



# Minutes of the Annual General Meeting of 21 May 2025

GiG Software P.L.C.

Pursuant to notice duly given, the annual meeting of the shareholders of GiG Software P.L.C., (the “Company”) was held at 09:00 CEST, 21 May 2025 at KG10, Kungsgatan 8, 111 43 Stockholm, Sweden.

### 1. Opening of the meeting

Mr. Petter Nylander, Chairman of the Board, welcomed the shareholders and provided information on the agenda of the meeting.

### 2. Presentation and approval of Agenda

There were no objections to the calling of the meeting or the agenda.

### 3. To elect the chairman of the meeting (*Resolution A*).

In accordance with the recommendation of the nomination committee, the meeting resolved to appoint Mr. Johan Petter Erik Nylander as Chair of the Annual General Meeting

In Favour	Against	Abstained	Percentage in Favour
70,590,129	0	0	100%

### 4. Election of one person to certify and sign the minutes (*Resolution B*).

The meeting resolved to appoint Mr. Herve Schlosser to co-sign the minutes with the Chairman of the meeting.

In Favour	Against	Abstained	Percentage in Favour
70,590,129	0	0	100%

### 5. Determination that the meeting has been duly convened

Dr. Claudio Caruana, Company Secretary, was present as inspector of elections to oversee the votes cast at the meeting. Dr. Caruana certified that the following voting shares were present:

Out of a Total of 134,707,974 Issued Shares by the Company, and a total of 134,707,974 Total number of Shares Entitled to Vote, The Total Shares Present or Represented by Proxy at the AGM was 70,590,129, which means that the Shares Present or Represented by Proxy represents 52.40% % of the Total Shares Entitled to Vote.

A quorum was present, and Mr. Nylander confirmed that the meeting was duly convened.

### 6. To consider and approve the financial statements of the Company for the year ended 31 December 2024 (*Resolution C*).

The meeting resolved to approve the financial statements of the Company for the year ended 31 December 2024.

In Favour	Against	Abstained	Percentage in Favour
70,590,129	0	0	100%

**7. To re-elect Hesam Yazdi as director of the Company (*Resolution D*).**

In accordance with the recommendation of the nomination committee, the meeting resolved to re-appoint Hesam Yazdi as director of the Board as well as the new Vice-Chairman of the Board.

In Favour	Against	Abstained	Percentage in Favour
70,590,129	0	0	100%

**8. To re-elect Johan Petter Erik Nylander as director of the Company (*Resolution E*).**

In accordance with the recommendation of the nomination committee, the meeting resolved to re-appoint Johan Petter Erik Nylander as director and Chairman of the Board.

In Favour	Against	Abstained	Percentage in Favour
64,309,489	6,280,640	0	47.74%

**9. To re-elect Nicolas Holger Fredrik Adlercreutz as director of the Company (*Resolution F*).**

In accordance with the recommendation of the nomination committee, the meeting resolved to re-appoint Nicolas Holger Fredrik Adlercreutz as director of the Board.

In Favour	Against	Abstained	Percentage in Favour
70,590,129	0	0	100%

**10. To re-elect Johan Andreas Soneby as director of the Company (*Resolution G*).**

In accordance with the recommendation of the nomination committee, the meeting resolved to re-appoint Johan Andreas Soneby as director of the Board.

In Favour	Against	Abstained	Percentage in Favour
70,590,129	0	0	100%

**11. To elect Wojciech Sznapka as director of the Company (*Resolution H*).**

In accordance with the recommendation of the nomination committee, the meeting resolved to appoint Wojciech Sznapka as a new director of the Board.

In Favour	Against	Abstained	Percentage in Favour
70,590,129	0	0	100%

**12. To approve the aggregate emoluments of the Board of Directors (*Resolution I*).**

The meeting resolved to approve the aggregate emoluments of the Board of Directors in accordance with the proposal by the nomination committee.

In Favour	Against	Abstained	Percentage in Favour
70,590,129	0	0	100%

**13. To appoint Forvis Mazars as auditors of the company and to authorise and empower the Board of Directors to determine their remuneration (*Resolution J*).**

In accordance with the proposal of the nomination committee, the meeting resolved to confirm Forvis Mazars as external auditors of the Company and authorized the Board to determine their remuneration.

In Favour	Against	Abstained	Percentage in Favour
64,309,489	6,280,640	0	47.74%

**14. To re-confirm and ratify the terms of reference of the Nominations Committee (*Resolution K*).**

The meeting resolved to re-confirm and ratify the Instructions for the Nomination Committee dated 10 September 2024.

In Favour	Against	Abstained	Percentage in Favour
70,590,129	0	0	100%

**15. To approve the deregistration from the NOTC-list of the Norwegian Depository Receipts having ticker code 'GiGNO' as issued by Equro Issuer Services AS for the Company pursuant to an SNDR Issuer and Account Operator Agreement (*Resolution L*).**

The meeting resolved to deregister the Norwegian Depository Receipts from the NOTC-list.

In Favour	Against	Abstained	Percentage in Favour
70,590,129	0	0	100%

**16. To approve that the Company's current memorandum and articles of association are substituted in their entirety by the new memorandum and articles of association in the form, or in substantially the same form, as uploaded on the Company's website on <https://www.gig.com/corporate-governance/articles-of-association/> ("New M&A") and to authorise the company secretary and/or any one director of the Company, acting singly, to (i) make any amendments to the New M&A as directed by the Malta Business Registry; (ii) execute the New M&A for and on behalf of the Company; (iii) to issue a certified extract of this resolution; and (iv) file the New M&A and the aforementioned extract with the Malta Business Registry, and/or any other competent authority, as may be required in terms of law (*Resolution M*).**

The extraordinary resolution (m) obtained one majority of two required in terms of Clause 135 of the Companies Act (Chapter 386 of the Laws of Malta), and in terms of Article 11.34 of the Articles of Association of the Company. To this end, an Extraordinary General Meeting is being convened within 30 days of today's Annual General Meeting, as per proviso in same Clause and Articles, to take a fresh vote on the proposed resolutions.

In Favour	Against	Abstained	Percentage in Favour	Percentage of Total Equities
64,309,489	6,280,640	0	47.74%	64,309,489

## 17. General

The Board extends its gratitude to Mikael Riese Harstad for his valuable service and contribution to the Company.

Since no further business was conducted, the Chair declared the Meeting adjourned.



Claudio Caruana  
Company Secretary

Minutes have been approved and signed by:

Johan Petter Erik Nylander

Herve Schlosser

21 May 2025, Stockholm, Sweden