

**AS "CleanR Group"**  
**Articles of Association**  
(new wording)

**1. Company**

The company's name is **CleanR Grupa AS**.

**2. Share capital**

- 2.1. The share capital of the Company is EUR 13 580 000,00 (thirteen million five hundred and eighty thousand euro).
- 2.2. The share capital of the Company consists of 13 580 000 (thirteen million five hundred and eighty thousand) shares, divided into the following classes:
  - 2.2.1. 13 300 000 (thirteen million three hundred thousand) shares are Class A shares;
  - 2.2.2. 280 000 (two hundred and eighty thousand) are employee shares.
- 2.3. The nominal value of one Class A share is EUR 1.00 (one *euro*).
- 2.4. The nominal value of one staff share is EUR 1.00 (one *euro*).
- 2.5. All Class A shares of the Company are registered. All of the Company's employee shares are non-forfeitable registered shares.
- 2.6. A shareholder may dispose of (including by way of investment) and pledge its Class A shares with the approval of the shareholders' meeting. If a Shareholder of the Company decides to sell its Class A Shares, the other Shareholders of the Company shall have pre-emption rights over the Class A Shares to be sold. An employee share carries the right to receive a dividend but does not carry a liquidation allowance, does not carry voting rights, cannot be pledged or otherwise encumbered or disposed of or transferred to any person other than for the benefit of the Company. The distribution and payment of dividends may be decided on a per share basis and disproportionately within a class of shares, subject to the affirmative vote of 100% of the voting shareholders of the Company.

**3. Types of commercial activity**

- 3.1. The Company carries out its business activities as follows:
  - 3.1.1. Activities of holding companies (NACE classification code 64.20).

**4. Shareholders' meeting**

- 4.1. A Shareholders' Meeting shall be quorate if it is attended by shareholders representing 100% (one hundred percent) of the Company's Class A shares.
- 4.2. The Shareholders' Meeting shall pass all resolutions by unanimous resolution of the shareholders (100% [one hundred percent] of the Company's Class A Shares) of the Company's Class A Shares.

**5. Council**

- 5.1. The Supervisory Board is the Company's supervisory body, representing the interests of shareholders between meetings and supervising the activities of the Management Board.
- 5.2. The Supervisory Board shall ensure that the Company's activities are carried out in accordance with the law, the Company's Articles of Association and the resolutions of the Shareholders' Meeting.

- 5.3. The Supervisory Board of the Company shall consist of 3 (three) members.
- 5.4. Decisions of the Board are taken at a meeting of the Board by unanimous vote of all its members.

## **6. Management Board**

- 6.1. The Management Board of the Company consists of the members of the Management Board, one of whom is the Chairman of the Management Board. Each member of the Management Board shall have the right to represent the Company together with at least one other member of the Management Board.
- 6.2. Decisions of the Management Board shall be taken at a meeting of the Management Board by a unanimous vote of all Management Board members.
- 6.3. The Management Board requires the prior written consent of the Supervisory Board:
  - 6.3.1. for the decision on the establishment of the companies, the increase or decrease of influence (participation), increase or decrease in companies, the representation of the interests of a member (shareholder) in other companies (including, but not limited to, the decision on changes in the executive bodies of companies);
  - 6.3.2. for the adoption of a decision on the acquisition, alienation (including sale), encumbrance, pledge of shares or stocks in capital companies owned by the Company;
  - 6.3.3. for deciding on the liquidation and reorganisation of companies;
  - 6.3.4. for the purpose of deciding whether to issue a surety, commercial mortgage, mortgage or other performance security to any person on behalf of the Company;
  - 6.3.5. to decide on the approval of the Company's budget and the investments to be made in business development projects;
  - 6.3.6. for any other material decision or transaction as defined in the Rules of Procedure of the Management Board or for a transaction with a value exceeding EUR 20,000.00 (twenty thousand *euro*), the threshold being calculated separately for each type of transaction.

## **7. Other provisions**

- 7.1. The Company may determine, calculate and pay extraordinary dividends after assessing the Company's financial position.

9 December 2024 in Riga

### **Shareholders:**

Limited liability company "TAK Capital"  
Guntars Kokorevičs, Member of the Board

Harijs Krongorns

### **On behalf of the Company:**

Juris Gulbis, Chairman of the Management Board

Inta Liepa, Member of the Management Board