

## Announcement on Resolutions of the Board of Directors

O3 Partners N.V. (registered office: Netherlands, 3013 AK Rotterdam, Stationsplein 45, company registration number: 96066717, hereinafter the “Company”) hereby informs its esteemed Investors of the following:

The Board of Directors of O3 Partners N.V. held a meeting on 6 February 2026, at which, in connection with the Company’s previously disclosed strategy, it adopted the following resolutions.

The Company announced on 11 November 2025 that, over the preceding weeks, it had been in direct contact with institutional investors as part of a targeted investor roadshow, during which it provided a comprehensive overview of its operations, strategic priorities, and recent developments. The key topics of the roadshow included the Company’s completed acquisitions, its future acquisition strategy, growth plans and related financing concepts, as well as information regarding the planned timing and process of the Company’s entry into the standard market of the Budapest Stock Exchange. In this context, the Company also held discussions on the possibility of a private placement to be implemented prior to such market entry in order to finance further planned acquisitions and new fund establishments. The investor presentation used during the roadshow was also publicly disclosed.

Based on the feedback received during the roadshow, the Company prepared the implementation of a private placement capital increase with the participation of both institutional and retail investors.

In addition to the contemplated cash capital increase, the Company also prepared the acquisition of a 35% ownership interest in Catalyst Advisory SRL, to be implemented as a subsequent step related to the integration with 3TS Capital Partners, as well as the acquisition of further ownership interest in IconicChain OY which is already an existing investment in the portfolio.

On the basis of the above, the Board of Directors resolved to implement a capital increase in a total amount of EUR 3,190,883.55.

Against this background, the Board of Directors adopted the resolutions set out below.

### **Draft Board Resolution No. 3/2026 (06 February 2026)**

*The Board of Directors, by 6 votes in favour, 0 votes against, and 0 abstentions, approves the following resolutions:*

#### *1. Increase of Share Capital*

*On the basis of the authorization granted by the General Meeting of the Company on 11 April 2025, pursuant to Article 10.1 of the Articles of Association, the Board of Directors resolves to increase the share capital of the Company by a total amount of*

EUR 3,190,883.55.

*As a result of the capital increase, the Company's share capital shall increase from EUR 5,664,820 to EUR 6,467,558 (the "Capital Increase").*

*The amount of the Capital Increase falls within the limits of the authorized capital as set out in the Articles of Association of the Company.*

2. *Method of the Capital Increase*

*The Capital Increase shall be implemented through the private placement of new shares, by way of both cash contributions and non-cash contributions in kind.*

3. *Issuance of New Shares*

*The Capital Increase shall be carried out through the private placement of 401,369 registered ordinary shares, each having a nominal value of EUR 2.00 and an issue price of EUR 7.95 (together, the "New Shares").*

4. *Share Premium and Rights Attached to the New Shares*

*The difference between the issue price and the nominal value of the New Shares shall be allocated to the Company's share premium (capital reserve).*

*The New Shares shall carry the rights attached to ordinary shares as defined in the Articles of Association of the Company.*

5. *Admission to Trading and Authorization*

*The Board of Directors confirms the admission of the newly issued shares to trading and authorizes the Chairman of the Board to sign, on behalf of the Company, the deed relating to the issuance of the shares, to notify the issuance to the Dutch Trade Register (KVK), and to take all other actions necessary or desirable in connection with the issuance of the shares and their admission to trading.*

**Draft Board Resolution No. 4/2026 (06 February 2026)**

*The Board of Directors, by 6 votes in favour, 0 votes against, and 0 abstentions, resolves, on the basis of the authorization granted by the General Meeting of the Company on 11 April 2025, to exclude the pre-emptive subscription and acquisition rights of shareholders other than the Investors in respect of the New Shares to be issued in connection with the capital increase resolved in Board Resolution No. 3/2026 (06 February 2026).*