
**Minutes of the Extraordinary General Meeting 2025
of**

Evolva Holding SA, Reinach BL

Date: 25 July 2025 **Time:** 9:00 am CEST

Place/form: Baker McKenzie Switzerland AG, Holbeinstrasse 30, 8008 Zurich, Switzerland

Chairman: Gianluca Ferrari, Chairman of the Board of Directors

Secretary: Dr. Philipp Frech, secretary of the Board of Directors

Scrutineer Jan Lusti, Baker McKenzie Switzerland AG

Attendance: 1,570,524 voting shares corresponding to 21.72% of the entire share capital of CHF 7,230,626.00, divided into 7,230,626 registered shares, each with a par value of CHF 1.00, are represented as follows at today's meeting:

Votes

Shareholders / Proxy Holders	0
Independent Proxy:	1,570,524

Attending members of the board of directors:

Present: – Gianluca Ferrari

Excused – Francesco Defila

I. Welcome and opening

Gianluca Ferrari, Chairman of the board of directors, (the "**Chairman**") welcomes the persons attending to the Extraordinary General Meeting 2025 of Evolva Holding SA (the "**Company**").

Before the formal part of the shareholders' meeting begins, the Chairman welcomes the following attending persons:

- Dr. Oscar Olano, representing Olano Advokatur, who will act as independent proxy today;
- Dr. Philipp Frech, who is intended to act a secretary for today's meeting; and
- Jan Lusti, from Baker McKenzie Switzerland AG, who is intended to act as scrutineer for today's meeting.

In accordance with the Company's articles of association ("**Articles of Association**"), the Chairman takes the chair of the meeting and declares the Extraordinary General Meeting 2025 of the Company as opened.

II. Formalities

The Chairman starts the general meeting with the handling of certain formal aspects.

1. Invitation to the shareholders' meeting

The Chairman states that the shareholders were invited to today's shareholders' meeting in accordance with the law and the articles of association. The invitation was published in the Swiss Official Gazette of Commerce on 3 July 2025 and was also sent shareholders registered in the Company's share register upon their request. The invitation contained the agenda items and the proposals. As the shareholders' meeting has been duly convened, the Chairman declares that it can resolve on all matters which are on the agenda.

2. Secretary and scrutineer

In accordance with the articles of Association, the Chairman appoints Dr. Philipp Frech as secretary of today's shareholders' meeting. Further, he appoints Jan Lusti, Baker McKenzie Switzerland AG, as scrutineer. No objections are raised against the appointment.

3. Resolutions

The Chairman explains to the attendees that resolutions at the general meeting will in general be passed with the absolute majority of the votes cast unless explicitly stated otherwise. No objections are raised in this context.

4. Requests to speak

The Chairman explains that shareholders who would like to speak in the course of the meeting will have a chance to do so in connection with the agenda item. In case shareholders would like to speak with respect to the agenda item, they are asked to state their full name and place of residence at the beginning of their contribution, or the name and place of domicile of the company that they represent.

5. Presence

Afterwards, the Chairman announces the number of attending shareholders.

As per the attendance list, 1,570,524 voting shares corresponding to 21.72% of the entire share capital of CHF 7,230,626.00, divided into 7,230,626 registered shares, each with a par value of CHF 1.00, are represented at the shareholders' meeting today at 9.00 am.

2 shareholders represent	0 votes (<i>mandated ind. proxy</i>)
The independent proxy represents	1,570,524 votes
The absolute majority is	785,263 votes

6. Determination of the quorum

Following these introductory remarks, the Chairman states that today's general meeting is duly constituted and competent to pass resolutions regarding the proposed agenda items. No objections are raised against this statement.

7. Agenda

The Chairman refers to the agenda for today's general meeting, which was communicated to the shareholders together with the invitation. The Chairman states that the Company has not received any requests for additional agenda items from shareholders.

III. Agenda items and voting

1. Change of the name of the company

The Chairman starts with the first agenda item regarding the change of name of the company.

Since the Articles of Association are solely in German, the proposal is written in English but the proposed change of wording of the Articles of Association will also be presented in German.

The Board of Directors proposes, as only agenda item, that the company's name shall be changed and that Article 1 of the Articles of Association shall be amended as follows:

“Artikel 1

Firma, Sitz und Dauer

Unter der Firma

EvoNext Holdings SA

EvoNext Holdings AG

EvoNext Holdings Ltd

besteht mit Sitz in Reinach / BL (Schweiz) eine Aktiengesellschaft auf unbestimmte Dauer gemäss den vorliegenden Statuten und den Vorschriften des 26. Titels des Schweizerischen Obligationenrechts (OR).“

The Chairman opens the discussion on agenda item number 1.

Shareholder Zangger asks about the reasons behind the choice of ‘EvoNext’ as the proposed new name of the company. The Chairman explains that the idea was simply to go for a name that has a certain similarity to the old name while also emphasizing the next stage of the company.

The Chairman moves on to the voting. The decision is taken by an open vote. After the vote, the Chairman states that the general meeting has approved change of name of the company to EvoNext Holdings SA with 1,570,524 votes for, 0 votes against and 0 abstentions.

IV. Closing remarks

The Chairman comes to the end and declares the Extraordinary General Meeting as closed as at 9:20am.

[signature pages follows]

The Chairman



[Gianluca Ferrari \(Aug 26, 2025 10:30:02 GMT+2\)](#)

Gianluca Ferrari

The Secretary



Dr. Philipp Frech