#### GRAB2GO AS ARTICLES OF ASSOCIATION

## 1. BUSINESS NAME AND LOCATION

- 1.1 The business name of the joint stock company is Grab2Go AS.
- 1.2 The seat of the joint-stock company is Tallinn, Republic of Estonia.

# 2. SHARE CAPITAL AND RESERVE CAPITAL

- 2.1 The minimum share capital of a joint-stock company is 700,000 euros and the maximum share capital is 2,800,000 euros.
- 2.2 Within the limits of the minimum share capital and the maximum share capital, the share capital of a joint-stock company may be increased or decreased without changing these articles of association.
- 2.3 The share capital may be increased by issuing new shares or by increasing the nominal value of existing shares, by making additional contributions or by means of a fund issue. A joint-stock company has the right to issue shares at a price that exceeds their nominal value (premium).
- 2.4 The Supervisory Board has the right to increase the share capital of a joint-stock company by up to 376,134.9 euros within 3 years from the date of adoption of this Articles of Association. When deciding to increase the share capital in accordance with this clause, the Supervisory Board has all the rights of the General Meeting. The

Supervisory Board has the right to increase the share capital with both monetary and non-monetary contributions.

- 2.5 Shares can be paid for with both monetary and non-monetary contributions. The value of the non-monetary contribution is assessed by the board and confirmed by the auditor.
- 2.6 The share capital may be reduced by reducing the nominal value of the shares or by canceling the shares, but not below the minimum amount of the share capital provided by law.
- 2.7 In order to cover the loss and increase the share capital, the joint-stock company forms reserve capital, the size of which is 1/10 of the share capital.
- 2.8 At least 1/20 of the net profit is transferred to the reserve capital every year until the amount specified in the articles of association is reached.
- 2.9 The reserve capital may be used by decision of the General Meeting to cover the loss, if it cannot be covered from the free equity capital of the joint-stock company, as well as to increase the share capital. No payments can be made to shareholders from the reserve capital.

#### 3. SHARES

- 3.1 The share capital is divided into shares. The nominal value of the share is 10 cents (0.1 euros). Each share gives the shareholder 1 vote.
- 3.2 The joint-stock company has one type of shares.

- 3.3 The shareholder is obliged to pay the value of the specified shares within the stipulated time. A shareholder who does not pay for the shares on time is obliged to pay a late fee of 0.2% of the unpaid amount per day to the joint-stock company.
- 3.4 Shares can be freely transferred and pledged.
- 4. RIGHTS, OBLIGATIONS AND GENERAL MEETING OF SHAREHOLDERS
- 4.1 Shareholders exercise their rights at the General Meeting of shareholders, which is the highest management body of the joint-stock company.
- 4.2 The regular General Meeting is convened once a year by the board no later than six months after the end of the financial year. An extraordinary General Meeting is convened in the cases and according to the procedure prescribed by law.
- 4.3 The General Meeting is held at the registered office of the jointstock company or at another place designated by the board.
- 4.4 The General Meeting makes and adopts decisions in accordance with the procedure and competence provided for in the law and the articles of association.

#### 5. SUPERVISORY BOARD

5.1 The Supervisory Board is the management body of the joint-stock company, which plans the activities of the joint-stock company, organizes the management of the joint-stock company and supervises the activities of the board.

- 5.2 The Supervisory Board of the joint-stock company consists of at least 3 members and a maximum of 7 members. Supervisory Board members are elected by the General Meeting. Supervisory Board members are elected for 5 years. The Supervisory Board members elect a chairman from among themselves, who organizes the Supervisory Board's activities. By the decision of the General Meeting of shareholders, a member of the Supervisory Board may be recalled regardless of the reasons.
- 5.3 The Supervisory Board's consent is necessary for transactions stipulated in the Commercial Code. Every year, the Supervisory Board approves the budget of the joint-stock company for the following year, which, among other things, provides for the granting and taking of loans and debt obligations and the maximum size of investments for the following year, within which the consent of the Supervisory Board is not necessary for making transactions.
- 5.4 The Supervisory Board makes its decisions by a simple majority of the participants. A Supervisory Board member has 1 vote. A Supervisory Board member does not have the right to refuse to vote or remain neutral. In the event of an equal division of votes, the vote of the chairman of the Supervisory Board is decisive.
- 5.5 The Supervisory Board has the right to take decisions without calling a meeting based on the procedure provided by law.
- 5.6 The Supervisory Board makes decisions in accordance with the procedure and competence provided for in the law and the Articles of Association.

### 6. BOARD OF DIRECTORS

- 6.1 The board is the management body of a joint-stock company, which represents and manages the joint-stock company. The management board must adhere to the articles of association and legal orders of the Supervisory Board when managing the joint-stock company.
- 6.2 The board consists of 1 to 5 members. The board members are elected and recalled by the Supervisory Board. Board members are elected for 3 years.
- 6.3 If the board of the joint-stock company has more than 2 members, the Supervisory Board appoints a chairman to the board.
  The chairman of the board organizes the work of the board and manages the daily activities of the joint-stock company.
  6.4 Each board member may represent the joint-stock company
- separately in all legal actions.

#### 7. REPORTING

- 7.1 The financial year of the joint-stock company begins on January 1 and ends on December 31.
- 7.2 After the end of the financial year, the board prepares the annual report in accordance with the procedure provided by law.

The articles of association have been approved by the shareholders' resolution adopted on March 7, 2023.