To the shareholders of

EvoNext Holdings SA
Angensteinerstrasse 6
4153 Reinach BL
Switzerland

Reinach, 12 November 2026

Invitation to the Extraordinary General Meeting

Dear Shareholders

The Board of Directors of EvoNext Holdings SA (the "**Company**" or "**EvoNext**") hereby invites you to the Extraordinary General Meeting. The meeting will be held as follows:

Date:	3 December 2026
Time:	10:00 a.m. (doors open at 09:30 a.m.)
Venue:	Offices of Pestalozzi Attorneys at Law Ltd, Feldeggstrasse 4, 8008 Zurich, Switzerland; no parking available; no catering afterwards
Share register record date	25 November 2026, 05:00 p.m.

Background

Following the sale of its operating subsidiary Evolva AG at the end of December 2023, EvoNext focused on evaluating opportunities for public business combinations, in particular reverse takeovers and reverse mergers.

By ad hoc announcement dated 17 August 2026, the Company confirmed that it was in advanced discussions with Ascend Sport Technology AG ("**Ascend**") regarding a potential public listing of Ascend by way of a reverse merger transaction. Ascend is a company limited by shares incorporated under Swiss law with its registered office in Kriens, Canton of Lucerne, Switzerland. Ascend and the portfolio companies directly or indirectly controlled by Ascend from time to time (the "**Ascend Portfolio Companies**", and, together with Ascend, the "**Ascend Group**") provide venue infrastructure, intelligent sports technology and related services to rights holders, brands, broadcasters and other market participants. These activities support the Ascend Group's strategy of offering an integrated sports technology operating system. The combination of EvoNext and the Ascend Group is intended to establish an operational, growth-oriented Swiss sports technology company listed on the SIX Swiss Exchange.

EvoNext and Ascend now intend to implement the combination by way of a merger by absorption under the Swiss Merger Act, with EvoNext continuing as the surviving company (the "**Merger**"). To implement the Merger, the nominal value of all existing EvoNext shares is first to be reduced from CHF 1.00 each to CHF 0.006 each, and the share capital is simultaneously to be increased by issuing the merger consideration shares provided for in the merger agreement (the "**Merger Capital Increase**"). In addition, two further cash capital increases are contemplated: a cash capital increase to create the shares to be issued in connection with the primary placement (the "**Primary Placement Shares**") and a cash capital increase to implement the participation and remuneration structure agreed in connection with the transaction. Furthermore, a primary and secondary placement of shares is contemplated (the "**Placement**"). As part of the Placement, both a portion of the shares issued in connection with the Merger Capital Increase (the "**Merger Consideration Shares**") and the Primary Placement Shares issued in connection with Cash Capital Increase I pursuant to agenda item 3 are to be placed. This is intended to create an appropriate free float and sufficient liquidity in the shares and to provide the merged company (the "**MergeCo**") with additional equity to finance its growth strategy.

Furthermore, a realignment of the capital structure and corporate governance as well as a change of the Company's name and purpose are contemplated. The Merger and the measures proposed under agenda items 2 through and including 4, comprising the capital reduction with simultaneous Merger Capital Increase, Cash Capital Increase I and Cash Capital Increase II (together, the "**Capital Measures**" and each a "**Capital Measure**"), the capital-related amendments to the Articles of Association proposed under agenda items 5 to 7, including the cancellation of the conditional capital for financing and strategic cooperation purposes, the introduction of a new capital band in article 3b, the revision of article 3c concerning conditional capital for employee participation, the renewed resolution on the opting-out pursuant to article 6bis of the current Articles of Association proposed under agenda item 8, the proposed resolutions under agenda items 9 to 13 and agenda item 14.2, as well as the Placement are hereinafter collectively referred to as the "**Transaction**".

At the Extraordinary General Meeting to be held on 3 December 2026, resolutions are to be passed on the measures required to implement the Transaction with Ascend, as well as on further measures concerning the future corporate and governance structure with a view to the integration and operational development of the merged company.

Article 6bis of the current Articles of Association contains an opting-out pursuant to article 125 of the Financial Market Infrastructure Act (FMIA). The opting-out and the wording of article 6bis are to remain unchanged in connection with the Transaction. In light of the significant change in the shareholder structure contemplated in connection with the Transaction, the General Meeting is, however, to resolve again on the existing opting-out under agenda item 8 and confirm article 6bis without amendment.

The Extraordinary General Meeting will take place before the contemplated publication of the prospectus and the commencement of the bookbuilding process. Subject to approval of the Transaction by the General Meeting of EvoNext, it is intended to publish the prospectus for the listing and placement of the new shares on 7 December 2026 and to launch the bookbuilding process on that date. The bookbuilding process and the accompanying roadshow are expected to take place from 7 to 10 December 2026. The General Meeting of Ascend is also expected to resolve on the approval of the merger agreement and the Merger on 3 December 2026. The resolutions on the Merger will become effective only once both the General Meeting of EvoNext and the General Meeting of Ascend have approved the merger agreement. Following completion of the bookbuilding process, the Merger, the Capital Measures and the other Transaction-related resolutions requiring registration are expected to be completed on 11 December 2026 and filed for registration with the Commercial Register in a coordinated manner.

The Board of Directors is convinced that the Transaction is in the best interests of the Company and its shareholders and provides the basis for the long-term operational development and value creation of MergeCo.

The merger agreement between EvoNext and Ascend dated 1 November 2026, the joint merger report dated 1 November 2026, the joint merger audit report of Deloitte AG dated 1 November 2026, the annual financial statements and annual reports for the last three financial years of the companies participating in the Merger, as well as EvoNext's interim balance sheet as at 30 June 2026, have been available for inspection at the Company's registered office since 2 November 2026. Each shareholder may access these documents free of charge via the electronic ShApp platform. The registration form containing the personal access details for the electronic ShApp platform may be requested by email from EvoNext Holdings SA, Share Register, c/o Nimbus AG, email: evonext@nimbus.ch.

Set out below are (i) preliminary remarks on the structure of the transaction-related resolutions, (ii) the agenda items and the Board of Directors' proposed resolutions, together with a brief explanation of each, and (iii) organizational information regarding participation in the General Meeting.

TRANSACTION-RELATED RESOLUTIONS – OVERALL APPROVAL

The Board of Directors' proposed resolutions under agenda items 1 to 11, as well as under agenda items 12 and 13 insofar as they concern the election of new members of the corporate bodies effective upon Completion, and under agenda item 14.2 (each a "**Transaction-Related Resolution**" and together the "**Transaction-Related Resolutions**"), are closely connected in substantive and economic terms with the contemplated Transaction and form an overall package.

Each Transaction-Related Resolution will be voted on separately. However, all Transaction-Related Resolutions are subject to the common condition that all proposed resolutions of the Board of Directors relating to the transaction-relevant agenda items identified above are approved by the General Meeting with the majority required in each case (the "**Overall Approval**").

For the condition of Overall Approval to be satisfied, acceptance of the proposed resolution under agenda item 8 requires, in addition to its approval under corporate law by the majority applicable pursuant to law and the Articles of Association, that a majority of the votes represented by the minority shareholders also approve the proposal. If this additional majority is not achieved, the proposed resolution under agenda item 8 shall be deemed not to have been approved for the purposes of the Overall Approval.

If even one of the proposed resolutions of the Board of Directors covered by the Overall Approval is rejected or is not approved by the majority required in each case, none of the Transaction-Related Resolutions shall take effect. If all Transaction-Related Resolutions are approved by the majority required in each case, the condition of Overall Approval shall be satisfied. However, each Transaction-Related Resolution shall take effect only in accordance with the further conditions and effective times provided for therein.

The condition of Overall Approval ensures that the Transaction will be implemented only as an overall package and only if the General Meeting approves all transaction-related proposed resolutions of the Board of Directors with the majority required in each case.

I. AGENDA ITEMS AND PROPOSALS OF THE BOARD OF DIRECTORS

1. Agenda Item 1 – Approval of the Merger Agreement

Proposal of the Board of Directors: The Board of Directors proposes that the merger agreement dated 1 November 2026 between EvoNext Holdings SA as acquiring company and Ascend Sport Technology AG as transferring company be approved and that the merger by absorption provided for therein pursuant to article 3 para. 1 lit. a of the Swiss Merger Act be approved. Subject to the Overall Approval, the Board of Directors is authorized and instructed to take all actions necessary or appropriate to prepare, implement, file and register the Merger with the Commercial Register and to file the Merger, together with the capital measures and amendments to the Articles of Association resolved under the following agenda items, for registration with the competent Commercial Register on 11 December 2026 (the "**Completion Date**").

Explanation: Upon registration of the Merger with the Commercial Register, all assets, liabilities and legal relationships of Ascend will pass to EvoNext by operation of universal succession. Ascend will be dissolved without liquidation and deleted from the Commercial Register.

As merger consideration, the existing shareholders of Ascend (the "**Existing Ascend Shareholders**") will receive 1.5611731979 fully paid registered shares of EvoNext with a nominal value of CHF 0.006 each (the "**Merger Consideration Shares**") for each Ascend share with a nominal value of CHF 0.01 held by them, irrespective of whether it is a common or preferred share. To implement the Merger, a total of 199'999'978 Merger Consideration Shares will be

issued to the Existing Ascend Shareholders as part of the Merger Capital Increase proposed under agenda item 2.

No fractions of Merger Consideration Shares will be issued. Corresponding fractional entitlements will be settled in cash in accordance with the provisions of the merger agreement. Approval of the merger agreement provides the corporate-law basis for completion of the Merger and the issuance of the Merger Consideration Shares.

Adoption of this resolution requires at least two-thirds of the share votes represented and an absolute majority of the nominal value of the shares represented.

The resolution is subject to the condition of Overall Approval. The General Meeting of Ascend is also expected to resolve on the approval of the merger agreement and the Merger on 3 December 2026. This resolution will take effect only once the General Meeting of Ascend has also approved the merger agreement.

2. Agenda Item 2 – Capital Reduction and Simultaneous Merger Capital Increase

Proposal of the Board of Directors: The Board of Directors proposes that the Company's share capital be reduced from CHF 7'230'626.00 by CHF 7'187'242.244 to CHF 43'383.756 by reducing the nominal value of all existing registered shares of the Company from CHF 1.00 each to CHF 0.006 each, and simultaneously increased by CHF 1'199'999.868 to CHF 1'243'383.624 by issuing 199'999'978 registered shares, each with a nominal value of CHF 0.006, to be fully paid up, as follows:

(a) The share capital is reduced from CHF 7'230'626.00 by CHF 7'187'242.244 to CHF 43'383.756 as follows:

  (i) by reducing the nominal value of all 7'230'626 existing registered shares from CHF 1.00 each to CHF 0.006 each; and

  (ii) by allocating the capital reduction amount of CHF 7'187'242.244 to the Company's statutory capital reserve (reserves from capital contributions);

(b) The existing capital band pursuant to article 3b of the Articles of Association will lapse upon the General Meeting adopting the resolution on the capital reduction pursuant to article 653v para. 1 CO.

(c) Simultaneously with the capital reduction, the Company's share capital will be increased from CHF 43'383.756 by CHF 1'199'999.868 to CHF 1'243'383.624 as follows:

  (i) Nominal amount by which the share capital is to be increased: CHF 1'199'999.868

  (ii) Amount of contributions to be made thereon:

  CHF 42'305'953, fully paid up by the net assets of Ascend transferring to the Company by way of universal succession

  (iii) Number, type and nominal value of the newly issued shares and any preferential rights attached to individual classes of shares

  Number, type and nominal value of the newly issued shares: 199'999'978 registered shares with a nominal value of CHF 0.006 each

  Preferential rights attached to individual classes of shares: none

  (iv) Issue price:

CHF 0.211530528625208 per share and an aggregate issue price of CHF 42'305'953 for all 199'999'978 Merger Consideration Shares

(v) Commencement of dividend entitlement:

Upon registration of the Merger and the Merger Capital Increase with the Commercial Register

(vi) Type of contributions

Pursuant to the merger agreement dated 1 November 2026, upon registration of the Merger with the Commercial Register (the "**Completion**"), the Company will acquire all assets, liabilities and legal relationships of Ascend Sport Technology AG by way of universal succession. According to the audited merger balance sheet of the transferring company as at 30 June 2026, assets of CHF 42'990'757 and liabilities (third-party liabilities) of CHF 684'804 will transfer to EvoNext Holdings SA. As consideration, the shareholders of the transferring company will receive 199'999'978 Merger Consideration Shares of the Company with a nominal value of CHF 0.006 each. The net assets of CHF 42'305'953 resulting from the merger balance sheet correspond to the aggregate issue price of the Merger Consideration Shares.

(vii) Transferability of new registered shares:

The transferability of the Merger Consideration Shares is restricted in accordance with the Articles of Association (transfer restrictions)

(viii) Withdrawal of subscription rights:

The statutory subscription rights of the existing shareholders of EvoNext are withdrawn for good cause. The Merger Consideration Shares will be issued exclusively for the purpose of implementing the merger by absorption and allotted to the Existing Ascend Shareholders as merger consideration in accordance with the exchange ratio specified in the merger agreement. An allotment to the existing shareholders of EvoNext would be incompatible with the purpose of the Merger Capital Increase.

(ix) Special benefits: None

(d) The Board of Directors is authorized and instructed to take all implementation measures required for the capital reduction and the simultaneous capital increase in accordance with the resolution of the General Meeting, including in particular (i) determining that the statutory and legal requirements for carrying out the capital reduction have been satisfied, including completion of the creditor protection procedure prescribed by law and the availability of the required audit confirmation from a licensed audit expert pursuant to article 653m CO no later than at the time the implementation of the capital reduction is determined, (ii) carrying out the capital reduction and the simultaneous Merger Capital Increase as a single, coordinated Capital Measure on the Completion Date, (iii) determining on the Completion Date that the capital reduction and the simultaneous Merger Capital Increase have been implemented and that the Merger Consideration Shares have been fully paid up and allotted to the Existing Ascend Shareholders on the basis of the merger agreement, the merger balance sheet and the other relevant merger documents, and amending the Articles of Association accordingly, (iv) filing the Merger, the capital reduction and the simultaneous Merger Capital Increase and the Articles of Association amended accordingly (article 3b of the Articles

of Association will be repealed and deleted subject to the Overall Approval and with effect upon registration of the Merger, the capital reduction and the simultaneous Merger Capital Increase with the Commercial Register), together with the other Transaction-related Capital Measures and amendments to the Articles of Association, for simultaneous registration with the competent Commercial Register on the Completion Date and submitting all applications and supporting documents required for this purpose, and (v) taking all further actions, adopting resolutions and making declarations necessary or appropriate to implement and register the capital reduction, the simultaneous Merger Capital Increase and the Merger. The Merger Capital Increase must be filed for registration with the Commercial Register within six months after the resolution of the General Meeting; otherwise, the capital increase resolution will lapse.

(e) The resolution is subject to the condition of Overall Approval. The capital reduction and the Merger Capital Increase will be carried out as a single, coordinated capital measure on the Completion Date and registered with the Commercial Register simultaneously with the Merger and the other Transaction-Related Resolutions requiring registration.

Explanation: As part of the capital reduction, the nominal value of all 7'230'626 existing registered shares of EvoNext will be reduced from CHF 1.00 each to CHF 0.006 each, without any change in the number of existing shares (the "**Nominal Value Reduction**"). No repayment will be made to the shareholders. The capital reduction amount of CHF 7'187'242.244 will be allocated to the Company's statutory capital reserve.

The Nominal Value Reduction creates a uniform nominal value for the existing shares and the shares to be newly issued in connection with the Transaction and is also intended to help establish the conditions for implementing the Merger on a tax-neutral basis at the level of the Existing Ascend Shareholders. The tax treatment is subject to the applicable requirements of tax law and a tax ruling applied for accordingly. This explanation therefore does not constitute any assurance regarding the tax treatment of any individual shareholder.

Simultaneously with the Nominal Value Reduction, the share capital is to be increased by issuing 199'999'978 Merger Consideration Shares with a nominal value of CHF 0.006 each (the "**Merger Capital Increase**"). The Merger Capital Increase creates the shares required to preserve the membership rights of the Existing Ascend Shareholders.

The Merger Consideration Shares will be allotted to the Existing Ascend Shareholders in accordance with the exchange ratio specified in the merger agreement as consideration for the transfer of all assets, liabilities and legal relationships of Ascend to EvoNext by way of universal succession.

The subscription rights of the existing shareholders of EvoNext (the "**Existing EvoNext Shareholders**") will be withdrawn because the Merger Consideration Shares will be issued exclusively for the purpose of implementing the Merger and may be allotted only to the Existing Ascend Shareholders as merger consideration.

The existing capital band pursuant to article 3b of the Articles of Association will lapse as a result of the capital reduction resolution pursuant to article 653v para. 1 CO. Under agenda item 6, the General Meeting will be asked to introduce a new capital band based on the capital structure existing after implementation of all Transaction-related Capital Measures.

Adoption of this resolution requires at least two-thirds of the share votes represented and an absolute majority of the nominal value of the shares represented.

Following completion of the capital reduction and the simultaneous Merger Capital Increase, the Company's share capital will amount to CHF 1'243'383.624, divided into 207'230'604 fully paid registered shares with a nominal value of CHF 0.006 each.

3. Agenda Item 3 – Cash Capital Increase I to Implement the Primary Placement

Proposal of the Board of Directors: The Board of Directors proposes that, subject to and with effect as of the time immediately following completion of the capital reduction and simultaneous Merger Capital Increase resolved under agenda item 2, the Company's share capital be increased from CHF 1'243'383.624 by CHF 48'000.00 to CHF 1'291'383.624 by issuing 8'000'000 registered shares, each with a nominal value of CHF 0.006, to be fully paid up (the "**Primary Placement Shares**"), as follows:

(a) Nominal amount by which the share capital is to be increased:

CHF 48'000.00

(b) Amount of contributions to be made thereon: CHF 48'000.00 (fully paid up)

(c) Number, nominal value and type of the newly issued shares and any preferential rights attached to individual classes of shares:

Number: 8'000'000

Nominal value: CHF 0.006

Type of shares: registered shares

Preferential rights: none

(d) Issue price:

CHF 0.006 per Primary Placement Share and an aggregate issue price of CHF 48'000.00 for all 8'000'000 Primary Placement Shares

(e) Commencement of dividend entitlement:

Upon registration of Cash Capital Increase I with the Commercial Register

(f) Type of contributions: cash contribution

CHF 48'000.00 in cash (fully paid up)

(g) Transferability of new registered shares

The transferability of the Primary Placement Shares is restricted in accordance with the Articles of Association (transfer restrictions)

(h) Restriction or withdrawal of subscription rights and the consequences of subscription rights not exercised or withdrawn

The statutory subscription rights of the Company's existing shareholders are withdrawn for good cause pursuant to article 652b CO.

The new shares will be allotted exclusively to a member of the banking syndicate designated by the Board of Directors for firm underwriting at the issue price of CHF 0.006 per share and subsequent placement with the investors determined in the bookbuilding and allocation process at an offer price per share. The difference between the issue price

and the offer price will accrue to the Company after deduction of the agreed fees, commissions and costs.
Subject to the Overall Approval, the Company intends to publish the offering prospectus on 7 December 2026 and launch the bookbuilding process on that date.
The withdrawal of subscription rights is required in order to place the Primary Placement Shares with investors as part of a uniform bookbuilding and placement process. The Primary Placement is intended to be carried out together with the Secondary Placement and to facilitate an appropriate free float and sufficient tradability of the shares of the merged company. The exclusion of subscription rights is necessary because only this makes it possible to combine a secondary and a primary placement, thereby enabling investors whose early investment commitments make the Transaction possible in the first place to be assured of an allocation. A rights offering would be incompatible with the contemplated combined primary and secondary placement, the timetable of the bookbuilding process and the intended investor allocation.

(i) The Board of Directors is authorized and instructed to take all implementation measures required for Cash Capital Increase I in accordance with the resolution of the General Meeting, including in particular (i) determining that all 8'000'000 Primary Placement Shares have been subscribed for and fully paid up, (ii) carrying out Cash Capital Increase I on the Completion Date, (iii) preparing the required capital increase report and obtaining the required audit confirmation, (iv) determining that Cash Capital Increase I has been implemented and amending the Articles of Association accordingly, (v) filing Cash Capital Increase I, together with the Merger, the other Capital Measures and the other resolutions relating to the Transaction that require registration, for simultaneous registration with the Commercial Register as of the Completion Date, and (vi) taking all further actions and making all declarations necessary or appropriate to implement and register Cash Capital Increase I. Cash Capital Increase I must be filed for registration with the Commercial Register within six months after the resolution of the General Meeting; otherwise, the capital increase resolution will lapse (article 650 para. 3 CO).

The resolution is subject to the condition of Overall Approval. Cash Capital Increase I will be carried out immediately after completion of the capital reduction and simultaneous Merger Capital Increase resolved under agenda item 2 and will be registered with the Commercial Register on the Completion Date simultaneously with the Merger and the other Transaction-Related Resolutions requiring registration.

Explanation: Cash Capital Increase I forms the corporate-law basis for the primary placement of 8'000'000 Primary Placement Shares contemplated in connection with the Transaction. The Primary Placement Shares will be firmly underwritten by a member of the banking syndicate and subsequently placed with investors at an offer price as part of a bookbuilding and allocation process.

If all Primary Placement Shares are placed, the gross proceeds from the Primary Placement will amount to CHF 20'000'000.00. The difference between the aggregate issue price of CHF 48'000.00 and the gross placement proceeds will accrue to the Company in accordance with the placement agreement, after deduction of the agreed fees, commissions and costs. The net proceeds accruing to the Company are intended to be used in particular to finance the growth strategy of the merged company and for general corporate purposes.

The Primary Placement forms part of the combined primary and secondary placement contemplated in connection with the Merger. Together with the Secondary Placement, it is intended to contribute to creating an appropriate free float and sufficient tradability of the shares of the merged company.

The Extraordinary General Meeting will take place immediately before the contemplated publication of the prospectus and the commencement of the bookbuilding process. Publication of the prospectus and commencement of the bookbuilding process are conditional upon the General Meeting approving, with the majority required in each case, all Transaction-Related proposed resolutions covered by the Overall Approval. Subject to such approval, it is intended to publish the prospectus on 7 December 2026 and commence the bookbuilding process on that date. Cash Capital Increase I is then to be implemented on the Completion Date and filed for registration with the Commercial Register together with the Merger and the other Transaction-Related Resolutions requiring registration.

Adoption of this resolution requires at least two-thirds of the share votes represented and an absolute majority of the nominal value of the shares represented.

Following completion of Cash Capital Increase I, the Company's share capital will amount to CHF 1'291'383.624, divided into 215'230'604 fully paid registered shares with a nominal value of CHF 0.006 each.

4. Agenda Item 4 – Cash Capital Increase II to Implement the Equity Participation

Proposal of the Board of Directors: The Board of Directors proposes that, subject to and with effect as of the time immediately following completion of Cash Capital Increase I resolved under agenda item 3, the Company's share capital be increased from CHF 1'291'383.624 by CHF 4'616.244 to CHF 1'295'999.868 by issuing 769'374 registered shares, each with a nominal value of CHF 0.006, to be fully paid up (the "**Equity Participation Shares**"), as follows:

(a) Nominal amount by which the share capital is to be increased:

CHF 4'616.244

(b) Amount of contributions to be made thereon: CHF 4'616.244 (fully paid up)

(c) Number, nominal value and type of the newly issued shares and any preferential rights attached to individual classes of shares:

Number: 769'374

Nominal value: CHF 0.006

Type of shares: registered shares

Preferential rights: none

(d) Issue price:

CHF 0.006 per share and an aggregate issue price of CHF 4'616.244 for all 769'374 Equity Participation Shares

(e) Commencement of dividend entitlement:

Upon registration of Cash Capital Increase II with the Commercial Register

(f) Type of contributions: cash contribution

CHF 4'616.244 in cash (fully paid up)

(g) Transferability of new registered shares:

The transferability of the Equity Participation Shares is restricted in accordance with the Articles of Association (transfer restrictions)

(h) Restriction or withdrawal of subscription rights and the consequences of subscription rights not exercised or withdrawn:

The statutory subscription rights of the Company's existing shareholders are withdrawn for good cause pursuant to article 652b CO.

The Equity Participation Shares will be created as treasury shares and will be available to the Board of Directors for allocation under existing or future participation or remuneration agreements.

The withdrawal of subscription rights is required because the Equity Participation Shares are or will be designated as remuneration or for allocation under participation agreements and, therefore, cannot be allotted to the shareholders.

(i) The Board of Directors is authorized and instructed to take all implementation measures required for Cash Capital Increase II in accordance with the resolution of the General Meeting, including in particular (i) determining the acquirers of the Equity Participation Shares and the respective allotments within the parameters approved by the General Meeting, (ii) determining that all 769'374 Equity Participation Shares have been subscribed for and fully paid up, (iii) carrying out Cash Capital Increase II on the Completion Date, (iv) preparing the required capital increase report and obtaining the required audit confirmation, (v) determining that Cash Capital Increase II has been implemented and amending the Articles of Association accordingly, (vi) filing Cash Capital Increase II, together with the Merger, the other Capital Measures and the other Transaction-Related Resolutions requiring registration, for simultaneous registration with the Commercial Register on the Completion Date, and (vii) taking all further actions and making all declarations necessary or appropriate to implement and register Cash Capital Increase II. Cash Capital Increase II must be filed for registration with the Commercial Register within six months after the resolution of the General Meeting; otherwise, the capital increase resolution will lapse (article 650 para. 3 CO). The resolution is subject to the condition of Overall Approval. Cash Capital Increase II will be carried out immediately after completion of Cash Capital Increase I and will be registered with the Commercial Register on the Completion Date simultaneously with the Merger and the other Transaction-Related Resolutions requiring registration.

Explanation: The Equity Participation forms part of existing or future participation and remuneration agreements. The shares are intended to enable the fulfilment of the participation or remuneration arrangements agreed or to be agreed with the respective beneficiaries and to align their interests over the long term with those of the merged company and its shareholders.

The Equity Participation Shares will be fully paid up in cash and initially held by the Company as treasury shares so that the Board may allocate them.

The withdrawal of subscription rights is required because the Equity Participation Shares are to be allotted specifically to beneficiaries as remuneration or for the implementation of participation arrangements and therefore cannot be offered to all Existing EvoNext Shareholders.

Adoption of this resolution requires at least two-thirds of the share votes represented and an absolute majority of the nominal value of the shares represented.

Following completion of Cash Capital Increase II, the Company's share capital will amount to CHF 1'295'999.868, divided into 215'999'978 fully paid registered shares with a nominal value of CHF 0.006 each.

5. Agenda Item 5 – Cancellation of the Conditional Capital for Financing and Strategic Cooperation Purposes

Proposal of the Board of Directors: The Board of Directors proposes that, subject to and with effect as of the time immediately following completion of the Capital Measures resolved under agenda items 2 to 4, the conditional capital for financing and strategic cooperation purposes pursuant to article 3a of the Articles of Association be cancelled and article 3a of the Articles of Association be deleted without replacement.

The Board of Directors is authorized and instructed to take all actions required to implement and register the cancellation of article 3a, to amend the Articles of Association accordingly and to file the cancellation of article 3a, together with the Merger, the Capital Measures resolved under agenda items 2 to 4 and the other Transaction-Related Resolutions requiring registration, for simultaneous registration with the Commercial Register on the Completion Date.

Explanation: Following completion of the Capital Measures contemplated in connection with the Transaction, the Company's share capital is to amount to CHF 1'295'999.868, divided into 215'999'978 registered shares with a nominal value of CHF 0.006 each. The current article 3a is not aligned with this future capital structure, either in terms of amount or in terms of the number and nominal value of the shares that may be issued.

In addition, the Board of Directors does not currently consider it necessary to retain separate conditional capital for financing and strategic cooperation purposes. The new capital band proposed under agenda item 6 is intended to provide the merged company with the flexibility required for future financing, capital markets and corporate transactions. In particular, it is intended to enable the Board of Directors to issue shares for financing, acquisition and strategic transactions, to make shares available to service or cover convertible, option or comparable financial instruments and, subject to the conditions set out in article 3b of the Articles of Association, to restrict or withdraw subscription rights.

The cancellation of the conditional capital for financing and strategic cooperation purposes in article 3a proposed under this agenda item 5 is intended to simplify the capital structure and, to the extent appropriate, consolidate in the new capital band the capital instruments available for future financing and strategic transactions. The separate conditional capital for participation plans pursuant to article 3c, the revision of which is proposed to the General Meeting under agenda item 7, remains unaffected.

Adoption of this resolution requires at least two-thirds of the share votes represented and an absolute majority of the nominal value of the shares represented.

The cancellation of article 3a is subject to the condition of Overall Approval and will take effect only as of the time immediately following completion of the Capital Measures resolved under agenda items 2 to 4. The cancellation will be registered with the Commercial Register on the Completion Date simultaneously with the Merger, the Capital Measures and the other Transaction-Related Resolutions requiring registration.

The Board of Directors confirms that there are no outstanding conversion, option or other rights to be satisfied by the issuance of new shares pursuant to article 3a of the Articles of Association.

6. Agenda Item 6 – Introduction of a New Capital Band

Proposal of the Board of Directors: The Board of Directors proposes that, following the lapse of the existing capital band upon adoption of the capital reduction proposed under agenda item 2 and subject to the condition of Overall Approval, as well as with effect as of the time immediately following completion of the Capital Measures resolved under agenda items 2 to 4, article

3b of the Articles of Association be revised in accordance with the wording set out in Annex 1 to this invitation and a capital band with a term until 3 December 2031 be introduced.

Based on share capital of CHF 1'295'999.868, divided into 215'999'978 fully paid registered shares with a nominal value of CHF 0.006 each, the Board of Directors is to be authorized to increase or reduce the share capital at any time in one or more steps until 3 December 2031 within an upper limit of CHF 1'555'200.00, corresponding to 259'200'000 registered shares with a nominal value of CHF 0.006 each, and a lower limit of CHF 1'036'800.00, corresponding to 172'800'000 registered shares with a nominal value of CHF 0.006 each.

Capital increases may be carried out by issuing new registered shares and capital reductions by cancelling registered shares, reducing the nominal value of the existing registered shares or combining these measures. Capital reductions and capital increases may also be carried out simultaneously.

Within the capital band, the Board of Directors is also to be authorized, in respect of new registered shares with an aggregate nominal value not exceeding CHF 129'600.00, corresponding to 21'600'000 registered shares with a nominal value of CHF 0.006 each, to restrict or withdraw, in whole or in part, the subscription rights of the existing shareholders for the good cause exhaustively specified in article 3b of the Articles of Association and to allot subscription rights to individual shareholders, third parties, the Company or any of its group companies. Subject to the required rounding to whole shares, this limit corresponds to 10% of the share capital existing upon introduction of the capital band and applies cumulatively to all registered shares issued during the term of the capital band under restriction or withdrawal of subscription rights.

The full wording of the proposed article 3b of the Articles of Association is set out in Annex 1 to this invitation. The version of article 3b submitted for approval is subject to any comments from the competent Commercial Register Office and the Federal Commercial Registry Office.

The Board of Directors is authorized and instructed to take all actions necessary or appropriate to implement and register the new capital band, to amend the Articles of Association accordingly and to file the new article 3b, together with the Merger, the Capital Measures resolved under agenda items 2 to 4 and the other Transaction-Related Resolutions requiring registration, for simultaneous registration with the Commercial Register on the Completion Date. The Board of Directors is further authorized to make editorial, technical or registry-law amendments to article 3b based on comments from the competent Commercial Register Office or the Federal Commercial Registry Office, provided that such amendments do not alter the substantive content of the resolution adopted by the General Meeting.

Explanation: The new capital band is intended to provide the merged company with the flexibility required to adjust its share capital, during a limited period and within the limits determined by the General Meeting, to changing financing, capital market and corporate needs. It is intended to enable the Board of Directors to respond promptly to financing and transaction opportunities without having to convene a further General Meeting for each individual capital increase or capital reduction.

Based on the share capital following completion of all Transaction-related Capital Measures, the Board of Directors is to be authorized to increase or reduce the share capital within the capital band by up to approximately 20%.

In particular, the capital band is intended to enable the prompt implementation of capital market transactions, financings and refinancings, acquisitions, strategic investments and cooperations, as well as the provision of shares to service or cover convertible, option or comparable financing instruments.

In connection with the cancellation of the conditional capital pursuant to article 3a proposed under agenda item 5, the capital instruments available for future financing and strategic transactions are thereby to be consolidated in the new capital band to the extent appropriate. The conditional capital for participation plans pursuant to article 3c proposed under agenda item 7 remains unaffected.

The Board of Directors is to be permitted to restrict or withdraw the shareholders' subscription rights only for the good cause exhaustively specified in article 3b of the Articles of Association. In particular, this authorization is intended to enable the prompt implementation of public offerings and private placements of shares in national and international capital markets, including accelerated placement procedures and PIPE transactions, as well as financing and refinancing measures, acquisitions, investment projects, strategic investments and cooperations, corporate acquisitions and share-for-share transactions. It also covers the provision of shares to service or cover convertible, option or comparable financing instruments issued on market terms.

The catalogue of grounds for excluding subscription rights under the new capital band therefore also takes into account the financing and strategic transaction purposes of the conditional capital pursuant to article 3a of the current Articles of Association proposed for cancellation under agenda item 5. Article 3a currently authorizes the Board of Directors, in particular, to withdraw advance subscription rights when issuing equity-related financing instruments for the financing or refinancing of acquisitions and investment projects, for strategic cooperations, for issuances in national or international capital markets and, to the extent permitted by law, to secure financing during a public takeover procedure.

To protect the shareholders, the Board of Directors' authorization to restrict or withdraw subscription rights is limited to new registered shares with an aggregate nominal value not exceeding CHF 129'600.00, corresponding to 21'600'000 registered shares and thus, subject to rounding to whole shares, approximately 10% of the share capital existing upon introduction of the capital band. This sub-limit applies cumulatively for the entire term of the capital band. This limitation combines the flexibility required for future capital market and corporate transactions with a quantitative limit on possible capital increases under exclusion or restriction of subscription rights. Capital increases beyond this limit remain possible within the capital band but generally require subscription rights to be preserved.

The authorization to reduce the share capital is intended, in particular, to enable the Board of Directors to carry out share buybacks followed by the cancellation of shares, nominal value reductions and other capital distributions permitted by law. Subject to compliance with the statutory requirements, the reduction amount may be distributed to the shareholders or allocated to the Company's reserves. The statutory creditor protection provisions remain reserved.

The capital band introduced by the General Meeting on 20 May 2026 pursuant to article 3b of the current Articles of Association is based on the current share capital of CHF 7'230'626.00 and a nominal value of CHF 1.00 per share. It will lapse by operation of law upon adoption of the capital reduction proposed under agenda item 2. The new capital band proposed under this agenda item 6 is subject to the condition of Overall Approval and will take effect as of the time immediately following completion of the Capital Measures resolved under agenda items 2 to 4. It is intended to be aligned with the future capital structure of the merged company and to be registered with the Commercial Register on the Completion Date simultaneously with the Merger, the Capital Measures and the other Transaction-Related Resolutions requiring registration.

The version of article 3b set out in Annex 1 is subject to any editorial, technical or registry-law amendments based on comments from the competent Commercial Register Office or the Federal Commercial Registry Office. Such amendments must not alter the substantive parameters of the capital band approved by the General Meeting.

Adoption of this resolution requires at least two-thirds of the share votes represented and an absolute majority of the nominal value of the shares represented.

7. Agenda Item 7 – Revision of the Conditional Capital for Employee Participation

Proposal of the Board of Directors: The Board of Directors proposes that, subject to the condition of Overall Approval and with effect as of the time immediately following completion of the Capital Measures resolved under agenda items 2 to 4, article 3c of the Articles of Association be revised in accordance with the wording set out in Annex 1 to this invitation.

The share capital may be increased, under exclusion of the shareholders' subscription rights, by a maximum amount of CHF 32'400.00 through the issuance of a maximum of 5'400'000 fully paid registered shares with a nominal value of CHF 0.006 each. The new shares will serve to satisfy share-based participation instruments granted to employees of the Company or group companies, members of the Executive Committee and the Board of Directors, as well as other persons in comparable or similar positions.

The shareholders' advance subscription rights in respect of the participation instruments will be excluded. The Board of Directors will be authorized to determine the terms and conditions of the participation instruments in accordance with article 3c of the Articles of Association. The shares required to satisfy the participation instruments may be delivered through the issuance of new shares from the conditional capital or, to the extent permitted by law, from the Company's treasury shares.

The revised version of article 3c submitted for approval is subject to any comments from the competent Commercial Register Office and the Federal Commercial Registry Office.

The Board of Directors is authorized and instructed to take all actions necessary or appropriate to implement and register the revised article 3c, to amend the Articles of Association accordingly and to file the revised article 3c, together with the Merger, the Capital Measures resolved under agenda items 2 to 4 and the other Transaction-Related Resolutions requiring registration, for simultaneous registration with the Commercial Register on the Completion Date. The Board of Directors is further authorized to amend the proposed provision of the Articles of Association based on comments from the competent Commercial Register Office or the Federal Commercial Registry Office, provided that such amendments remain purely editorial, technical or registry-law in nature and do not alter the substantive content of the resolution adopted by the General Meeting.

Explanation: The current article 3c of the Articles of Association provides for conditional capital of up to CHF 1'386.00 through the issuance of up to 1'386 registered shares with a nominal value of CHF 1.00 each.

In view of the new capital structure contemplated in connection with the Transaction, the new nominal value of CHF 0.006 per share and the future operational focus of the merged company, article 3c is to be revised in its entirety and the conditional capital aligned with the anticipated needs of the merged company. The proposed revised article 3c likewise provides, in respect of participation plans, for the exclusion of advance subscription rights and subscription rights and for a group of beneficiaries that may include employees, members of the Board of Directors and the Executive Committee, as well as other persons in comparable or similar positions. In view of the new capital structure and the future operational focus of the merged company, the existing conditional capital is to be replaced with conditional capital of up to CHF 32'400.00, corresponding to 5'400'000 registered shares, and aligned with customary market practice for share-based participation instruments.

The revised conditional capital is intended to facilitate the introduction of market-standard share-based participation plans, support the recruitment and long-term retention of qualified

persons and align their interests with those of the merged company and its shareholders. In particular, it is intended to be available to satisfy options, Restricted Share Units, Performance Shares and comparable share-based participation instruments.

The limit of no more than 5'400'000 registered shares corresponds, subject to rounding to whole shares, to approximately 2.5% of the share capital of CHF 1'296'000.00, divided into 216'000'000 registered shares, existing after implementation of the Capital Measures proposed under agenda items 2 to 4.

The shareholders' advance subscription rights in respect of the participation instruments and their subscription rights in respect of the shares to be issued thereunder will be excluded because the participation instruments and shares are intended to be allotted specifically to the respective beneficiaries. Without such exclusion, the contemplated participation instruments could not fulfil their function as targeted, performance- or retention-oriented remuneration and participation elements.

The Board of Directors will determine the terms and conditions of the participation instruments within the framework of the statutory provisions and the Articles of Association and the remuneration amounts approved by the General Meeting. This includes, in particular, the conditions for and timing of allotment, vesting and performance conditions, exercise and forfeiture conditions, blocking periods, the payment of contributions on the new shares and the commencement of dividend entitlement.

The revision of article 3c is subject to the condition of Overall Approval and will take effect as of the time immediately following completion of the Capital Measures resolved under agenda items 2 to 4. It is intended to be registered with the Commercial Register on the Completion Date simultaneously with the Merger, the Capital Measures and the other Transaction-Related Resolutions requiring registration.

The version of article 3c set out in Annex 1 is subject to any editorial, technical or registry-law amendments based on comments from the competent Commercial Register Office or the Federal Commercial Registry Office. Such amendments must not alter the substantive parameters of the conditional capital approved by the General Meeting.

Adoption of this resolution requires at least two-thirds of the share votes represented and an absolute majority of the nominal value of the shares represented.

8. Agenda Item 8 – Renewed Resolution on the Existing Opting-out

Proposal of the Board of Directors: In view of the Transaction, the Board of Directors proposes that the General Meeting resolve again on the opting-out set out in article 6bis of the current Articles of Association and confirm article 6bis of the Articles of Association without amendment as follows:

"***Article 6bis***

Opting-out

The obligation to make a public tender or takeover offer pursuant to article 135 of the Federal Act on Financial Market Infrastructures and Market Conduct in Securities and Derivatives Trading (FinMIA) is waived, irrespective of the manner in which the threshold is exceeded."

In all other respects, the existing Articles of Association shall remain unchanged.

The Board of Directors is authorized and instructed to take all actions necessary or appropriate to implement this resolution and, to the extent that renewed registration or any other implementation under commercial register law is required, to file article 6bis, together with the Merger, the Capital Measures resolved under agenda items 2 to 4 and the other Transaction-Related

Resolutions requiring registration, for simultaneous registration with the Commercial Register on the Completion Date.

The resolution under this agenda item 8 is subject to the condition of Overall Approval.

Explanation: Pursuant to article 135 FinMIA, any person who, directly, indirectly or acting in concert with third parties, acquires equity securities and thereby exceeds the threshold of 33⅓% of the voting rights of the target company is generally required to make a public tender offer for all listed equity securities of that company. A company's articles of association may exclude this mandatory offer obligation by means of an opting-out.

Article 6bis of the current Articles of Association already contains an opting-out. The proposed resolution does not change the wording or legal effect of article 6bis. However, in view of the specifically contemplated Transaction and the associated significant change in the shareholder structure of the merged company, the General Meeting is to resolve again on the opting-out in a transparent manner.

As part of the Merger, the Existing Ascend Shareholders will become shareholders of the merged company. It is contemplated that Ascend's current major shareholder, Altius Holding, will continue to hold a significant interest in the merged company after the Merger and the Placement and may exceed the statutory threshold of 33⅓% of the voting rights.

As a result of the opting-out, exceeding the threshold of 33⅓%, whether in connection with the Merger or as a result of a subsequent acquisition of additional shares, will not trigger an obligation on the part of the relevant shareholder or a group acting in concert to make a public tender offer to the other shareholders. This applies both to Ascend's current major shareholder and to any other shareholders or third parties that acquire shares in the merged company after completion of the Transaction.

By approving the opting-out, the shareholders therefore waive the opportunity that would otherwise be available to them upon a change of control to tender their shares in a mandatory offer subject to the statutory minimum price provisions. In particular, there will be no guaranteed exit opportunity at a statutory minimum price in the event of a subsequent increase in, or subsequent acquisition of, control over the Company.

The Board of Directors considers the opting-out to be in the interests of the Company. It enables the contemplated Merger and the associated allotment of Merger Consideration Shares to be implemented without triggering an obligation to make a public tender offer. At the same time, it provides the merged company and its significant shareholders with flexibility in implementing the future ownership, financing and transaction structure.

However, the opting-out may result in a change of control or an increase in a controlling interest without the minority shareholders being able to participate in a control premium or sell their shares as part of a mandatory offer. The Board of Directors has weighed this disadvantage against the transaction and financing flexibility associated with the opting-out and considers the unchanged confirmation of article 6bis as part of the renewed resolution on the opting-out to be in the interests of the Company overall.

Pursuant to article 16 para. 1 of the current Articles of Association, adoption of this resolution under corporate law requires a relative majority of the share votes cast. For the condition of Overall Approval to be satisfied, acceptance of the proposed resolution under agenda item 8 requires, in addition to its adoption under corporate law by the majority applicable pursuant to law and the Articles of Association, that a majority of the votes represented by the minority shareholders also approve the proposal. If this additional majority is not achieved, the proposed resolution under agenda item 8 shall be deemed not to have been approved for the purposes of the Overall Approval. In the present case, none of the Existing EvoNext Shareholders qualify

as majority shareholders in this sense. Accordingly, for purposes of the Overall Approval as well, adoption of the resolution by a majority of all votes represented is sufficient.

The resolution under this agenda item 8 is subject to the condition of Overall Approval. It will take effect only if all Transaction-Related Resolutions are approved by the General Meeting with the majority required in each case.

9. Agenda Item 9 – Change of the Company's Name

Proposal of the Board of Directors: The Board of Directors proposes that, subject to and with effect as of the time immediately following completion of the Capital Measures resolved under agenda items 2 to 4, the Company's name be changed from EvoNext Holdings SA (EvoNext Holdings AG) (EvoNext Holdings Ltd) to Ascend Sport Technology AG (Ascend Sport Technology SA) (Ascend Sport Technology Ltd), and that the title and article 1 of the Articles of Association be revised accordingly in accordance with the wording set out in Annex 1 to this invitation.

The Board of Directors is authorized and instructed to take all actions necessary or appropriate to implement the change of name, to amend the Articles of Association accordingly and to file the change of name, together with the Merger, the Capital Measures resolved under agenda items 2 to 4 and the other Transaction-Related Resolutions requiring registration, for simultaneous registration with the Commercial Register on the Completion Date.

The full wording of the proposed article 1 of the Articles of Association is set out in Annex 1 to this invitation.

Explanation: The new name is intended to reflect the operational focus of the merged company and enable the combined corporate group to present a consistent market identity.

The amendment to the Articles of Association will take effect upon its registration with the Commercial Register and is intended to be registered with the Commercial Register on the Completion Date simultaneously with the Merger, the Capital Measures and the other Transaction-Related Resolutions requiring registration.

10. Agenda Item 10 – Amendment of the Company's Purpose

Proposal of the Board of Directors: The Board of Directors proposes that, subject to and with effect as of the time immediately following completion of the Capital Measures resolved under agenda items 2 to 4, the Company's purpose be aligned with the business activities of the merged company and article 2 of the Articles of Association be revised in accordance with the wording set out in Annex 1 to this invitation.

The amendment of the Company's purpose is subject to registration of the Merger with the Commercial Register, will take effect upon such registration and is to be filed for registration together with the Merger and the other Transaction-related amendments to the Articles of Association.

The Board of Directors is authorized and instructed to take all actions necessary or appropriate to implement the amendment of the Company's purpose, to amend the Articles of Association accordingly and to file the Articles of Association, as amended to reflect the amendment of the Company's purpose and the other amendments to the Articles of Association resolved in connection with the Transaction, together with the Merger, the Capital Measures resolved under agenda items 2 to 4 and the other Transaction-Related Resolutions requiring registration, for simultaneous registration with the Commercial Register on the Completion Date.

Explanation: EvoNext's current corporate purpose refers in particular to research, development and marketing activities in the fields of food, nutrition and pharmaceuticals and therefore no longer reflects the Company's future focus following completion of the Merger.

The new corporate purpose reflects the Company's future function as the holding and management company of the Ascend Portfolio Companies, which operate internationally in the fields of sports, technology, media, marketing, sponsorship and entertainment. The Ascend Portfolio Companies provide venue infrastructure, intelligent sports technology and related services to rights holders, brands, broadcasters and other market participants. These activities support Ascend's strategy of offering an integrated sports technology operating system. The business activities of the combined group include, in particular, technology-, software-, hardware-, data- and AI-based products, systems, platforms and services, as well as activities relating to digital advertising, digital signage, events, sports venues, media and sponsorship rights, data and intellectual property rights.

The new purpose is also intended to provide the Company with the flexibility required to carry out activities itself or through the Ascend Portfolio Companies, to acquire, hold, finance, manage and dispose of companies, equity interests and intellectual property rights, and to provide financing and security to the Ascend Portfolio Companies and other direct or indirect subsidiaries.

The amendment of the Company's corporate purpose is subject to the condition of Overall Approval. It will take effect upon registration with the Commercial Register and is to be registered with the Commercial Register on the Completion Date simultaneously with the Merger, the Capital Measures and the other Transaction-Related Resolutions requiring registration.

Adoption of this resolution requires at least two-thirds of the share votes represented and an absolute majority of the nominal value of the shares represented.

11. Agenda Item 11 – Election of New Members of the Board of Directors

The Board of Directors proposes that, subject to and with effect as of the registration of the Merger with the Commercial Register, each of the persons listed below be elected individually as a new member of the Board of Directors for a term of office until the conclusion of the next Annual General Meeting.

Each election is subject to registration of the Merger with the Commercial Register and will take effect upon such registration.

The terms of office of the existing members of the Board of Directors will not be affected by the elections set out below. However, they have declared their resignation from the Board of Directors with effect upon registration of the Merger in the Commercial Register.

11.1 Agenda Item 11.1 – Election of Daniël Bernard de Roos

Proposal of the Board of Directors: The Board of Directors proposes that, subject to and with effect as of the registration of the Merger with the Commercial Register, Daniël Bernard de Roos be elected as a new member of the Board of Directors for a term of office until the conclusion of the next Annual General Meeting.

11.2 Agenda Item 11.2 – Election of Bernardus de Roos

Proposal of the Board of Directors: The Board of Directors proposes that, subject to and with effect as of the registration of the Merger with the Commercial Register, Bernardus de Roos be elected as a new member of the Board of Directors for a term of office until the conclusion of the next Annual General Meeting.

11.3 Agenda Item 11.3 – Election of André Rüegg

Proposal of the Board of Directors: The Board of Directors proposes that, subject to and with effect as of the registration of the Merger with the Commercial Register, André Rüegg be elected as a new member of the Board of Directors for a term of office until the conclusion of the next Annual General Meeting.

11.4 Agenda Item 11.4 – Election of Abhik Das

Proposal of the Board of Directors: The Board of Directors proposes that, subject to and with effect as of the registration of the Merger with the Commercial Register, Abhik Das be elected as a new member of the Board of Directors for a term of office until the conclusion of the next Annual General Meeting.

11.5 Agenda Item 11.5 – Election of Gregor Greber

Proposal of the Board of Directors: The Board of Directors proposes that, subject to and with effect as of the registration of the Merger with the Commercial Register, Gregor Greber be elected as a new member of the Board of Directors for a term of office until the conclusion of the next Annual General Meeting.

11.6 Agenda Item 11.6 – Election of Michael Frank

Proposal of the Board of Directors: The Board of Directors proposes that, subject to and with effect as of the registration of the Merger with the Commercial Register, Michael Frank be elected as a new member of the Board of Directors for a term of office until the conclusion of the next Annual General Meeting.

11.6 Agenda Item 11.7 – Election of Kathryn Lynn Carter

Proposal of the Board of Directors: The Board of Directors proposes that, subject to and with effect as of the registration of the Merger with the Commercial Register, Kathryn Lynn Carter be elected as a new member of the Board of Directors for a term of office until the conclusion of the next Annual General Meeting.

Explanation: The proposed new elections are intended to complement the Board of Directors in view of the future business activities of the Ascend Portfolio Companies and the strategic requirements of the merged company. In particular, the proposed new members are expected to bring complementary experience and expertise to the Board of Directors as a whole, including operational and technological experience relevant to the businesses of the Ascend Portfolio Companies. The Board of Directors is intended to combine operational and technological experience relevant to the businesses of the Ascend Portfolio Companies, capital-markets and transaction expertise, and appropriate independent representation.

The members of the future Board of Directors are to be elected individually for a term of office until the conclusion of the next Annual General Meeting. The elections of the new members of the Board of Directors are subject to registration of the Merger with the Commercial Register and will take effect upon such registration. Until then, they will not take office.

The proposed new elections will not affect the existing terms of office of the current members of the Board of Directors, Gianluca Ferrari and Francesco Defila. However, they have declared their resignation from the Board of Directors with effect upon registration of the Merger with the Commercial Register.

Brief information on the professional background, key qualifications and other relevant mandates of the persons proposed for election is included in Annex 2 to this invitation.

12. Agenda Item 12 – Election of the Chair of the Board of Directors

Proposal of the Board of Directors: The Board of Directors proposes that, subject to Daniël Bernard de Roos being elected as a member of the Board of Directors pursuant to agenda item 11 and subject to and with effect as of the registration of the Merger with the Commercial Register, Daniël Bernard de Roos be elected as Chair of the Board of Directors for a term of office until the conclusion of the next Annual General Meeting.

Explanation: Daniël Bernard de Roos is currently Chairman of Ascend and has entrepreneurial and management experience in building and developing the Ascend Portfolio Companies, including detailed knowledge of their operations and growth opportunities. The Board of Directors is convinced that Daniël Bernard de Roos has the qualifications required to lead the Board of Directors of the merged company and support its strategic and operational development.

The election of Daniël Bernard de Roos as Chair of the Board of Directors is subject to Daniël Bernard de Roos being elected as a member of the Board of Directors and to the further condition of registration of the Merger with the Commercial Register, and will take effect upon such registration. Until that time, Gianluca Ferrari will remain Chair of the Board of Directors.

13. Agenda Item 13 – Election of the Members of the Compensation Committee

The Board of Directors proposes that each of the persons listed below be elected individually as a member of the Compensation Committee. Each election is subject to the condition precedent that the relevant person is elected as a member of the Board of Directors pursuant to agenda item 11 and that the Merger is registered with the Commercial Register. The elections will take effect upon registration of the Merger with the Commercial Register and will be for a term of office until the conclusion of the next Annual General Meeting.

13.1 Agenda Item 13.1 – Election of Abhik Das

Proposal of the Board of Directors: The Board of Directors proposes that, subject to Abhik Das being elected as a member of the Board of Directors pursuant to agenda item 11 and subject to and with effect as of the registration of the Merger with the Commercial Register, Abhik Das be elected as a member of the Compensation Committee for a term of office until the conclusion of the next Annual General Meeting.

13.2 Agenda Item 13.2 – Election of Daniël Bernard de Roos

Proposal of the Board of Directors: The Board of Directors proposes that, subject to Daniël Bernard de Roos being elected as a member of the Board of Directors pursuant to agenda item 11 and subject to and with effect as of the registration of the Merger with the Commercial Register, Daniël Bernard de Roos be elected as a member of the Compensation Committee for a term of office until the conclusion of the next Annual General Meeting.

Explanation: The Compensation Committee assists the Board of Directors in determining and reviewing the remuneration policy, remuneration guidelines and performance targets, as well as in preparing the proposals to the General Meeting concerning the remuneration of the Board of Directors and the Executive Committee.

The proposed members have complementary experience in corporate leadership, corporate finance and investments. Daniël Bernard de Roos brings entrepreneurial and management experience from building and developing the Ascend Portfolio Companies. Abhik Das brings extensive experience in private equity, private credit and investment banking. Subject to the election of the relevant person to the Compensation Committee, the Board of Directors intends to appoint Abhik Das as Chair of the Compensation Committee.

Pursuant to article 23 of the Company's current Articles of Association, the Compensation Committee consists of at least two members of the Board of Directors. The General Meeting elects the members individually for a term of office until the conclusion of the next Annual General Meeting. The Chair of the Compensation Committee is appointed by the Board of Directors.

14. Agenda Item 14 – Approval of the Remuneration of the Board of Directors and the Executive Committee

The Board of Directors proposes that the following maximum aggregate amounts of remuneration of the Board of Directors and the Executive Committee be approved separately and by binding vote.

The resolution pursuant to agenda item 14.1 does not form part of the Overall Approval. The resolution pursuant to agenda item 14.2 is subject to the condition of Overall Approval and will take effect upon registration of the Merger with the Commercial Register.

14.1 Agenda Item 14.1 – Approval of the Maximum Aggregate Remuneration of the Board of Directors

Proposal of the Board of Directors: The Board of Directors proposes that, by restating and replacing the resolution of the Annual General Meeting of 20 May 2026 approving the maximum aggregate amount of remuneration of the members of the Board of Directors, a maximum aggregate amount of CHF 3'000'000.00 be approved for the fixed and variable remuneration of the members of the Board of Directors for the period from the Annual General Meeting of 20 May 2026 until the next Annual General Meeting.

The maximum aggregate amount comprises all remuneration paid or awarded to the members of the Board of Directors for the period from the Annual General Meeting of 20 May 2026 until the next Annual General Meeting, including fixed and variable cash remuneration, share-based remuneration, employer social security contributions and other fringe benefits.

To the extent that remuneration is paid to individual members of the Board of Directors, in whole or in part, as share-based remuneration in accordance with the Articles of Association, the grant value of the relevant shares will, for purposes of this remuneration resolution, be credited against the approved maximum aggregate amount at a grant value equal to the offer price per share.

The resolution under this agenda item 14.1 does not form part of the Overall Approval. Its approval or rejection has no effect on the satisfaction of the condition of Overall Approval or the effectiveness of any individual Transaction-Related Resolution.

Explanation: At the Annual General Meeting held on 20 May 2026, a maximum aggregate amount of CHF 0 was approved for the remuneration of the Board of Directors until the conclusion of the next Annual General Meeting. This resolution was based on the remuneration structure then in place, under which the incumbent members of the Board of Directors did not receive any remuneration.

In connection with the preparation, support and implementation of the Transaction, the duties and responsibilities of the Board of Directors have increased significantly. The Board of Directors therefore proposes that the resolution adopted by the Annual General Meeting on 20 May 2026 be replaced and that a new maximum aggregate amount of CHF 3'000'000.00 be approved for the period from the Annual General Meeting of 20 May 2026 until the next Annual General Meeting. The proposed maximum aggregate amount comprises the entire fixed and variable remuneration of the members of the Board of Directors for the period from the Annual General Meeting of 20 May 2026 until the next Annual General Meeting. It therefore also covers

remuneration for services rendered during the period from the Annual General Meeting of 20 May 2026 until the Extraordinary General Meeting.

The proposed maximum aggregate amount is intended to allow for appropriate remuneration of the special duties and responsibilities of the members of the Board of Directors in connection with the preparation, support and implementation of the Transaction. At the same time, it is intended to provide the Board of Directors with the flexibility required to determine the specific remuneration structure, taking into account the respective duties and services as well as the statutory requirements and the Articles of Association. The maximum aggregate amount constitutes a cap. The remuneration actually paid or awarded may be lower. Any unused difference does not give rise to any entitlement to subsequent payment or additional remuneration.

In accordance with the Articles of Association, the remuneration of the members of the Board of Directors may be paid, in particular, in cash, shares, options or comparable instruments or units.

To the extent that Equity Participation Shares are allotted to a current or future member of the Board of Directors in connection with Cash Capital Increase II pursuant to agenda item 4 as remuneration, their allotment value relevant for remuneration purposes will be credited in full against the approved maximum aggregate amount. The specific allotment, its scope and the applicable terms will be determined by the Board of Directors in accordance with the statutory requirements and the Articles of Association and within the approved maximum aggregate amount.

14.2 Agenda Item 14.2 – Approval of the Maximum Aggregate Remuneration of the Executive Committee

Proposal of the Board of Directors: The Board of Directors proposes that, subject to and with effect as of the registration of the Merger with the Commercial Register, a maximum aggregate amount of CHF 1'500'000.00 be approved for the fixed and variable remuneration of the members of the Executive Committee for the period from the registration of the Merger with the Commercial Register until the conclusion of the Company's next Annual General Meeting.

The maximum aggregate amount comprises all remuneration paid or awarded for this period, including fixed and variable cash remuneration, share-based and other long-term remuneration, pension benefits, employer social security contributions, insurance contributions, fringe benefits and any other remuneration components in accordance with the Articles of Association.

Explanation: Since the disposal of its operating business in December 2023, the Company has had neither employees nor an Executive Committee. For this reason, no proposal concerning the remuneration of the Executive Committee was submitted to the Annual General Meeting held on 20 May 2026, and no maximum aggregate amount for the Executive Committee was approved for the current remuneration period.

Upon registration of the Merger with the Commercial Register, the Company will become the listed holding and management company of the Ascend Portfolio Companies, which conduct the operating activities of Ascend. In connection with the Merger, a new Executive Committee of the merged company is to be appointed. The new Executive Committee is expected to consist of three members. The duties and responsibilities associated with managing and integrating the merged corporate group and its capital markets presence require an appropriate remuneration framework.

The proposed maximum aggregate amount applies to the newly appointed members of the Executive Committee of the merged company and covers the period from registration of the Merger with the Commercial Register until the end of the current financial year 2026. The proposed maximum aggregate amount enables the Board of Directors to determine the remuneration of

the new members of the Executive Committee, taking into account their respective functions and responsibilities and the operational, integration and capital-markets requirements of the merged company and the Ascend Portfolio Companies.

In accordance with the Articles of Association, the remuneration of the Executive Committee may comprise fixed and variable remuneration components and may be paid, in particular, in the form of cash, shares, options, comparable instruments or units, as well as benefits in kind or services. Variable remuneration may be based on the achievement of personal, corporate, growth-, value- or business-area-specific targets or may be determined on a discretionary basis for exceptional performance. The Board of Directors or, to the extent delegated to it, the Compensation Committee determines the remuneration within the maximum aggregate amount approved by the General Meeting and in accordance with the Articles of Association.

The maximum aggregate amount constitutes a cap. The remuneration actually paid or awarded may be lower. The allocation among the individual remuneration components and members of the Executive Committee will be determined by the Board of Directors or, to the extent delegated to it, by the Compensation Committee. Any unused difference does not give rise to any entitlement to subsequent payment or additional remuneration.

The remuneration resolution is subject to the condition of Overall Approval and will take effect only upon registration of the Merger with the Commercial Register. If the Merger is not registered with the Commercial Register, the resolution will have no effect and no remuneration may be paid or awarded on the basis thereof.

15. Agenda Item 15 – Discharge of the Members of the Board of Directors

Proposal of the Board of Directors: The Board of Directors proposes that discharge be granted to the incumbent members of the Board of Directors, Gianluca Ferrari and Francesco Defila, for their activities during the current financial year 2026 up to and including Completion, including all acts performed, resolutions adopted and measures taken in connection with the preparation, support and implementation of the Transaction.

Explanation: The General Meeting is responsible for granting discharge to the members of the Board of Directors. The proposed discharge is intended to grant discharge to the incumbent members of the Board of Directors, Gianluca Ferrari and Francesco Defila, for all acts, resolutions and measures that they have performed or will perform in the course of their activities as members of the Board of Directors during the current financial year 2026 up to and including Completion of the Transaction, including the preparation, support and implementation of the Transaction.

16. Agenda Item 16 – Change of Auditor

Proposal of the Board of Directors: The Board of Directors proposes that Deloitte AG, Zurich (CHE-101.377.666), be elected as the Company's new auditor with effect from the conclusion of this Extraordinary General Meeting for a term of office until the conclusion of the next Annual General Meeting.

Explanation: The combination with Ascend marks a new beginning for EvoNext Holdings SA. Upon completion of the Merger, EvoNext will become the listed holding and management company of the Ascend Portfolio Companies. The Merger will result in a fundamental change to the Company's business activities, corporate structure, capital structure and corporate governance. At the same time, the audit mandate will be realigned with the requirements of the Company and the Ascend Portfolio Companies. This requires an auditor capable of supporting the new structure and effectively meeting the future audit requirements of the merged Company and the Ascend Portfolio Companies.

The Company's current auditor, FORVIS MAZARS AG, Zurich (CHE-248.814.976), which was re-elected by the Annual General Meeting of 20 May 2026 for the financial year 2026, has declared that it will resign from its mandate with effect as of the conclusion of the Extraordinary General Meeting.

The Board of Directors therefore proposes that the audit mandate be awarded to Deloitte AG, Zurich (CHE-101.377.666), with effect as of the conclusion of the Extraordinary General Meeting. Deloitte AG has confirmed that it will accept the mandate if elected and that it meets the statutory requirements regarding authorization and independence.

The election of Deloitte AG as the Company's auditor will take effect upon the conclusion of the Extraordinary General Meeting and ensures that the Company will continue to have an auditor without interruption following the resignation of FORVIS MAZARS AG.

17. Agenda Item 17 – Change of Independent Proxy

17.1 Agenda Item 17.1 – Dismissal of the Current Independent Proxy

Proposal of the Board of Directors: The Board of Directors proposes that Pia Gössi of the law firm Gyr | Gössi | Olano | Staehelin, Basel, be dismissed as the Company's independent proxy with effect as of the conclusion of this Extraordinary General Meeting.

Explanation: Pia Gössi was elected at the Annual General Meeting held on 20 May 2026 as independent proxy for a term of office until the conclusion of the next Annual General Meeting.

In view of the Company's future direction, the Board of Directors proposes that the independent proxy mandate be reassigned and that Paul Bürgi be elected as the new independent proxy pursuant to agenda item 17.2 The dismissal of Pia Gössi will take effect only upon the conclusion of this Extraordinary General Meeting. She will therefore remain in office for the entire duration of this Extraordinary General Meeting and will exercise the proxies and voting instructions granted to her for this General Meeting.

The election of Buis Bürgi AG, Zurich (CHE-114.496.257) proposed under agenda item 17.2 is likewise intended to take effect upon the conclusion of this Extraordinary General Meeting. This ensures that the Company has an independent proxy without interruption.

17.2 Agenda Item 17.2 – Election of the Independent Proxy

Proposal of the Board of Directors: The Board of Directors proposes that Buis Bürgi AG, Zurich (CHE-114.496.257), be elected as the Company's independent proxy with effect as of the conclusion of this Extraordinary General Meeting for a term of office until the conclusion of the next Annual General Meeting.

Explanation: The election of Buis Bürgi AG ensures that, following the dismissal of Pia Gössi taking effect, the Company will continue to have an independent proxy without interruption. Buis Bürgi AG is an independent law firm that is highly familiar with the procedures associated with the role of independent proxy.

Buis Bürgi AG has confirmed that it will accept the election and meets the statutory independence requirements applicable to the independent proxy. Its term of office will commence upon the conclusion of this Extraordinary General Meeting and end upon the conclusion of the next Annual General Meeting.

II. ORGANIZATIONAL INFORMATION

1. Convening Notice and Publication

The General Meeting is convened in accordance with the law and the Articles of Association by publication in the Swiss Official Gazette of Commerce to the shareholders. By means of this invitation, the shareholders are also informed of their right to inspect the merger documents pursuant to article 16 of the Swiss Merger Act.

2. Registration Form

Each shareholder may request the registration form containing the personal access details for the electronic ShApp platform by email from EvoNext Holdings SA, Share Register, c/o Nimbus AG, email: evonext@nimbus.ch. Access to the electronic ShApp platform is required to register for in-person attendance in accordance with section 4, to electronically grant and amend proxies and instructions in accordance with section 6, and to electronically access the merger documents in accordance with section 7.

3. Admission and Voting Rights

Shareholders entered in the share register with voting rights as at 05:00 p.m. on 25 November 2026 are entitled to vote. From 05:00 p.m. on 25 November 2026 up to and including 3 December 2026, no entries conferring entitlement to exercise voting rights at this General Meeting will be made.

4. Registration

Shareholders wishing to attend in person are requested to register no later than 11:59 p.m. on 1 December 2026 using the enclosed reply form or via the electronic platform ShApp.

5. Representation and Independent Proxy

Shareholders may be represented by an authorized third party or by the independent proxy acting for this General Meeting, Pia Gössi, Gyr | Gössi | Olano | Staehelin Advokatur und Notariat, St. Alban-Vorstadt 16, P.O. Box, 4002 Basel. Powers of attorney and voting instructions are valid only for this General Meeting.

6. Electronic Powers of Attorney and Voting Instructions

Powers of attorney and voting instructions to the independent proxy may be granted or amended via the electronic platform ShApp no later than 11:59 p.m. on 1 December 2026. It must be possible to issue a separate instruction for each proposal; general instructions may be issued for unannounced proposals and permissible new items for discussion.

7. Merger Documents

The merger documents referred to in the introduction have been available for inspection at the Company's registered office since 2 November 2026 and for the statutory period pursuant to article 16 of the Swiss Merger Act, and are available electronically via platform ShApp.

8. Correspondence

All correspondence relating to the General Meeting should be addressed to: EvoNext Holdings SA, Share Register, c/o Nimbus AG, email: evonext@nimbus.ch.

Yours sincerely

12 November 2026, Gianluca Ferarri for the Board of Directors of EvoNext Holdings SA

ANNEX 1 – PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

With the exception of the provision on the opting-out in article 6bis of the current Articles of Association, which remains unchanged (agenda item 8), the provisions of the Articles of Association set out below and submitted for approval pursuant to agenda items 5 to 10 are subject to any editorial, technical or registry-law amendments required as a result of comments from the competent Commercial Register Office, the Federal Commercial Registry Office and/or final alignment with the Transaction documents.

5. Agenda Item 5 – Cancellation of the Conditional Capital for Financing and Strategic Cooperation Purposes

"***Article 3a***

[Article deleted]"

6. Agenda Item 6 – Introduction of a New Capital Band

"***Article 3b***

Capital Band

[1] The Board of Directors is authorised, until 3 December 2031, to increase or reduce the share capital at any time in one or more steps within an upper limit of CHF 1'555'200.00, corresponding to 259'200'000 registered shares with a nominal value of CHF 0.006 each, and a lower limit of CHF 1'036'800.00, corresponding to 172'800'000 registered shares with a nominal value of CHF 0.006 each. Capital reductions may be effected by cancelling no more than 43'199'995 registered shares with a nominal value of CHF 0.006 each, by a corresponding reduction of the nominal value of the existing registered shares or by a combination of both. Capital reductions and capital increases may be effected simultaneously. In the event of an increase of the share capital within the capital band, the new shares must be fully paid up. If the nominal value of the existing registered shares is changed, the Board of Directors is authorised to adjust mathematically the nominal values and numbers of shares specified in this Article accordingly.

[2] In the event of capital increases, the Board of Directors shall determine in particular the amount of the increase, the number of shares to be issued, the issue price, the type of contributions, the date of issue, the conditions for exercising subscription rights and the commencement of dividend entitlement. The Board of Directors may issue new shares by way of a firm underwriting or intermediation by a financial institution, a syndicate of financial institutions or another third party, followed by an offer to the existing shareholders or, to the extent their subscription rights are restricted or withdrawn or are not validly exercised, to third parties. The Board of Directors is authorised to permit, restrict or exclude trading in subscription rights. The Board of Directors may allow unexercised subscription rights to lapse, or it may place such subscription rights or shares in respect of which subscription rights have been granted but not exercised at market conditions or on the terms of the relevant capital increase, or otherwise use them in the interests of the Company.

[3] The Board of Directors is authorised, with respect to new registered shares having an aggregate nominal value of no more than CHF 129'600.00, corresponding to 21'600'000 registered shares with a nominal value of CHF 0.006 each, for good cause to restrict or withdraw, in whole or in part, the subscription rights of the existing shareholders and to allocate subscription rights to individual shareholders, third parties, the Company or any of its group companies, in particular: (i) in connection with the listing or admission of shares to trading on domestic or foreign trading venues, including for the purpose of granting an over-allotment option or implementing stabilisation or comparable measures, (ii) in the context of public offerings or private placements of shares on national or international capital markets, including accelerated bookbuildings, PIPE transactions or comparable capital market transactions, (iii) to firm underwriters, financial institutions, syndicates of financial institutions or other intermediaries in connection with firm underwritings, placements on national or international capital markets (including private placements with selected strategic investors) or an offering of shares, (iv) to broaden

or diversify the shareholder base, increase the free float or satisfy listing, free-float, regulatory or comparable requirements in domestic or foreign markets, (v) if the issue price of the new shares is determined by reference to the market price, or for the rapid and flexible raising of funds where raising capital while preserving subscription rights would be difficult, could not be completed in a timely manner or could not be achieved on comparable economic terms, (vi) for the acquisition, financing or refinancing of the acquisition of companies, parts of companies, equity interests, businesses, products, technologies, intellectual property rights, licences or other assets, or for investment projects, in each case including by way of share exchanges or other share-for-share transactions, (vii) in connection with strategic cooperations, joint ventures or the participation of strategic, institutional or other investors or partners, (viii) to finance or refinance transactions, cooperations or investment projects pursuant to items (vi) and (vii) by means of a placement of shares or another equity transaction, (ix) to create reserve shares for any of the purposes specified in this paragraph or to service or cover convertible, exchangeable, option, subscription or similar financial instruments, or contractual obligations of the Company or any of its group companies, issued or entered into on market terms, (x) to create a fixed or variable pool of shares for stock lending, over-allotment, delivery or comparable settlement mechanisms in connection with financial instruments issued, entered into or guaranteed by the Company or any of its group companies, (xi) to satisfy obligations to deliver shares assumed in connection with acquisitions, business combinations, strategic cooperations, investment projects, financings or refinancings, including obligations under convertible bonds, convertible loans, bonds with warrants or comparable financial instruments, (xii) to secure the financing or refinancing of the Company or any of its group companies, including, to the extent permitted by law, during a public takeover procedure, or (xiii) where legal or regulatory requirements or the particularities of a foreign capital market make the granting, trading or exercise of subscription rights difficult, delayed or impossible.

[4] The limitation pursuant to paragraph 3 applies cumulatively to all registered shares issued during the term of the capital band with subscription rights restricted or withdrawn. If the nominal value of the existing registered shares is changed, the maximum aggregate nominal value specified in paragraph 3 shall remain unchanged, and the Board of Directors is authorised to adjust mathematically the nominal values and numbers of shares specified in this Article accordingly.

[5] The subscription and acquisition of registered shares issued within the capital band and any subsequent transfer of such shares are subject to the restrictions set out in Article 5 of these Articles of Association.

[6] In the event of a capital reduction within the capital band, the Board of Directors may decide, subject to compliance with the statutory requirements, that the reduction amount be distributed in whole or in part to the shareholders and/or allocated to the Company's reserves. The Board of Directors' authorisation to reduce the share capital pursuant to this Article includes the right to repurchase treasury shares in excess of 10% of the share capital registered in the Commercial Register for the purpose of cancellation, provided that, before the repurchase, the Board of Directors adopts a corresponding capital reduction resolution based on this Article. In the event of a reduction of the share capital pursuant to paragraph 1, the number of shares by which the share capital may be increased shall rise accordingly, and vice versa.

[7] If the share capital is increased by issuing shares from conditional capital, the upper and lower limits of the capital band and the numbers of shares provided for therein shall increase accordingly. The Board of Directors shall amend the Articles of Association accordingly in compliance with the statutory provisions.

[8] 8. The authorisation of the Board of Directors pursuant to this Article shall lapse before the end of its term if, during such term, the General Meeting resolves an ordinary increase or reduction of the share capital or a change in the currency of the share capital. Upon expiry or lapse of the authorisation, the Board of Directors shall delete the provision on the capital band from the Articles of Association."

7. Agenda Item 7 – Revision of the Conditional Capital for Employee Participation

" ***Article 3c***

Conditional Capital for Employees, Persons in Similar Positions and Members of the Board of Directors

[1] The share capital of the Company shall be increased, with the subscription rights of the shareholders excluded, by a maximum amount of CHF 32'400.00 through the issue of no more than 5'400'000 fully paid-in registered shares with a nominal value of CHF 0.006 each, upon the direct or indirect exercise of option rights or other rights to acquire shares of the Company (including conversion rights), or upon the settlement of restricted stock units (RSUs), performance share units (PSUs) or other share-based participation instruments or equity awards (together, the Participation Instruments) granted to employees of the Company or group companies, members of the Executive Management or the Board of Directors, and other persons in a comparable or similar position, pursuant to one or more employee participation plans or similar participation programmes adopted by the Board of Directors. The Company may create the shares required to service the Participation Instruments either by issuing new shares or, to the extent permitted by law, deliver them from its holding of treasury shares.

[2] The Board of Directors shall determine the terms and conditions of the Participation Instruments, including their grant, allocation, vesting, exercise, settlement, forfeiture, blocking periods, payment and dividend entitlement. In particular, it shall determine the group of eligible persons, the allocation, vesting, exercise and settlement conditions, any performance criteria or other targets, exercise periods, the number of shares to be issued, the date on which dividend entitlement commences, the type of payment, and the issue price of the shares to be issued or the basis for determining such issue price. The shareholders' advance subscription rights in respect of the Participation Instruments are excluded.

[3] The share capital shall increase automatically at the time and to the extent that participation rights are exercised or settled and the corresponding contribution obligations are fulfilled by cash contribution or set-off. To the extent permitted by law, Participation Instruments may be exercised electronically. Any declarations of exercise, election, settlement or other declarations of intent made electronically by the eligible persons shall be deemed equivalent to written declarations. Participation Instruments may be waived without any formal requirements.

[4] The acquisition of shares pursuant to this Article and any subsequent transfer of such shares are subject to the transfer restrictions set out in Article 5 of these Articles of Association.

[5] If the share capital is increased through the issue of shares from this conditional capital, the upper and lower limits of the capital band and the numbers of shares provided for therein shall increase by the amount of the capital increase. The Board of Directors shall amend the Articles of Association accordingly in compliance with the statutory provisions."

8. Agenda Item 8 – Renewed Resolution on the Opting-out pursuant to Article 6bis of the Articles of Association

" ***Article 6bis***

Opting-out

The obligation to make a public tender or takeover offer pursuant to article 135 of the Federal Act on Financial Market Infrastructures and Market Conduct in Securities and Derivatives Trading (FinMIA) is waived, irrespective of the manner in which the threshold is exceeded."

9. Agenda Item 9 – Change of the Company's Name

"***Article 1***

Name, Registered Office and Duration
Under the name

Ascend Sport Technology AG
(Ascend Sport Technology SA)
(Ascend Sport Technology Ltd)

a stock corporation with its registered office in Reinach / BL (Switzerland) is established for an unlimited duration in accordance with these Articles of Association and the provisions of Title Twenty-Six of the Swiss Code of Obligations (CO)."

10. Agenda Item 10 – Amendment of the Company's Purpose

"***Article 2***

Purpose
[1] The purpose of the Company is to acquire, hold, manage, finance and dispose of equity interests in domestic and foreign companies, particularly in the fields of sports, technology, media, marketing, sponsorship and entertainment, and to provide the strategic management, coordination and financing of such companies.

[2] The Company may, itself or through group companies, develop, manufacture, acquire, operate, license, market, distribute and commercialize technology-, software-, hardware-, data- and AI-based products, systems, platforms and services, particularly in the fields of sports, media, marketing, sponsorship, entertainment, digital advertising, digital signage, events and sports venues, and may acquire, hold, manage, license, commercialize and dispose of rights, content, data and intellectual property rights in these and other fields.

[3] The Company may establish branches and subsidiaries in Switzerland and abroad, acquire, hold, finance, manage and dispose of companies and equity interests, merge with other companies and enter into financing transactions for its own account or for the account of third parties. It may grant loans or other financing to its direct or indirect subsidiaries and to third parties and provide security of any kind for their liabilities, even if this is in the exclusive interest of the companies concerned. The Company may acquire real estate in Switzerland and abroad and may enter into all transactions and take all measures that are directly or indirectly related to its purpose or are appropriate to promote the achievement thereof."

ANNEX 2 – INFORMATION ON THE PERSONS PROPOSED FOR ELECTION

Daniël Bernard de Roos, proposed Chair, co-founded Ascend in 2011 and has chaired the board since 2016. He is Chief Growth Officer of the portfolio companies and previously worked at Morgan Stanley. He holds a bachelor's degree in Business Administration and a master's degree in Strategy and International Management from the University of St Gallen.

Drs. Bernardus de Roos, proposed member, co-founded Ascend in 2011 and leads the Ascend Portfolio Companies as CEO. He was previously Managing Director of T.E.A.M. Marketing, where he helped develop the commercial model for the UEFA Champions League. He subsequently worked, e.g., on the acquisition of German Bundesliga broadcast rights at Arena Sport Rechte und Marketing.

André Rüegg, proposed member, has extensive experience in asset management, corporate strategy and the governance of publicly listed companies. He was CEO of Bellevue Group, a Swiss-listed financial services company, after having served as CEO of Bellevue Asset Management. Before joining Bellevue, André spent 14 years at Julius Bär, where he built and led its global asset management distribution business and served on the extended Executive Board.

Abhik Das, proposed member, is a New York-based Partner at Three Hills, a private equity firm. He was previously Head of Private Credit at Golding Capital Partners and worked in investment banking and private markets in London. His experience spans corporate finance, public and private markets investing, and risk management.

Gregor Greber, proposed member, is an experienced Swiss investor and entrepreneur with a strong background in capital markets and strategic investments. He was a founder of zCapital and Veraison Capital and has held various board positions in listed and privately held companies, including Calida Group and R&S Group. He has extensive experience in corporate transformations, capital markets transactions and active ownership. Gregor is currently a board member of Centiel SA and CHELS Ltd.

Michael Frank, proposed member, brings extensive experience in media sales, advertising and commercial development across television, radio, print, online media and both traditional and digital out-of-home advertising. He held various executive roles at Goldbach, including CEO of Goldbach Media and Goldbach Group, and continued to serve on Goldbach Media's Board since stepping down as Group CEO. Earlier in his career, he was Managing Director of Belcom, where he oversaw Radio 24, TeleZüri and Tele24.

Kathryn Lynn Carter, proposed member, is the former CEO of LA28, the organising committee for the Los Angeles 2028 Olympic and Paralympic Games. She previously served as President of Soccer United Marketing, Major League Soccer's commercial arm. She has more than 30 years' experience in sports business, sponsorship and commercial partnerships.