

Zabka Group

Société anonyme

Registered office: 2, rue Jean Monnet, L - 2180 Luxembourg

R.C.S. Luxembourg: B263068

(the “**Company**”)

VOTING RESULTS THE ANNUAL GENERAL MEETING AND THE EXTRAORDINARY GENERAL MEETING HELD ON 17 JUNE 2025

As of Record Date: 3 June 2025	
Total number of shares representing the issued share capital of the Company	1,000,000,000 (one billion) ordinary shares without nominal value.
Total number of voting rights attached to the shares representing the issued share capital of the Company	1,000,000,000 (one billion) voting rights.

Annual General Meeting

Annual General Meeting: 17 June 2025	Number	%
Total number of shares representing the issued share capital of the Company present or represented at the Annual General Meeting	803,016,712	80.30%
Total number of voting rights present or represented at the Annual General Meeting	803,016,712	80.30%

Resolution #	Resolution	Adopted/Rejected	Votes cast FOR	Votes cast AGAINST	ABSTENTIONS (number of shares)
			Number	Number	
1	Approval of the Annual Accounts.	Adopted	802,961,364	0	55,348
2	Approval of the Consolidated Financial Statements.	Adopted	802,961,364	0	55,348
3	Allocation of the results of the Company for the financial year which ended on 31 December 2024 to carry forward.	Adopted	803,016,712	0	0
4	Resolution concerning the Remuneration Report.	Adopted	723,729,717	79,128,578	158,417
5	Discharge (<i>quitus</i>) to the former members of the Board of Directors of the Company, Ms. Carmen ANDRÉ, Ms. Caroline GOERGEN and Mr. Maciej GODEK, following the provisional discharge granted by the extraordinary meeting of the shareholders of the Company on 3 May 2024 following their resignations.	Adopted	802,994,519	0	22,193
6	Discharge (<i>quitus</i>) to the members of the Board of Directors of the Company for the execution of their mandates during the financial year which ended on 31 December 2024.	Adopted	802,939,171	0	77,541

Resolution #	Resolution	Adopted/Rejected	Votes cast FOR	Votes cast AGAINST	ABSTENTIONS (number of shares)
			Number	Number	
7	Renewal of the mandate of Mr. Krzysztof Piotr KRAWCZYK, Mr. Tomasz Zenon SUCHAŃSKI, Mr. István Tadeusz SZÖKE, Mr. Stephan SCHÄLI, Ms. Giulia FITZPATRICK and Ms. Olga Barbara GRYGIER SIDDONS as directors of the Company until the annual general meeting of the shareholders of the Company approving the annual accounts for the financial year ending on 31 December 2025.	Adopted	716,952,811	81,611,069	4,452,832
8	Appointment of Ms. Anna Maria PAWLAK KULIGA as new independent director of the Company with immediate effect and for a period ending at the annual general meeting of the shareholders of the Company approving the annual accounts for the financial year ending on 31 December 2025.	Adopted	700,835,467	96,499,977	5,681,268
9	Approval of the aggregate remuneration payable to the Board of Directors of the Company.	Adopted	803,016,712	0	0
10	Renewal of the mandate of EY as statutory auditor of the Company	Adopted	801,728,194	1,288,518	0

Resolution #	Resolution	Adopted/Rejected	Votes cast FOR	Votes cast AGAINST	ABSTENTIONS (number of shares)
			Number	Number	
	(<i>réviseur d'entreprises agréé</i>) to audit the accounts of the Company and the consolidated financial statements of the Company and its subsidiary undertakings until the annual general meeting of the shareholders of the Company approving the annual accounts for the financial year ending on 31 December 2025.				
11	Appointment of EY as statutory auditor of the Company (<i>réviseur d'entreprises agréé</i>) to provide an assurance opinion on the sustainability reporting for the financial year ending on 31 December 2025, for a term to expire at the annual general meeting of the shareholders of the Company approving the annual accounts for the financial year ending on 31 December 2025, should such an assurance opinion be legally required.	Adopted	802,125,505	891,207	0

Extraordinary General Meeting

Extraordinary General Meeting: 17 June 2025	Number	%
Total number of shares representing the issued share capital of the Company present or represented at the Extraordinary General Meeting	813,830,780	81.38%
Total number of voting rights present or represented at the Extraordinary General Meeting	813,830,780	81.38%

Resolution #	Resolution	Adopted/Rejected	Votes cast FOR	Votes cast AGAINST	ABSTENTIONS
			Number	Number	
1	Amendment and replacement of paragraph 1 of article 11 (Board Meetings) of the articles of association of the Company as follows: <i>11.1 Meetings of the Board of Directors ("Board Meetings") shall be convened by the Chairperson or any two Directors. Board Meetings shall be held either in the Grand-Duchy of Luxembourg or in any other country where any of the Company's direct or indirect subsidiaries has its registered office. For each financial year of the Company, a majority of the Board Meetings must be held in the Grand-Duchy of Luxembourg, where at least the majority of the Directors is</i>	Adopted	813,773,622	0	57,158

	<i>present in person. The Chairperson shall preside at all Board Meetings. In his/her absence, the Board of Directors will appoint another Director as chairperson pro tempore by majority vote by those Directors present or duly represented at such meeting.</i>				
2	<p>Amendment and replacement of the definition of “Material Subsidiaries” included in article 21 (Definitions) of the articles of association of the Company as follows:</p> <p><u>Material Subsidiaries</u> means Maczfit Foods sp. z o.o., Masterlife Solutions sp. z o.o., Froo Romania Holding SA, Drim Daniel Distributie FMCG S.r.l., Lite e-Commerce sp. z o.o., and Żabka Polska sp. z o.o. and any other Subsidiary the Board of Directors qualifies as a Material Subsidiary.</p>	Adopted	813,773,622	0	57,158