Articles of association

Adopted at the extra ordinary general meeting on 2025-12-30.
Unofficial English translation (original is in Swedish)

§ 1 Company name

The company's company name is Virtune AB (publ). The company is public.

§ 2 Seat of the board

The board has its seat in the municipality of Stockholm.

§ 3 Operations

The company’s purpose and objective is to issue and list exchange-traded products and other financial instruments on regulated markets and multilateral trading platforms that provide exposure to the crypto market and other asset classes, whether through underlying assets or through indices that include crypto assets or other assets as the underlying index components.

§ 4 Share capital

The share capital is a minimum of SEK 500,000 and a maximum of SEK 2,000,000.

§ 5 Number of shares

The number of shares must be a minimum of 6,000,000 and a maximum of 24,000,000.

§ 6 Board

The board shall consist of a minimum of 3 and a maximum of 8 members with a minimum of 1 and a maximum of 2 deputies.

§ 7 Auditors

For the review of the company's annual report together with the accounts as well as of the board and the managing director's administration, an auditor without auditor deputies shall be appointed.

§ 8 Summons

Notice of the general meeting must be made through advertising in Post- och Inrikes Tidningar and on the company's website. That the summons has taken place must be announced in Svenska Dagbladet.

Shareholders who wish to participate in the general meeting must notify themselves and a maximum of two assistants to the company no later than the day stated in the notice to the general meeting. This day must not be Sunday, another public holiday, Saturday, Midsummer's Eve, Christmas Eve or New Year's Eve and not fall earlier than the fifth weekday before the meeting.

§ 9 Matters at the annual general meeting

The annual general meeting must be held annually no later than six months after the end of the financial year.

At the annual general meeting, the following matters shall be dealt with.

1. Election of chairman at the meeting

2. Creation and approval of voter register

3. Selection of one or two adjusters

4. Examination of whether the meeting has been duly convened

5. Approval of agenda

6. Presentation of the annual report and audit report

7. Decision on

   - determination of the income statement and the balance sheet

   - dispositions regarding the limited company's profit or loss according to the established balance sheet

   - discharge of liability for board members and the managing director

8. Determining the fees for the board and the auditors

9. Election to the board and auditors and possibly board deputies

10. Other matter, which must be taken up at the general meeting according to the Swedish Companies Act (2005:551) or the articles of association.

§ 10 Fiscal year

Fiscal year is January 1 - December 31.

§ 11 Right of first refusal

If a share has been transferred from a shareholder to a person who is not a shareholder in the company, the other shareholders have the right to redeem the share. The redemption right must also be used for a smaller number of shares than the offer includes. The new owner of the share must immediately notify the board of the limited company in writing of the transfer. He must also show how he has obtained ownership of the share. When the notification of the transfer of a share has been made, the board must immediately notify each beneficiary whose postal address is known to the limited company. The board

invites those entitled to redemption to submit a claim to the limited company in writing, at the latest within two months from the notification to the board of the transfer.

If more than one person entitled to redemption applies, all shares shall, as far as possible, be distributed between the persons entitled to redemption in relation to their previous holdings of shares in the limited company. Remaining shares are distributed by lot by the limited company's board or, if a liquidator requests it, by a notary public.

If a share that is subject to redemption rights has been transferred for consideration, the redemption amount must correspond to the consideration, unless special reasons cause otherwise. The redemption amount must be paid within one month from the time the redemption amount was determined.

An action regarding the right of first refusal must be brought within two months from the day on which the settlement claim was presented to the limited company.

§ 12 Settlement of disputes by arbitrators

Should a dispute arise between the company and the board, board member, managing director, liquidator or shareholder, it must be referred to arbitration by arbitrators in accordance with the Act (1999:116) on arbitration.