



## VOTING RESULTS AND RESOLUTIONS OF THE EXTRAORDINARY GENERAL MEETING OF EUROPEAN FINTECH IPO COMPANY 1 B.V. HELD VIRTUALLY ON 31 JANUARY 2022

A total of 30,580,313 shares were represented at the extraordinary general meeting of European FinTech IPO Company 1 B.V. (the "**Company**"), representing an equal number of votes exercised in respect of each of the voting items listed below. This represents 65.41% of the total issued and outstanding shares on the registration date (*i.e.* at 17:30 CET on 3 January 2022) to which voting rights in the general meeting of the Company are attached. Percentages have been rounded to two decimal places.

Agenda item	Description <sup>1 2</sup>	For	% <sup>3</sup>	Against	% <sup>4</sup>	Abstain	Total number of votes which were validly cast <sup>5</sup>	% <sup>6</sup>	Result
2(b)	The proposed Business Combination: Entering into and approval of the Business Combination in accordance with article 19 of the current articles of association of the Company, including the transactions contemplated by the Business Combination Agreement.	29,198,912	96.43%	1,081,401	3.57%	300,000	30,280,313	64.77%	Adopted
3	Re-structure of the Company as per the Business Combination:  (a) Cancellation of Ordinary Shares repurchased by the Company under the Share Repurchase Arrangement;  (b) First amendment of the current articles of association of the Company (the " <b>First Amendment AoA</b> "), including the authorisation of each member of the EFIC1 Board and each civil law notary practising with Stibbe N.V. and any prospective civil law notary acting under his or her	28,098,912	92.80%	2,181,401	7.20%	300,000	30,280,313	64.77%	Adopted

<sup>1</sup> Capitalised terms are defined in the shareholder circular available via [www.efic1.com](http://www.efic1.com). Please also refer to the shareholder circular for a detailed description of the agenda items and explanatory notes thereto.

<sup>2</sup> Some agenda items are considered one single voting item and are reflected as such in this table. For these items shareholders could only provide a single vote (for, against or abstain), which is considered the vote for each of the matters described under such agenda item. Save where explicitly indicated, a simple majority (50%+1) is required for the approval and adoption of the relevant voting item.

<sup>3</sup> Percentage of the votes for compared to the total number of votes which were validly cast (excluding abstained votes).

<sup>4</sup> Percentage of the votes against compared to the total number of votes which were validly cast (excluding abstained votes).

<sup>5</sup> This number is equal to the total number of votes for and against. The abstentions are not included in this number.

<sup>6</sup> Percentage of the total votes for and against compared to the total issued and outstanding shares to which voting rights in the general meeting of the Company are attached (excluding treasury shares).

Agenda item	Description <sup>1 2</sup>	For	% <sup>3</sup>	Against	% <sup>4</sup>	Abstain	Total number of votes which were validly cast <sup>5</sup>	% <sup>6</sup>	Result
	<p>supervision to execute the notarial deed containing the First Amendment AoA;</p> <p>(c) Cancellation of 853,989 (10%) Special Shares without repayment, effective upon the day following Business Combination;</p> <p>(d) Conversion of the Company's legal form to that of a limited company (<i>naamloze vennootschap</i>) and second amendment of the articles of association of the Company (the "<b>Second Amendment AoA</b>"), including the authorisation of each member of the Management Board and each civil law notary practising with Stibbe N.V. and any prospective civil law notary acting under his or her supervision to execute the notarial deed containing the Second Amendment AoA, to be executed the day following Business Combination.</p>								
4(a)	Appointments of members of the Management Board, subject to and effective as per the moment of execution of the notarial deed containing the First Amendment AoA ((i) Atilla Aytekin, (ii) Umut Akpinar and (iii) Maria del Dado Alonso Sanchez).	26,598,912	87.84%	3,681,401	12.16%	300,000	30,280,313	64.77%	Adopted
4(b)	Appointments of members of the Supervisory Board, subject to and effective as per the moment of execution of the notarial deed containing the First Amendment AoA ((i) Peter Tordoir, (ii) Derk Haank, (iii) Klaas Meertens, (iv) Chris Figee, (v) Florence von Erb and (vi) Katrin Brökelmann).	28,540,611	99.17%	239,702	0.83%	1,800,000	28,780,313	61.56%	Adopted
5(a)	Adoption of the remuneration policy for the Management Board, subject to and effective upon the execution of the notarial deed containing the First Amendment AoA. <sup>7</sup>	24,559,210	81.11%	5,721,103	18.89%	300,000	30,280,313	64.77%	Adopted

<sup>7</sup> This voting item requires a three fourths majority of the votes cast.

Agenda item	Description <sup>1 2</sup>	For	% <sup>3</sup>	Against	% <sup>4</sup>	Abstain	Total number of votes which were validly cast <sup>5</sup>	% <sup>6</sup>	Result
5(b)	Adoption of the remuneration policy for the Supervisory Board, subject to and effective upon the execution of the notarial deed containing the First Amendment AoA. <sup>8</sup>	30,280,313	100%	0	0%	300,000	30,280,313	64.77%	Adopted
6	Other remuneration related items of the Company as per the Business Combination:  (a) Determine compensation of the members of the Supervisory Board subject to and effective upon the execution of the notarial deed containing the First Amendment AoA;  (b) Approval of the main terms and conditions of a longterm incentive plan.	24,559,210	81.11%	5,721,103	18.89%	300,000	30,280,313	64.77%	Adopted
7	Accounting of the Company as per the Business Combination:  (a) To appoint and instruct PwC as auditor to audit the annual accounts over the financial year 2021 and financial year 2022, subject to Completion;  (b) To withdraw the appointment of Deloitte as auditor of the Company to audit the annual accounts over the financial year 2021, subject to Completion;  (c) To have the management report ( <i>bestuursverslag</i> ) of the Company and the annual accounts of the Company over the financial year 2021 and the following financial years drawn up in the English language.	30,280,313	100%	0	0%	300,000	30,280,313	64.77%	Adopted

<sup>8</sup> This voting item requires a three fourths majority of the votes cast.

Agenda item	Description <sup>1 2</sup>	For	% <sup>3</sup>	Against	% <sup>4</sup>	Abstain	Total number of votes which were validly cast <sup>5</sup>	% <sup>6</sup>	Result
8	Authorisations of the Management Board to repurchase Shares: (a) Authorisation of the Management Board to repurchase Ordinary Shares in the share capital of the Company, subject to the Second Amendment AoA becoming effective; (b) Authorisation of the Management Board to repurchase Capital Shares with repayment, subject to the Second Amendment AoA becoming effective.	26,359,210	87.05%	3,921,103	12.95%	300,000	30,280,313	64.77%	Adopted
9	Cancellation of Shares: (a) Cancellation of Capital Shares after their repurchase; (b) Cancellation of a maximum of 1,152,886 (13.5%) Conditional Special Shares without repayment.	30,280,313	100%	0	0%	300,000	30,280,313	64.77%	Adopted