

Aimondo AG

Articles of Association of Aimondo AG / free translation (the German language version is the only valid one)

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I. [Company name, registered office, duration and purpose of the company](#) Art. 1 - [Company name, registered office and duration](#)

Under the name Aimondo AG, a public limited company pursuant to Art. 620 et seq. of the Swiss Code of Obligations (CO) with its registered office in Schwende, Canton of Appenzell Innerrhoden, exists for an indefinite period.

[Art. 2 - Purpose](#)

The purpose of the company is

- a) international management and the establishment of global sales and service structures as well as the creation of national companies with interests in the online commerce, retail and market monitoring services and systems market, primarily but not exclusively based on software-as-a-service using cloud-based infrastructures;
- b) the creation and operation of billing platform services for these and extended services as well as the integration of encryption techniques and the safeguarding of data, transaction and information integrity using blockchain and related technologies. All technologies and tools useful for achieving the company's purpose can be created in-house or acquired through licences and also awarded;
- c) the acquisition, sale and management of investments of all kinds, particularly in the industrial and commercial sectors. In particular, the company acquires interests in other companies with the same or similar purposes as those of the company and IT areas, including billing, conversion and payment administration systems;
- d) the acquisition, management and granting of licences, patents and other intellectual property rights.

² The company pursues asset formation, value enhancement, profit realisation and acquisition objectives. It endeavours to achieve economic benefits for its shareholders.

The company may establish and operate branches and subsidiaries within the scope of its corporate purpose, invest in other companies and engage in all transactions that are directly or indirectly related to the corporate purpose. The company may acquire, encumber, sell and manage real estate in Switzerland and abroad.

The company may, within the scope of its corporate purpose, provide financing for its own account and for the account of third parties and accept and enter into guarantees and sureties for subsidiaries and third parties. It may also finance associated companies and enter into joint ventures or similar agreements with other companies.

II. Capital

Art. 3 - Share capital

¹ The share capital amounts to CHF 1,088,677.65 and is divided into 21,773,553 fully paid-up registered shares with a nominal value of CHF 0.05 each.

² The participation capital amounts to CHF 2,177,355.30 and is divided into 43,547,106 fully paid-up registered participation certificates (PS) with a nominal value of CHF 0.05 each.

³ By amending the Articles of Association, the General Meeting of Shareholders may at any time convert registered shares into bearer shares or registered participation certificates into bearer participation certificates (if the legal requirements are met) and bearer shares into registered shares or bearer participation certificates into registered participation certificates, as well as split shares or participation certificates into those with a lower nominal value or combine them into those with a higher nominal value, whereby the latter requires the approval of the shareholders or participation certificate holders concerned (Art. 623 para. 2 CO).

⁴ On the occasion of the capital increase on 29 November and 12 December 2018, the company acquired all shares in Aimondo GmbH, based in Düsseldorf and entered in the commercial register of the Düsseldorf district court under HRB 76827, from TTIP Limited, based in Nicosia (Cyprus) in accordance with the contribution in kind agreement dated 29 November 2018, for which the depositor received 19,773,553 registered shares at CHF 0.05 each and 43,547,106 bearer participation certificates at CHF 0.05 each.

Art. 4 - Deeds/certificates/bearer effects

¹ The Company may issue share and PS certificates and issue share and PS certificates for several shares or PS. Ownership or usufruct of a certificate and any exercise of shareholder or PS rights implies recognition of the Articles of Association as amended from time to time.

^o Deeds and certificates must be signed by two members of the Board of Directors.

The Board of Directors may delegate the management of the shares and PS to a suitable company, a central securities depository such as SIX Securities Services AG or another entity designated by the management for this purpose, which manages one or more global certificate(s), keeps a share and PS book, dematerialises the shares and/or PS and books them in custody accounts of the respective shareholders or participation certificate holders.

Shares and PS can in principle be structured as uncertificated securities (within the meaning of the Swiss Code of Obligations) and intermediated securities (within the meaning of the Intermediated Securities Act); in the latter case, they can only be transferred in accordance with the provisions of the Intermediated Securities Act. The shareholder or partner may, after being entered in the share and PS register, request the company to issue a certificate for his shares or PS at any time; however, he has no right to the printing and delivery of certificates. However, the Company may print and deliver certificates (individual certificates, certificates or global certificates) for shares and PS at any time. It may withdraw shares and PS structured as intermediated securities from the

corresponding custody system cancelled. With the consent of the shareholder or participation certificate holder, the company may cancel issued certificates that are surrendered to it without replacement.

Art. 5 - Participation capital

¹ The company can also increase the share capital through participation capital.

² Participation certificates grant at least the same entitlement to the corresponding share of the distributable profit and the liquidation result as shares in accordance with the nominal value; however, they do not confer any voting rights or related rights.

³ The advance subscription right of shareholders and participation certificate holders may be restricted or cancelled in the case of bonds with warrants and convertible bonds in connection with capital market participation certificates by resolution of the Board of Directors (i) to finance a takeover of companies, parts of companies or participations or (ii) to issue the bonds with warrants and convertible bonds on international capital markets. In this case, (i) the structure, term and amount of the bond as well as the option or conversion conditions must be determined by the Board of Directors in accordance with the market conditions at the time of issue and (ii) the issue price for the new participation certificates must be determined in accordance with the market conditions at the time of the bond issue.

⁴ The option rights have a maximum exercise period of 7 years, the conversion rights a maximum of 10 years from the issue of the respective bond.

⁵ The acquisition of registered shares through the exercise of option or conversion rights and their further transfer are subject to the transfer restrictions pursuant to Art. 6 of the Articles of Association.

Art. 6 - Transfer restriction

The transfer of registered shares or the creation of a usufruct in registered shares requires the approval of the Board of Directors.

* The Board of Directors may refuse to approve the transfer of registered shares, whether by way of ownership or usufruct, if

- a) the purchaser does not expressly declare that he is acquiring the shares in his own name and for his own account;
- b) the company announces an important reason for this.

^ An important reason is:

-) if the acquirer or a person related to him is a direct or indirect competitor of the company, whether he operates the competing company, has a stake in it or is employed by it;
- b) the number of registered shares held by an acquirer exceeds 4% of the total number of registered shares entered in the commercial register. Legal entities and partnerships with legal capacity that are combined with each other in terms of capital or voting rights, through uniform le- gation or in a similar manner, as well as natural persons, legal entities or partnerships that act in a coordinated manner with regard to a registration restriction, are deemed to be one acquirer for the purposes of this provision.
- c) the acquisition or holding of shares on behalf of or in the interests of third parties;
- d) jeopardising the pursuit of the company's purpose within the meaning of Art. 2 of these Articles of Association;
- e) jeopardising the economic independence of the company if the approval would result in the transfer of control of the company to another legal entity, the integration of the company into a (different) group or the transfer of control to persons abroad.

When shares are acquired through inheritance, division of an estate, matrimonial property law or compulsory execution, ownership and property rights are transferred to the acquirer immediately, but participation rights are only transferred to the acquirer with the consent of the company. The Board of Directors can withhold consent

to refuse entry in the share register if, on behalf of the company, he offers to acquire the shares from the purchaser at their actual value.

Art. 7 - Share and PS book

¹ For registered shares and registered securities, the Board of Directors or a suitable company (as described in Art. 4 para. 3) shall keep a share and securities register in which the owners and usufructuaries are entered with their name, address (place of residence or registered office) and nationality. Entry in the share and PS register requires proof of the acquisition of the shares or the PS for ownership or the creation of a usufruct.

[°] In relation to the company, only those persons who are entered in the share and participation register are deemed to be shareholders, participants or usufructuaries.

[^] The company may, after hearing the person concerned, cancel entries in the share register and the share register if these have been made as a result of false information provided by the acquirer.

⁴ The Board of Directors is authorised to revoke the consent to the transfer of the acquirer and the entry in the share register and the share register, which have been obtained with false information, with retroactive effect to the date of the consent or entry. The acquirer must be informed of the cancellation immediately.

⁵ Every shareholder and participant, if they hold registered shares or registered securities of the company The company must report its domicile and any changes of domicile for entry in the share and

partnership register. [Art 8 - Contributions, capital increases](#)

Capital increases must be approved by the General Meeting of Shareholders. The Board of Directors is authorised by the General Meeting of Shareholders to implement the capital increase.

- a) Shares and/or PS are subscribed for in a special document (subscription certificate) in accordance with the rules applicable to incorporation.
- b) The subscription form must refer to the resolution of the Annual General Meeting on the increase or the authorisation to increase the share capital and to the resolution of the Board of Directors on the increase. If the law requires an issue prospectus, the subscription form shall also refer to this.
- c) If the subscription form does not contain a time limit, it shall cease to be binding three months after signing.

² Capital increases can be carried out by means of cash or non-cash contributions, by offsetting or by converting freely usable equity.

Art. 9 - Increase or reduction of the share and/or participation capital

An increase or reduction in the share capital or participation capital must be approved by the Annual General Meeting.

Capital increases can be carried out in accordance with the ordinary (Art. 650 CO), authorised (Art. 651 CO) or the conditional capital increase (Art. 653 CO).

³ In the case of capital increases, the subscription rights of shareholders and holders of participation certificates are regulated as follows, unless a resolution of the Annual General Meeting excludes or deviates from such rights:

- a) If only the share capital but not the participation capital is increased, both the shareholders and the holders of participation certificates have a subscription right in proportion to the total nominal value of the shares or participation certificates belonging to them.
- b) If the share capital and the participation capital are increased at the same time in their previous ratio, the subscription right of the participants relates only to the new participation certificates and the subscription right of the shareholders only to the share capital.
- c) If the share capital and the participation capital are increased at the same time, but not in their previous ratio, the increase is initially calculated assuming an increase in the same

proportion. The ratio pursuant to lit. b) is applied. Both shareholders and participation certificate holders have a subscription right to the surplus portion of a capital category in proportion to the total nominal value of the shares or participation certificates belonging to them.

- d) If only the participation capital but not the share capital is increased, both the shareholders and the holders of participation certificates have a subscription right in proportion to the total nominal value of the shares or participation certificates belonging to them.

⁴ The subscription rights of shareholders and participation holders may be cancelled by the Annual General Meeting for important reasons in accordance with Art. 652b para. 2 CO.

Art 10 - Bonds and mortgages

The company has the right to issue bonds and to raise capital by means of mortgages.

III. Organisation of the company

Art 11 - Organs

The executive bodies of the company are

- a) **The Annual General Meeting**
- b) **The Board of Directors**
- c) **The auditors**

A. The General Meeting

Art. 12 - Tasks and powers

The supreme body of the company is the General Meeting of Shareholders. It has the following non-transferable powers:

- a) Determination and amendment of the Articles of Association, including increasing or reducing the share capital;
- b) Election and dismissal of the members of the Board of Directors and the auditors; election of the Chairman of the Board of Directors;
- c) Approval of the annual report or management report, the annual financial statements and any consolidated financial statements;
- d) Approval of the annual financial statements and the resolution on the appropriation of net profit;
- d) Discharge of the members of the Board of Directors;
- e) Approval of the compensation regulations for the Board of Directors and the Executive Board;
- f) The Annual General Meeting approves the proposals of the Board of Directors each year with regard to the maximum total amounts:
 1. the remuneration of the Board of Directors for the period until the next Annual General Meeting;
 2. the remuneration of the Executive Board for the next financial year.
 3. The Board of Directors may submit proposals to the Annual General Meeting for approval with regard to the maximum total amounts or individual remuneration elements for other periods and/or with regard to additional amounts for special remuneration elements as well as additional conditional proposals.

4. Remuneration may be paid by the company or its Group companies. The Board of Directors assesses the remuneration according to the same principles that apply to the remuneration report.
 5. The company or its Group companies are authorised to pay each member who joins the Executive Management during a period for which the General Meeting has already approved the remuneration of the Executive Management an additional amount for this period(s) if the total amount already approved is not sufficient for their remuneration, up to a maximum of 40% of the respective approved total amount of the maximum remuneration of the Executive Management.
 6. If the Annual General Meeting rejects a proposal by the Board of Directors, the Board of Directors may, among other things, submit a new proposal, convene an Extraordinary General Meeting or set a maximum total amount or several maximum partial amounts, taking into account all relevant factors, and submit these to the next Annual General Meeting for approval. The company or its Group companies may pay remuneration within the scope of a maximum total or partial amount determined in this way, subject to approval by the General Meeting.
- g) Approval of the annual report of the Board of Directors to the Annual General Meeting on the compensation paid to the Board of Directors;
- h) Passing resolutions on all matters assigned to the General Meeting by law or the Articles of Association.

Art. 13 - Ordinary and Extraordinary General Meeting of Shareholders

The Annual General Meeting takes place every year within six months of the end of the financial year.

² Extraordinary General Meetings are held at the request of the Board of Directors or the auditors, or if a General Meeting so decides.

³ The Board of Directors shall convene an Extraordinary Shareholders' Meeting if one or more shareholders who individually or jointly represent at least ten per cent of the share capital request in writing that an Extraordinary Shareholders' Meeting be held. The Board of Directors shall convene the General Meeting within 30 days of receipt of the request at a date in accordance with the provisions of Art. 14.

Art. 14 - Convening

The General Meeting of Shareholders is convened by the Board of Directors or, in the cases provided for by law, by the auditors.

² The meeting must be convened at least 20 days before the meeting by letter or e-mail to the addresses listed in the share register and at the same time on the company's website, which can be viewed by shareholders.

* The convening of a General Meeting may also be requested by one or more shareholders who together represent at least 10 per cent of the share capital. They may request that an item be included on the agenda. Requests to convene and add items to the agenda must be made in writing, stating the item to be discussed and the proposals.

⁴ The notice convening the General Meeting must state the items on the agenda as well as the proposals of the Board of Directors and the shareholders who have requested that a General Meeting be held or that an item be included on the agenda, and in the case of election matters, the names of the proposed candidates.

If an amendment to the Articles of Association is proposed, the text of the proposed amendment must be included in the invitation to the General Meeting.

The invitation to the Annual General Meeting must be accompanied by the annual report and the audit report

Art. 15 - Universal assembly

* The owners or representatives of all shares may, if no objection is raised, hold a General Meeting without complying with the formal requirements for convening a meeting

² At this meeting, all matters falling within the scope of business of the general meeting may be validly discussed and resolutions passed as long as the owners or representatives of all shares are present.

Art. 16 - Voting rights, obligation to vote and representation

Shareholders entered in the share register are entitled and obliged to vote at the Annual General Meeting. Shareholders exercise their voting rights in proportion to the total nominal value of the shares they own.

² A shareholder may represent his shares at the Annual General Meeting in person or by written proxy. be represented by another shareholder with power of attorney.

³ Legal entities that are shareholders may be represented at the Annual General Meeting by their representative on the Board of Directors, if any, or by another person designated by them.

In the invitation to the Annual General Meeting, the Board of Directors announces the key date of entry in the share register that determines the right to attend and vote.

Art. 17 - Adoption of resolutions

The General Meeting of Shareholders elects and passes its resolutions with an absolute majority of the votes represented, unless a qualified majority is required by law or the Articles of Association. In the event of a tie, a motion is deemed to have been rejected. The Chairman is not entitled to a casting vote.

² If an election is not held in the first ballot, a second ballot is held in which the relative majority decides.

³ Elections and resolutions are generally passed by open ballot. However, the meeting may decide to hold a secret ballot for individual items of business upon request.

⁴ No prior announcement is required for the submission of motions within the scope of the items on the agenda or for negotiations without a resolution.

No resolutions may be passed on motions relating to agenda items that have not been duly announced, with the exception of motions to convene an Extraordinary General Meeting, to conduct a special audit and to elect auditors at the request of a shareholder.

A resolution of the Annual General Meeting, which requires at least two-thirds of the votes represented and an absolute majority of the par value of shares represented, is required for

- a) the change in the purpose of the company;
- b) the introduction of voting shares;
- c) the restriction on the transferability of registered shares;
- d) an authorised or conditional capital increase;
- e) the capital increase from equity, against contributions in kind or for the purpose of acquiring assets and the granting of special benefits;
- f) the restriction or cancellation of the subscription right;
- g) the relocation of the company's registered office;
- h) the dissolution of the company

Provisions of the Articles of Association that stipulate larger majorities for the adoption of certain resolutions than those prescribed by law can only be introduced and cancelled with an increased majority.

Art. 18 - Chairmanship and minutes

The General Meeting of Shareholders is chaired by the Chairman of the Board of Directors or, if he is unable to attend, by another member of the Board of Directors appointed by the Board of Directors. If no member of the Board of Directors is present, the Annual General Meeting elects a chairman for the day.

The Chairman appoints a secretary and the scrutineers, who need not be shareholders. The minutes must be signed by the Chairman and the secretary. The shareholders are entitled to inspect the minutes.

B. The Board of Directors

Art. 19 - Composition

¹ The Board of Directors consists of three to seven members.

The term of office is two years, whereby the period from one Ordinary General Meeting to the next is deemed to be one year. Re-election is possible without restriction.

Art. 20 - Constitution

The Chairman of the Board of Directors is elected by the Annual General Meeting. Otherwise, the Board of Directors appoints itself. It may elect a secretary, who need not be a member of the Board of Directors or a shareholder.

Art. 21 - Representation

The powers of the Board of Directors to represent the company externally are governed by the law and the entry in the commercial register.

Art. 22 - Meeting, minutes

¹ The Board of Directors meets at the invitation of the Chairman or, if the Chairman is unable to attend, at the invitation of the Vice Chairman or another member of the Board of Directors as often as business requires, but at least twice a year.

² If a member of the Board of Directors requests that a meeting be convened, he or she submits the request to the Chairman, stating the reasons why a meeting should be convened. In this case, the Chairman convenes a meeting, which takes place within 20 days of receipt of the request.

[^] The Chairman, or in his absence another member of the Board of Directors designated by him, shall chair the meeting.

Minutes must be kept of the meetings and signed by the chairman and the secretary

Art. 23 - Adoption of resolutions

Resolutions, other provisions in the law, in the Articles of Association or in other regulations of the company are passed by a simple majority of the members present. In the event of a tie, the Chairman has the casting vote.

The Board of Directors is quorate if the majority of its members are present.

³ Resolutions passed by circular resolution in writing (including electronically) are permitted, provided no member requests an oral discussion. Resolutions passed by circular resolution are recorded in the next ordinary minutes of the Board of Directors.

Resolutions by telephone or video conference are permitted, provided that no member requests to be physically present at a location. Resolutions passed in this way are recorded in the next ordinary minutes of the Board of Directors.

Art. 24 - Right to information and inspection

Each member of the Board of Directors may request information on all company matters.

²All members of the Board of Directors and the persons entrusted with the management of the company are obliged to provide information at the meetings.

[^] Outside the meetings, each member may request information from the persons entrusted with the management of the company about the course of business and, with the authorisation of the Chairman, also about individual transactions.

To the extent necessary for the fulfilment of a task, any member may request the President to submit books and files.

⁵ If the Chairman rejects a request for information, a hearing or inspection, the Board of Directors shall decide.

⁶ Regulations or resolutions of the Board of Directors that extend the right to information and inspection of the members of the Board of Directors remain reserved

Art. 25 - Tasks and powers

The Board of Directors may pass resolutions on all matters that are not delegated to another body of the company by law, the Articles of Association or the regulations.

In particular, the Board of Directors has the following non-delegable and non-withdrawable duties:

- a) the overall management of the company and issuing the necessary instructions;
- b) the definition of guidelines for corporate policy;
- c) the definition of the organisation;
- d) the organisation of accounting, financial control and financial planning, if and insofar as this is necessary for the management of the company;
- e) the appointment and dismissal of persons entrusted with the management of the company and the regulation of signatory powers;
- f) the ultimate supervision of the persons entrusted with the management of the company, in particular with regard to compliance with laws, articles of association, regulations and directives;
- g) the preparation of the annual report to the General Meeting of Shareholders as well as the preparation of the General Meeting of Shareholders and the implementation of its resolutions;
- h) the passing of resolutions on the subsequent payment of contributions on shares that have not been fully issued and on the resulting amendments to the Articles of Association;
- i) passing resolutions on increasing the share capital, insofar as this is within the competence of the Board of Directors (Art. 651 para. 4 CO), as well as approving capital increases, preparing the capital increase report and making the corresponding amendments to the Articles of Association;
- j) notifying the judge in the event of over-indebtedness;
- k) other duties and powers reserved for the Board of Directors by law or the Articles of Association

Art. 26 - Transfer of business management

¹ The Board of Directors may delegate the management and representation of the company in whole or in part to one or more of its members or to third parties within the framework of the statutory provisions by issuing organisational regulations. If the management of the company has not been delegated, it is the responsibility of all members of the Board of Directors as a whole.

² If the Board of Directors has delegated the management of the company to a third party, the managing director generally participates in the meetings of the Board of Directors without voting rights.

Management is the responsibility of the Executive Board appointed by the Board of Directors.

³ The company or its Group companies may conclude employment or mandate contracts with members of the Executive Board with a maximum notice period or duration of 36 months.

⁴ The agreement of a post-contractual non-competition clause is permitted, provided it is agreed for a maximum of 24 months and the compensation for this does not exceed the average monthly amount of the individual basic salary paid for the last twelve months.

- a) The remuneration of the Executive Board consists of fixed and variable remuneration elements. The fixed remuneration comprises the basic salary and other remuneration elements. In the case of senior executives, part of the base salary may be paid in the form of participation certificates, whereby the Board of Directors may set a vesting period. The variable remuneration may include short-term and long-term remuneration elements. The total remuneration takes into account the recipient's function and responsibility levels.
- b) The short-term remuneration elements are based on objective performance values that are aligned with the result of the Group and/or a business segment, targets calculated in comparison to the market, its companies or comparable benchmarks and/or individual targets and whose achievement is generally measured over a one-year period.
- c) The long-term remuneration elements are based on the long-term development of the company and allow employees to participate in this development in an appropriate manner. The Board of Directors can utilise share, participation certificate or option plans. The allocation is based on the respective function.
- d) The Board of Directors or the Remuneration Committee determines performance values and target amounts, exercise conditions and deadlines or vesting periods and forfeiture conditions for short and long-term remuneration elements.
- e) The remuneration of the Executive Management may be paid in the form of cash, shares, options, comparable instruments or units or benefits in kind or services. The Board of Directors or the Remuneration Committee determines the allocation conditions, exercise conditions and deadlines as well as any blocking periods and forfeiture conditions. It may stipulate that due to the occurrence of certain events determined in advance, such as a change of control or the termination of an employment relationship, vesting conditions and periods and blocking periods may be shortened or cancelled, remuneration may be paid on the assumption that the target values are achieved or remuneration may be forfeited.
- f) The amount of pension benefits and pensions of the company or its subsidiaries in favour of members of the Executive Board outside the occupational pension scheme and similar institutions must be covered by the most recently approved total amount or the additional amount.

Art. 27 - Advisory Board

The Board of Directors is supported by an Advisory Board as a consultative body. A maximum of 7 persons, who do not have to be shareholders of the company, sit on the Advisory Board.

² The Chairman of the Board of Directors of the company is an ex officio member of the Advisory Board. The other members of the Advisory Board are elected by the Annual General Meeting for a term of two years. Together, the members should have proven experience in the areas of data protection, data security, online trading, production, international business, finance, IT and ethics.

³ In exceptional cases, for example if an Advisory Board member contributes extraordinary international experience and a personal network, the Board of Directors may extend the Advisory Board membership once to 60 months.

⁴ The Board of Directors draws up Advisory Board regulations, including compensation regulations, which are approved by the Annual General Meeting and must be accepted in writing by the elected members of the Advisory Board together with their election.

The Board of Directors proposes suitable candidates for the Advisory Board to the Annual General Meeting and places their election on the agenda.

⁶ If a member of the Advisory Board resigns prematurely, the Board of Directors may appoint a replacement until the next Annual General Meeting.

C. The auditors

Art. 28 - Composition, term of office

* The General Meeting elects the auditors.

² The term of office is one year. It begins on the day of their election and ends with the first subsequent ordinary General Meeting. Re-election is permitted. Dismissal is possible at any time and without notice.

* The auditors must fulfil the legal requirements and have their domicile, registered office or a registered branch office in Switzerland.

⁴ The General Meeting of Shareholders may dispense with the election of auditors if:

- a) the company is not obliged to conduct an ordinary audit;
- b) all shareholders approve; and
- c) the company has no more than ten full-time employees on an annual average.

⁵ The waiver also applies to subsequent years. However, every shareholder has the right to request a limited audit and the election of a corresponding auditor no later than 10 days before the Annual General Meeting. In this case, the Annual General Meeting may only pass resolutions in accordance with Art. 12 lit. c and d once the audit report is available.

Art. 29 - Auditing and reporting obligations, special tasks

¹ The auditors fulfil their auditing and reporting duties in accordance with the relevant provisions of the Swiss Code of Obligations.

² The Board of Directors may instruct the auditors at any time to carry out special clarifications, in particular interim audits, and to report on these.

IV. Financial year, accounting, distribution of profits, appropriation of assets Art.

30 - Financial year

The beginning and end of the financial year are determined by the Board of Directors.

Art. 31 - Accounting

The annual report consists of the annual financial statements (comprising the income statement, balance sheet and notes), the annual report and, where required by law, the consolidated financial statements.

* The annual report is prepared in accordance with the provisions of the Swiss Code of Obligations and the principles of proper accounting.

Art. 32 - Distribution of profit, appropriation of assets

At the request of the Board of Directors, the General Meeting of Shareholders may decide to create and utilise extraordinary reserves in addition to the statutory reserves.

² The Annual General Meeting decides on the balance sheet profit.

¹ Dividends or bonuses can be distributed to shareholders if the annual financial statements are positive.

V. Dissolution and liquidation Art.

33 - Dissolution and liquidation

The General Meeting of Shareholders may at any time resolve to dissolve and liquidate the company in accordance with the statutory provisions. The resolution must be recorded in a public deed.

² Liquidation is carried out by the Board of Directors, provided that the General Meeting of Shareholders does not delegate this task to other persons.

Liquidation is carried out in accordance with the law. The liquidators are authorised to sell assets (including real estate) by private treaty.

⁴ The assets of the dissolved company shall be distributed among the shareholders in accordance with their percentage share in the company's capital after repayment of its debts in proportion to the amounts paid in.

VI. Publication organs

Art. 34 - Publication medium and notices

The company's organ of publication is the Swiss Official Gazette of Commerce.

² Notices from the company to shareholders are sent by letter or e-mail to the addresses listed in the share register and the share register.

Suhr, 06 March 2018

Art. 3 amended on 12 December 2018

Art. 3 to 9, Art. 14, Art. 22 and Art. 34 partially revised on 20 September 2021

For the Board of Directors



René Grübel

CONFIRMITY ACCOUNTING

The undersigned notary public, Dr Dieter Gränicher in Basel, hereby certifies that the above Articles of Association are the valid Articles of Association of **Aimondo AG**, with registered office in Schwende, as adopted today on the occasion of its Extraordinary General Meeting of Shareholders.

Basel, 20 (twentieth) September 2021 (two thousand and twenty-one)

A handwritten signature in blue ink, appearing to read "Dieter Gränicher".

Dr Dieter Gränicher, notary

A.Prot. 2021/86