the Company's shares with the Nasdaq CSD SE securities settlement system and for their admission and commencement of trading on the "Nasdaq Riga" regulated market (Baltic Official List).

