

NOTICE OF EXTRAORDINARY GENERAL MEETING IN WEBROCK VENTURES AB

The board of directors of Webrock Ventures AB, corporate registration number 559130-4406, (the "Company"), hereby convene an extraordinary general meeting to be held on 15 March 2021, at 11.00 CET at Advokatfirman Schjødt, Hamngatan 27 in Stockholm.

Right to attend

In order to attend the extraordinary general meeting shareholders must be registered in the share register maintained by Euroclear Sweden AB on 5 March 2021 and give notice of their attendance at the extraordinary general meeting no later than on 9 March 2021.

In order to be entitled to participate in the extraordinary general meeting, shareholders who have their shares registered in the names of nominees must, apart from giving notice of their attendance at the extraordinary general meeting, register their shares in their own name so that the shareholder is entered in the share register as per 5 March 2021. Such registration may be temporary (so called voting right registration) and request for such registration shall be made to the nominee in accordance with the nominee's routines in such time in advance as decided by the nominee. Voting rights registrations effected on 9 March 2021 at the latest will be considered in connection with the preparation of the voting list.

Notice to attend

Notice of attendance in the extraordinary general meeting shall be sent in writing to the address Webrock Ventures AB, att: Anna Söderberg, Mailbox 375, 111 73 Stockholm or by e-mail to anna@webrockventures.com. Upon notification, the shareholder should state their full name, personal identification number or corporate registration number, telephone number and number of shares. Where applicable, details of representatives (maximum two) shall be stated. If the shareholder intends to be represented by proxy, a power of attorney, in original, shall be presented at the extraordinary general meeting together with any certificate of registration and other documents of authorization. Copies of such documents of authorization should also be included in the notification. A power of attorney form is available at the Company and on the Company's website, www.webrockventures.com, and is also sent to shareholders upon request.

Proposed agenda

1. Opening of the meeting
2. Election of a chairman of the general meeting
3. Preparation and approval of the voting list
4. Approval of the agenda
5. Election of one or two persons who shall approve the minutes of the meeting
6. Determination of whether the general meeting was duly convened
7. Determination of the number of board members and deputy board members
8. Determination of fees for members of the board of directors
9. Election of the members of the board of directors
10. Resolution on an authorisation to resolve on new issues
11. Resolution to adopt a long-term incentive program
12. Resolution to adopt new articles of association
13. Closing of the meeting

Proposals for resolutions

Determination of the number of board members and deputy board members (item 7)

Webrock Management AB (the “**Shareholder**”), representing 25.87 percent of the shares and 65.81 percent of the votes in the Company, proposes that the board of directors until the next annual general meeting shall consist of five board members without deputy board members.

Determination of fees for members of the board of directors (item 8)

The Shareholder proposes that the new board member elected under item 9 shall receive remuneration for their board work in accordance with the remuneration level resolved on the annual general meeting 2020, proportional to the length of the term of office.

Election of the members of the board of directors (item 9)

The Shareholder proposes that Johan Frenckner is elected as board member until the next annual general meeting.

If the extraordinary general meeting decides in accordance with the proposal, the board of directors will consist of Patrik Axelsson, Joakim Pops, Katinka Engellau-Nilsson, Petra von Rohr and Johan Frenckner.

Resolution on an authorisation to resolve on new issues (item 10)

The board of directors proposes that the extraordinary general meeting authorises the board of directors, for the period up to the next annual general meeting, on one or several occasions, to adopt resolutions to issue new shares, warrants and/or convertible debentures. New issues of shares or issues of warrants and/or convertible debentures may take place with or without preferential rights for the Company’s shareholders and may take place in cash and with or without provisions regarding payment by way of contribution of non-cash consideration or by set-off of or other terms and conditions.

The board of directors or a person appointed by the board of directors shall be authorised to make any minor adjustments required to register the resolution with the Swedish Companies Registration Office. A resolution in accordance with the above requires support by shareholders holding not less than two-thirds of both the votes cast and of the shares represented at the annual general meeting.

Resolution to adopt a long-term incentive program (item 11)

The Shareholder proposes that the extraordinary general meeting resolves to adopt a long-term incentive program through a directed issue of warrants to certain key persons in the Company in Brazil.

Background and reasons

The shareholder considers that it is in the interest of the Company and the shareholders that certain key persons of the Company are involved in the Company’s development by being offered warrants as part of a warrant program. The shareholder therefore submits the following proposal for resolution on an issue of warrants to certain key persons in the Company in Brazil.

Proposal on a resolution of an issue of warrants

The shareholder proposes that the shareholders’ meeting resolves on the issue of a maximum of 770,500 warrants, entailing an increase of the share capital upon full exercise with a maximum of SEK 77,050.002147. Furthermore, the following conditions shall apply to the resolution.

1. The right to subscribe for the warrants shall, with deviation from the shareholders’ pre-emptive rights, only vest in Vitor Moreira and Pedro Vasques. The reasons for the deviation from the shareholders’ pre-emptive rights are that Vitor Moreira and Pedro Vasques, through

their own investment, should be able to benefit from the positive value development in the Company.

2. The warrants shall be offered at a price of SEK 0.10. The basis for the subscription price is that it, according to the board of directors' assessment, corresponds to a stake and a risk taking of the subscribers, which, taking the purpose of the issue into consideration, are proportionate in relation to the potential development of the value. The share premium upon exercise of the warrants shall be transferred to the unrestricted premium reserve.
3. Subscription through payment of the warrants shall take place within four weeks from the date of the resolution.
4. A warrant entitles the holder to subscribe for one share in the Company (to the extent that there are shares of class A and class B in the Company, the term refers to shares of class B).
5. The board of directors has the right to extend the subscription period.
6. Other terms and conditions can be found on the Company's website or at the Company's office.
7. The board of directors or a person appointed by the board of directors shall be authorised to make any minor adjustments required to register the resolution with the Swedish Companies Registration Office.

The resolution in this proposal requires the support of shareholders representing not less than nine tenths of the votes cast as well as the shares represented at the shareholders' meeting.

Resolution to adopt new articles of association (item 12)

The board of directors proposes that the extraordinary general meeting resolves to amend the articles of association in accordance with the following:

Nuvarande lydelse / Current wording

Föreslagen lydelse / Proposed wording

§ 4 Aktiekapital / Share capital

Bolagets aktiekapital ska uppgå till lägst 800.000 kronor och till högst 3.200.000 kronor. Antalet aktier i bolaget ska uppgå till lägst 8.000.000 och till högst 32.000.000.

The share capital shall be not less than SEK 800,000 and not more than SEK 3,200,000. The number of shares shall be not less than 8,000,000 and not more than 32,000,000.

§ 4 Aktiekapital / Share capital

Bolagets aktiekapital ska uppgå till lägst 1 540 000 kronor och till högst 6 160 000 kronor. Antalet aktier i bolaget ska uppgå till lägst 15 400 000 och till högst 61 600 000.

The share capital shall be not less than SEK 1,540,000 and not more than SEK 6,160,000. The number of shares shall be not less than 15,400,000 and not more than 61,600,000.

§ 5 Olika aktieslag / Different share classes

Bolagets aktier ska kunna utges av följande slag; stamaktier av serie A ("A-Aktier") och B ("B-Aktier"). Aktier av varje aktieslag kan ges ut till ett antal motsvarande hela aktiekapitalet. A-

[Bestämmelsen om olika aktieslag i § 5 utgår i sin helhet. / The provision on the different share classes in § 5 is removed in its entirety.]

Aktier ska ha tio röster per aktie och B-Aktier ska ha en röst per aktie.

The company may issue shares of the following classes; common shares of classes A ("A-Shares") and B ("B-Shares"). Shares of either class may be issued up to an amount corresponding to the entire share capital. A-Shares shall have ten votes per share and B-Shares shall have one vote per share.

§ 6 Emissioner / Issues of instrument

Vid nyemission av A-Aktier och B-Aktier som inte sker mot betalning med apportegendom, ska ägare av A-aktier och B-Aktier ha företrädesrätt att teckna nya aktier av samma aktieslag i förhållande till det antal aktier de förut äger (primär företrädesrätt). Aktier som inte tecknas med primär företrädesrätt ska erbjudas samtliga aktieägare (subsidiär företrädesrätt). Om inte de erbjudna aktier räcker för den teckning som sker med subsidiär företrädesrätt, ska aktierna fördelas mellan tecknarna i förhållande till det antal aktier de förut äger och i den mån det inte kan ske, genom lottning.

In the event of new issues of A-Shares and B-Shares where payment is not to be made in kind, owners of A-Shares and B-Shares shall be entitled to pre-emption rights to subscribe for new shares of the same class pro rata to the number of shares previously held by them (primary pre-emption right). Shares which are not subscribed for pursuant to the primary pre-emption rights shall be offered to all shareholders (secondary pre-emption right). If the shares thus offered are not sufficient for the subscription pursuant to the secondary pre-emption rights, the shares shall be allocated between the subscribers pro rata to the number of shares previously held and, to the extent such allocation cannot be effected, by the drawing of lots.

Vid nyemission av endast A-Aktier eller B-Aktier, som inte sker mot betalning med

[Bestämmelsen om emissioner i § 6 utgår i sin helhet. / The provision on the issues of instrument in § 6 is removed in its entirety.]

apportegendom, ska samtliga aktieägare, oavsett om deras aktier är A-Aktier eller B-Aktier, ha företrädesrätt att teckna nya aktier i förhållande till det antal aktier de förut äger.

In the event of new issues of A-Shares or B-Shares, where payment is not to be made in kind, all shareholders shall, irrespective of whether their shares are A-Shares or B-Shares have pre-emption rights to subscribe for new shares pro rata to the number of shares previously held by them.

Vid emission av teckningsoptioner och konvertibler, som inte sker mot betalning med apportegendom, ska ägare av aktier ha företrädesrätt på motsvarande sätt som i första och andra styckena ovan.

In the event of issues of warrants or convertible debentures, where payment is not to be made in kind, owners of shares shall enjoy pre-emption rights, in accordance with the first and second paragraph above.

Vad som ovan sagts ska inte innebära någon inskränkning i möjligheten att fatta beslut om emission med avvikelse från aktieägarnas företrädesrätt.

The above shall not limit the right to resolve upon an issue with a deviation from the shareholders' pre-emption rights.

Vid ökning av aktiekapitalet genom fondemission ska nya aktier emitteras av varje aktieslag i förhållande till det antal aktier av samma slag som finns sedan tidigare. Därvid ska gamla aktier av visst aktieslag medföra företrädesrätt till nya aktier av samma aktieslag. Vad som nu sagts ska inte innebära någon inskränkning i möjligheten att genom fondemission, efter erforderlig ändring av bolagsordningen, ge ut aktier av nytt slag.

Upon an increase in the share capital by way of a bonus issue, new shares of each class shall be issued pro rata to the number of shares of the same class which are already in existence. In relation thereto, old shares of a particular class

shall entitle the holder to pre-emption rights to new shares of the same class. The aforementioned shall not entail any restrictions on the possibility for the company to issue shares of a new class through a bonus issue, following any necessary amendments to the articles of association.

§ 7 Utdelning / Dividends

Vid vinstutdelning eller annan värdeöverföring, samt vid likvidation av bolaget, ska alla medel fördelas enligt följande, varvid aktier av samma bokstavsserie ska äga lika rätt.

Upon payment of dividends or other value transfer, and upon liquidation of the company, all funds shall be allocated in accordance with the following where shares of the same letter series shall have the same rights.

Inledningsvis ska samtliga medel allokeras till B-Aktier till dess B-Aktier sammanlagts har erhållit ett belopp motsvarande vad ägare av B-Aktier sammanlagt har tillskjutit bolaget i form av teckningslikvid för B-Aktier plus 50.000.000 kronor.

Initially, all funds shall be allocated to B-Shares until B-Shares in aggregate have received an amount corresponding to the amount that holders of B-Shares have in aggregate contributed to the company in the form of payment for subscription of B-Shares plus SEK 50,000,000.

Därefter ska återstående medel allokeras 20 procent till A-Aktier och 80 procent till B-Aktier, upp till ett maximalt allokerat belopp om 300.000.000 kronor. Återstående medel ska därefter allokeras pro rata, dock att A-Aktierna vid sådan fördelning ska antas vara ett antal motsvarande 20 procent vid ett totalt anskaffat kapital om 300.000.000 kronor.

Thereafter, 20 per cent of the remaining funds shall be allocated to the A-Shares and 80 per cent to the B-Shares, up to a maximum allocated amount of SEK 300,000,000. Thereafter, the

[Bestämmelsen om utdelning i § 7 utgår i sin helhet. / The provision on the dividends in § 7 is removed in its entirety.]

remaining funds shall be allocated pro rata, subject to the A-Shares in such distribution assuming to be a number corresponding to 20 per cent at a total raised capital of SEK 300,000,000.

§ 8 Konvertering / Conversion

Innehavare av A-Aktier ska äga rätt att konvertera sina A-Aktier till B-Aktier (i) vid en börsintroduktion som innebar upptagande av alla eller några av bolagets aktier eller värdepapper vid en marknadsplats med nationellt eller internationellt erkänd ställning, eller (ii) om en majoritet av aktieägarna begär konvertering.

A holder of A-Shares shall have the right to convert its A-Shares into B-Shares (i) upon the admission of all or any of the shares or securities on a stock exchange of a recognized national or international standing, or (ii) otherwise in the event that a majority of the shareholders request such conversion.

Varje A-Aktie ska konverteras till en (1) B-Aktie, justerat för uppdelning eller sammanläggning av aktier, rekapitalisering eller liknande händelser, eller med tillämpning av den andra konverteringskurs som styrelsen beslutar. Vid en konvertering ska styrelsen utan dröjsmål rapportera konverteringen till Bolagsverket för registrering.

Each A-Share shall be converted into one (1) B-Share, subject to proportional adjustment for splits or reverse splits, recapitalizations or similar events, or by applying another conversion rate as determined by the board of directors. In case of such conversion the board of directors shall immediately report the conversion to the Swedish Companies Registration Office for registration.

[Bestämmelsen om konvertering i § 8 utgår i sin helhet. / The provision on the conversion in § 8 is removed in its entirety.]

§ 9 Deltagande på bolagsstämma / Participation in shareholders' meeting

§ 9 Deltagande på bolagsstämma / Participation in shareholders' meeting

För att få delta i bolagsstämma ska aktieägare dels vara upptagen i utskrift eller annan framställning av hela aktieboken avseende ägarförhållandena fem vardagar före stämman, dels anmäla sig hos bolaget den dag som anges i kallelsen till stämman. Denna dag får inte vara söndag, annan allmän helgdag, lördag, midsommarafton julafton eller nyårsafton och inte infalla tidigare än femte vardagen före stämman.

To be entitled to participate in a general meeting, shareholders shall, firstly, be registered in the transcript or other list reflecting the entire share register regarding the shareholdings five business days prior to the meeting and, secondly, notify the company of their intention to attend the meeting not later than on the day stipulated in the notice convening the general meeting. The latter mentioned day cannot be a Sunday, any other public holiday, Saturday, Midsummer's Eve, Christmas Eve or New Year's Eve and must not occur later than five business days before the meeting.

För att få delta i bolagsstämma ska aktieägare anmäla sig hos bolaget senast den dag som anges i kallelsen till stämman. Denna dag får inte vara söndag, annan allmän helgdag, lördag, midsommarafton julafton eller nyårsafton och inte infalla tidigare än femte vardagen före stämman.

To be entitled to participate in a general meeting, shareholders shall not later than on the day stipulated in the notice convening the general meeting notify the company of their intention to attend the meeting. The mentioned day cannot be a Sunday, any other public holiday, Saturday, Midsummer's Eve, Christmas Eve or New Year's Eve and must not occur later than five business days before the meeting.

The resolution, and thus the registration of the new articles of association, shall be conditional on a new share issue of at least MSEK 20 in the Company being carried out.

The board of directors or a person appointed by the board of directors shall be authorised to make any minor adjustments required to register the resolution with the Swedish Companies Registration Office. A resolution in accordance with the above requires support by shareholders holding not less than two-thirds of both the votes cast and of the shares represented at the annual general meeting.

Documents

The shareholders and board of director's proposition for resolution and related documents in accordance with the Swedish Companies Act are kept available at the Company and on the Company's website, www.webrockventures.com, no later than two weeks before the extraordinary general meeting and sent free of charge to shareholders who request it and state their postal address.

Information

Shareholders have the right to ask questions at the extraordinary general meeting about matters to be addressed at the meeting.

Processing of personal data

For information on how your personal data is processed, please refer to the privacy policy available on Euroclear's website:

<https://www.euroclear.com/dam/ESw/Legal/Integritetspolicy-bolagsstammor-svenska.pdf>.

Stockholm in February 2021

Webrock Ventures AB

The board of directors