

**O'KEY GROUP S.A.**  
**société anonyme**  
**Registered office: 25C, Boulevard Royal,**  
**L – 2449 LUXEMBOURG**  
**R.C.S. Luxembourg: B 80.533**  
**(the “Company”)**

**confirms that at its Extraordinary General Meeting of the Shareholders**  
held on Tuesday, March 25, 2025 at Luxembourg, Grand Duchy of Luxembourg

**all resolutions were adopted**

Agenda of the General Meeting:

Vote details

	«FOR»	«AGAINST»	«ABSTAINED»
1. To transfer the registered office, central administration and effective seat of management of the Company from the Grand Duchy of Luxembourg to the Russian Federation, to establish the registered office of the Company in the Special Administrative Region of Oktyabrskiy Island, Kaliningrad City, Kaliningrad Region, Russian Federation, and to convert the Company from a Luxembourg public limited liability company (société anonyme) into an international public joint-stock company under the laws of the Russian Federation, without the Company being dissolved but to the contrary with full corporate and legal continuance (the Re-domiciliation), as from the date of the registration of the Company as an international public joint-stock company in the Unified State Register of Legal Entities of the Russian Federation (the Effective Date).	223'993'409	0	0
2. To approve the change of nationality of the Company from the Grand Duchy of Luxembourg to the Russian Federation and to acknowledge the loss of the Luxembourgish nationality of the Company as from the Effective Date.	223'993'409	0	0
3. To establish the registered office, central administration and effective seat of management of the Company in the Special Administrative Region of Oktyabrskiy Island, Kaliningrad City, Kaliningrad Region, Russian Federation, as from the Effective Date, and to authorize the Board of Directors to define the full address of the Company within the territory of the Special Administrative Region of Oktyabrskiy Island, Kaliningrad City, Kaliningrad Region, Russian Federation, as from the Effective Date.	223'993'409	0	0
4. To change the corporate name of the Company as from the Effective Date as follows: (i) the full name of the Company in Russian: Международная компания публичное акционерное общество «О'кей Групп»; (ii) the short name of the Company in Russian: МКПАО «О'кей Групп»; (iii) the full name of the Company in English: O'key Group International public joint-stock company; (iv) the short name of the Company in English: O'key Group IPJSC.	223'993'409	0	0

<p>5. To approve that, as from the Effective Date:</p> <p>(i) all the two hundred and sixty-nine million seventy-four thousand (269,074,000) shares of the Company, representing the entire issued share capital of the Company of two million six hundred and ninety thousand seven hundred and forty euros (EUR 2,690,740), shall be recognized as the shares of the international public joint-stock company under the laws of the Russian Federation;</p> <p>(ii) the par value of the Company's shares shall be converted in Russian Ruble (RUB);</p> <p>(iii) the share capital of the Company shall be converted in Russian Ruble (RUB); and</p> <p>(iv) the par value of the Company's shares in Russian Ruble (RUB) shall be equivalent to the par value of the shares of the Company in euro (EUR) converted at the official exchange rate set by the Bank of Russia as of the date of the Extraordinary General Meeting held in the Grand Duchy of Luxembourg resolving on the Re-domiciliation.</p>	223'993'409	0	0
<p>6. To amend and completely restate the Articles of association of the Company as from the Effective Date, so as to conform them to the laws of the Russian Federation (the Revised Articles).*</p>	223'993'409	0	0
<p>7. To authorize the Board of Directors to appoint the registrar that will maintain the shareholders' register of the Company in Russia as from the Effective Date.</p>	223'993'409	0	0
<p>8. To acknowledge the resignation of all members of the Board of Directors of the Company as from the Effective Date, to grant them full discharge (quitus) for the exercise of their mandate until the Effective Date, and to confirm their appointment as members of the Board of Directors of the international public joint-stock company under the laws of the Russian Federation as from the Effective Date.</p>	223'993'409	0	0
<p>9. To authorize the Board of Directors to appoint a chief executive officer (the General director) of the Company as from the Effective Date.</p>	223'993'409	0	0
<p>10. To authorize the Board of Directors to approve the resolutions on issuance of ordinary shares of the Company for the Company's registration in the Russian Federation and to approve the prospectus of shares for the Company's registration in the Russian Federation.</p>	223'993'409	0	0
<p>11. To approve that any Director of the Company, each acting alone and with full power of substitution, is hereby authorized to make any decisions on any matters related to the Re-domiciliation of the Company and to take any actions required to establish the Company as an international public joint-stock company under the laws of the Russian Federation, as well as to delegate these powers under powers of attorney to any person they deem necessary.</p>	223'993'409	0	0
<p>12. To authorize Ms. Marina SHAGULINA and Ms. Irina NIKIFOROVA and Mr. Ilya ILIN, three of them acting only together, or any Director of the Company, each acting alone and with full power of substitution, to take all necessary actions on behalf of the Company to give</p>	223'993'409	0	0

<p>effect to the above resolutions including, inter alia, in order to represent the Company in the Grand Duchy of Luxembourg towards any administrative, fiscal or other authorities, as well as towards the Luxembourg Companies' Register regarding any formalities to be accomplished further to the transfer of the registered office and the change of the nationality of the Company including but not limited to approve any documents, applications and declarations of the Company, to complete and file the relevant documents and applications with any competent authority and make all necessary assurances, affidavits, declarations and publications for the proper completion of the Company's transfer of its registered office out of the Grand Duchy of Luxembourg to the Russian Federation.</p>			
<p>13. Miscellaneous</p>	<p>not a votable item</p>		

The restated Articles of association of the Company as from the Effective Date is published on <https://www.okeygroup.lu/investors/shareholders/general-meetings/>