

Contemplated sale of G-Loot

Dear Shareholders,

With reference to the recent general meeting in G-Loot and the proposal regarding voluntary liquidation which was withdrawn, the Board of Directors of G-Loot is very pleased to let you know that a potential purchaser of G-Loot's shares has submitted an offer to the shareholders of G-Loot to tender all shares in G-Loot to the Bidder against consideration in cash (the "**Offer**"). This is the result after an extensive process conducted by the mgmt. and Board of Directors to find a solution that will create the best value for our shareholders given the situation.

It is the assessment by the Board of Directors of G-Loot that a completion of the Offer would result in a materially higher payout per share compared to a liquidation of G-Loot and also enable G-Loot's shareholders to receive the funds at an earlier stage (up to 12 months earlier).

Shareholders representing approximately 47 per cent of the shares in G-Loot have either undertaken, or otherwise expressed their intention, to tender their shares in the Offer.

Vantura BidCo HB (the "**Bidder**") has submitted the Offer to the shareholders of G-Loot to tender all shares in G-Loot to the Bidder against consideration in cash. The consideration for the shares in the Offer is dependent on the acceptance level at the expiry of the Initial Acceptance Period (as defined below). If the Offer, at the expiry of the Initial Acceptance Period, has been accepted to such extent that the Bidder becomes the owner of shares representing more than 90 percent of the total number of outstanding shares in G-Loot, the consideration will be SEK 6.95 in cash per share. However, if the Offer, at the expiry of the Initial Acceptance Period, has not been accepted to such extent that the Bidder becomes the owner of shares representing more than 90 percent of the total number of outstanding shares in G-Loot, the consideration will be SEK 6.00 in cash per share, subject to the Bidder ultimately becoming the owner of shares representing more than 90 percent of the total number of outstanding shares in G-Loot.

Completion of the Offer is conditional upon the Offer being accepted to such extent that the Bidder becomes the owner of shares representing more than 90 percent of the total number of outstanding shares in G-Loot.

The acceptance period for the Offer will commence on 11 September 2024 and end on 26 September 2024 (the "**Initial Acceptance Period**"). The Bidder reserves the right to extend the acceptance period.

If the Bidder, in connection with the Offer or otherwise, acquires shares representing more than 90 percent of the total number of outstanding shares in G-Loot, the Bidder intends to commence compulsory redemption proceedings under the Swedish Companies Act (Sw. *aktiebolagslagen (2005:551)*) to acquire all remaining shares in G-Loot. Please note that compulsory redemption proceedings are usually completed within 12-18 months from the initiation of the compulsory redemption by a majority shareholder, but may last a shorter or longer period of time. After the arbitral award on compulsory redemption has become legally binding, the majority shareholder will instruct Euroclear to execute the compulsory redemption and pay the redemption amount. This may, as stated above, take approximately 12-18 months from the majority shareholder's request for compulsory redemption. If the majority shareholder requests, and obtains, a so-called advance possession to the shares, payment of the amount conceded by the majority shareholder may take place earlier.

Recommendation by the Board of Directors of G-Loot

Against the above background, including the undertakings from certain existing shareholders, the Board of Directors of G-Loot recommend the shareholders of G-Loot to accept the Offer.

Next Steps

If you hold your shares via a nominee

You have received, or soon will receive, an instruction from your nominee or bank on how to accept. Please follow their instructions.

If you hold your shares directly on a custody account

You have received, or soon will receive, an acceptance form and information letter.

Please complete the information requested and sign the acceptance form and send it to transactionsupport@carnegie.se or by mail to Transaction Support, Carnegie Investment Bank AB (publ), Regeringsgatan 56, 103 38 Stockholm, no later than 15:00 (CEST) on 26 September 2024. Please also note that if your Shares are pledged, the acceptance form must be signed/completed also by the pledgee.

Further information

Please do not hesitate to contact us should you have any questions regarding the process. Contact details are as follows:

Carnegie is acting as settlement agent in relation to the Offer

Carl Magnusson (carl.magnusson@carnegie.se)

Transaction Support (transactionsupport@carnegie.se)

Yours sincerely,

The Board of Directors of G-Loot