

THE BOARD OF DIRECTORS' PROPOSAL FOR AN AMENDMENT OF THE ARTICLES OF ASSOCIATION

The Board proposes that the meeting resolves on an amendment of the company's articles of association, mainly in accordance with the following.

Current wording

§ 4

The share capital shall be not less than SEK 2,000,000 and not more than SEK 8,000,000.

The number of shares shall be not less than 40,000,000 and not more than 160,000,000.

Proposed wording

§ 4

The share capital shall be not less than SEK 5,750,000 and not more than SEK 23,000,000.

The number of shares shall be not less than 115,000,000 and not more than 460,000,000.

In addition to the above, minor amendments of an editorial nature are proposed.

The Board, or a party designated by the Board, shall have the right to decide on minor changes to the general meeting's resolution that may be necessary in connection with registration of the resolution with the Swedish Companies Registration Office or due to other formal requirements.

The articles of association will, after the proposed amendments, have the wording set out in Appendix A.

A valid proposal under this item will not be valid unless supported by shareholders representing at least two thirds of both the votes cast and the shares represented at the general meeting.

Stockholm in May 2026

Hilbert Group AB (publ)

The Board of Directors

Hilbert Group AB (publ)
Company registration number 559105-2948

ARTICLES OF ASSOCIATION

Adopted at the annual general meeting on 17 June 2026

§ 1

The company's name is Hilbert Group AB (publ).

§ 2

The Board of Directors shall have its registered office in Stockholm.

§ 3

The company shall, directly or through wholly owned or partly owned companies, invest in and conduct business development relating to cryptocurrency, blockchain technology, securities and thereto related activities.

§ 4

The share capital shall be not less than SEK 5,750,000 and not more than SEK 23,000,000.

The number of shares shall be not less than 115,000,000 and not more than 460,000,000.

Shares may be issued in two series: series A shares with ten votes per share and series B shares with one vote per share. Shares of both classes may each be issued up to an amount corresponding to the entire share capital.

All shares carry the same right to a share in the company's profits.

§ 5

If the company resolves to issue new series A and series B shares through a cash issue or a set-off issue, holders of series A shares and holders of series B shares shall have preferential rights to subscribe for new shares of the same class in proportion to the number of shares the holder previously owns (primary preferential rights). Shares not subscribed for with primary preferential rights shall be offered to all shareholders for subscription (subsidiary preferential rights). If the shares thus offered are not sufficient to meet the subscriptions made with subsidiary pre-emptive rights, the shares shall be allocated among the subscribers in proportion to the number of shares they previously held and, to the extent that this cannot be done, by drawing of lots.

If the company resolves to issue shares exclusively of series B through a cash issue or a set-off issue, all shareholders, regardless of whether their shares are of series A or series B, shall have preferential rights to subscribe for new shares in proportion to the number of shares they already own. A cash issue or a set-off issue of solely series A shares shall not take place.

If the company resolves to issue warrants or convertibles through a cash issue or a set-off issue, the shareholders shall have preferential rights to subscribe for warrants as if the issue concerned the shares that may be newly subscribed for on the basis of the warrant, and a preferential right to subscribe for convertibles as if the issue concerned the shares with which the convertibles may be exchanged for.

The foregoing shall not imply any restriction on the ability to resolve on a cash issue or a set-off issue with deviation from the shareholders' preferential rights.

In the event of an increase in share capital through a bonus issue, new shares of series A and series B shall be issued for each class of shares, so that the ratio between the number of shares of these classes is maintained. In doing so, existing shares of a particular class shall entitle the holder to new shares of the same class.

The foregoing shall not imply any restriction on the possibility of issuing shares of a new class through a bonus issue, following any necessary amendment to the articles of association.

Series A shares shall, at the request of holder of such shares, be converted into Series B shares. A request for conversion, which must be in writing and specify the number of Series A shares to be converted into Series B shares and, if the request does not cover the entire holding, which Series A shares the conversion relates to, shall be made to the Board of Directors. The company shall immediately notify the Swedish Companies Registration Office of the conversion for registration in the Swedish Companies Register. The conversion shall be deemed to have taken effect once registration has taken place and has been recorded in the shareholder registry.

§ 6

The Board of Directors shall consist of no fewer than three (3) and no more than eight (8) members, without deputies.

§ 7

The company shall have one or two auditors, with or without deputy auditor(s), or a registered audit firm.

§ 8

Notice of a general meeting shall be given by advertisement in the Official Swedish Gazette (*sw. Post- och Inrikes Tidningar*) and on the company's website. The fact that notice has been given shall be advertised in Svenska Dagbladet.

Notice of the annual general meeting, and of any extraordinary general meeting at which a proposal to amend the articles of association is to be considered, shall be issued no earlier than six (6) and no later than four (4) weeks prior to the general meeting. Notice of any other extraordinary general meeting shall be issued no earlier than six (6) and no later than two (2) weeks prior to the meeting.

Shareholders wishing to attend the general meeting must be listed in a transcript or other statement of the entire shareholder registry on the record date for the general meeting, as determined in accordance with the Swedish Companies Act, and must notify the company of their attendance no later than the date specified in the notice of the general meeting. The latter date may not be a Sunday, other public holiday, Saturday, Midsummer's Eve, Christmas Eve or New Year's Eve, and may not occur earlier than the fifth business day prior to the general meeting.

§ 9

The calendar year shall be the company's fiscal year.

§ 10

The annual general meeting shall be held within six months of the end of the fiscal year.

The following matters shall be considered at the annual general meeting:

1. Election of the Chair of the meeting
2. Preparation and approval of the voting list
3. Approval of the agenda
4. Election of one or two persons to approve the minutes
5. Determination of whether the meeting has been duly convened
6. Presentation of the annual report and the auditor's report and, where applicable, the consolidated financial statements and the consolidated auditor's report
7. Resolution
 - a) on the adoption of the profit and loss statement and the balance sheet, and, where applicable, the consolidated profit and loss statement and the consolidated balance sheet,
 - b) on the allocation of the company's profit or loss in accordance with the adopted balance sheet,
 - c) on the discharge of the Board members and the Chief Executive Officer from liability
8. Approval of fees for the Board and the auditor
9. Election of Board members and auditor, as well as any deputy auditors
10. Any other matter incumbent upon the general meeting under the Swedish Companies Act or the articles of association.

§ 11

The company's shares shall be registered in a central securities depository register in accordance with the Swedish Financial Instruments Account Act (1998:1479).
