

Notice to extraordinary general meeting in Rush Entertainment Group AB

The shareholders of Rush Entertainment Group AB (publ), reg. no 559118–9088 (the "**Company**"), are hereby convened to an extraordinary general meeting on 28 September 2021. The general meeting will be held by postal voting only.

The right to participate in the general meeting etc.

Shareholders who wish to participate in the general meeting shall (i) be entered in the share register on the date of the general meeting which is on 28 September 2021 and (ii) submit a complete postal voting form and, where applicable, powers of attorney, registration certificates and other corresponding authorization documents to the Company by post to Gustav III:s Boulevard 42, 169 73 Solna or via e-mail to bjorn@rushpartners.co.uk. A complete postal voting form must be received by the Company no later than on 27 September 2021.

Postal voting forms and information and instructions of how postal voting may be performed is available on the Company's website www.rushpartners.co.uk and will be sent free of charge for the recipient to the shareholders that so request and submit their postal address or e-mail address.

Postal voting information

Due to the outbreak of the coronavirus causing COVID-19 and due to the safety of shareholders, the Company has resolved that the general meeting will only be held by postal vote in accordance with the Temporary Exceptions Act (2020:198) to facilitate the implementation of general meetings of corporations and associations (*Sw. Lag (2020:198) om tillfälliga undantag för att underlätta genomförandet av bolags- och föreningsstämmor*). This means that the general meeting is held without the presence of shareholders, representatives and third parties, i.e. there will be no general meeting with the possibility to participate physically.

A postal vote may be revoked until and including 27 September 2021 by e-mail or mail to the above addresses. If two or more forms have the same dating, only the form last received will be considered.

The shareholder cannot provide instructions other than to select one of the voting options at each item in the form. If the shareholder has provided the form with special instructions or conditions, or amended or added in pre-printed text, the postal vote is invalid. Further instructions can be found in the postal voting form.

Shareholders who vote by proxy shall issue a duly dated power of attorney for the proxy. If the power of attorney is issued by a legal entity, registration certificates or equivalent authorization documents showing the authorised signatory must be attached to the postal voting form. The original power of attorney and, if applicable, registration certificate and other authority documents must be submitted to the Company at the address above together with the postal voting form.

Postal voting form and proxy form are available on the Company's website www.rushpartners.co.uk.

Proposed agenda

1. Appointment of chairman of the meeting
2. Appointment of one or two persons to verify the minutes
3. Preparation and approval of the voting register
4. Approval of the agenda
5. Determination of whether the meeting has been duly convened
6. Resolution on amendment of the articles of association
7. Resolution on amendment of the articles of association
8. Resolution on directed new issue of preference shares
9. Resolution on amendment of the articles of association
10. Resolution on directed new issue of ordinary shares
11. Resolution on directed issue of warrants 2021/2022/A
12. Resolution on directed issue of warrants 2021/2022/B
13. Election of board members
14. Authorisation

Principal proposals for resolutions

Appointment of chairman of the meeting (item 1)

The board of directors proposes that Lars Even Moe is appointed as chairman of the meeting, or in the event of his absence, such other person appointed by the board of directors.

Appointment of one or two persons to verify the minutes (item 2)

The board of directors proposes that the general meeting appoints Sondre Sagstuen to verify the minutes or, in his absence, one or two persons appointed by the board of directors. The task of a person to verify the minutes includes to examine the voting register and ensure that postal votes are accurately reflected in the minutes of the general meeting.

Preparation and approval of the voting register (item 3)

The board of directors proposes that the general meeting approves the voting register prepared based on the share register and the postal voting forms duly received by the Company and which has been verified and approved by the person or persons verifying the minutes.

Approval of the agenda (item 4)

The board of directors proposes that the general meeting approves the proposed agenda as set out in the notice.

Determination of whether the meeting has been duly convened (item 5)

The board of directors proposes that the general meeting approves that it has been duly convened.

Resolution on amendment of the articles of association (item 6)

Current item 1 Company name

The board of directors proposes that the Company's name is changed in accordance with the below.

| New proposed wording | Current wording |
|---|---|
| The name of the company is <i>FansBet Group AB</i> . The company is a public (publ) company. | The name of the company is Rush Entertainment Group AB. The company is a public (publ) company. |

Current item 7 Notice to attend general meetings

The board of directors proposes that item 7 of the Company's articles of association is amended with the possibility to exercise voting rights by post and that the board of directors shall have the right to collect proxies.

| New proposed wording | Current wording |
|--|--|
| Notice to attend general meeting shall be published in Post- och Inrikes Tidningar (the Swedish Official Gazette) and shall be made available on the company's web. Simultaneously, information about notice shall be published in Dagens Industri. | Notice to attend general meeting shall be published in Post- och Inrikes Tidningar (the Swedish Official Gazette) and shall be made available on the company's web. Simultaneously, information about notice shall be published in Dagens Industri. |
| Notice to attend an annual general meeting or a general meeting where a change of the articles of association shall be addressed shall be given not earlier than six weeks and not later than four weeks prior to the meeting. Notice to attend any other general meeting shall be given not earlier than six weeks and not later than two weeks prior to the meeting. | Notice to attend an annual general meeting or a general meeting where a change of the articles of association shall be addressed shall be given not earlier than six weeks and not later than four weeks prior to the meeting. Notice to attend any other general meeting shall be given not earlier than six weeks and not later than two weeks prior to the meeting. |
| <i>The board of directors may, before a general meeting, decide that the shareholders shall have the right to exercise their voting rights by post.</i> | |
| <i>The board of directors has a right to collect power of attorneys in advance of a general meeting as stipulated in Chapter 7, Section 4 of the Swedish Companies Act (2005:551).</i> | |

Current item 11 CSD Clause

The board of directors proposes that item 11 of the Company's articles of association is removed in its entirety.

A valid resolution by the general meeting is valid only where supported by shareholders holding not less than two-thirds of both the votes cast and the shares represented at the meeting.

Resolution on amendment of the articles of association (item 7)

Current item 4 Share capital and number of shares

The board of directors proposes that two new paragraphs are added in item 4 of the Company's articles of association, whereby a new share class, preference shares, is introduced and that such shares are subject to a conversion clause. The outstanding shares in the Company shall be ordinary shares.

| New proposed wording | Current wording |
|--|--|
| The share capital shall be not less than SEK 500,000 and not more than SEK 2,000,000. The number of shares shall be not less than 250,000,000 and not more than 1,000,000,000. | The share capital shall be not less than SEK 500,000 and not more than SEK 2,000,000. The number of shares shall be not less than 250,000,000 and not more than 1,000,000,000. |

Shares may be issued in two series, ordinary shares and preference shares. Ordinary shares may be issued in a maximum amount of 100 percent of the share capital and preference shares may be issued in a maximum number of 1,000 shares. Holders of preference shares shall jointly be entitled to appoint one board member.

Upon request by a shareholder, preference shares (one or more) belonging to that shareholder shall be converted into ordinary shares. A request for conversion, which shall be in writing and state the number of shares to be converted, shall be made to the board of directors. The conversion shall thereafter without delay be reported for registration with the Swedish Companies Registration Office and is effected when it has been registered in the companies register and entered in the share register.

A valid resolution by the general meeting is valid only where supported by shareholders holding not less than two-thirds of both the votes cast and the shares represented at the meeting.

Resolution on directed new issue of preference shares (item 8)

The board of directors propose that the meeting resolves on a directed new issue of preference shares in accordance with the following main terms:

1. The board of directors propose a new issue of a maximum of 1,000 preference shares, whereof the Company's share capital may increase with a maximum of SEK 2.000.
2. The right to subscribe for new shares shall, with deviation from shareholders' preferential right, vest in investors in the Company's bond issued in 2021 pro rata in relation to their holding of such bonds as of the day of the general meeting. Over-subscription is not possible.
3. The subscription price shall be SEK 0.002 per share. Payment shall be made in cash.
4. Subscription of shares shall be made no later than on the day of the general meeting. The board of directors shall have the right to resolve on an extension of the subscription period.
5. Allotment of shares shall be conditional upon that the subscriber enters into shareholders' agreement valid at the time of subscription.
6. Payment for shares shall be made no later than three business days from the date of subscription. However, the board of directors shall have the right to decide on an extension of the payment period.
7. The new shares shall grant entitlement to receive dividends for the first time on the date for dividend that occurs after the shares have been registered in the Company's share register.
8. The reason for deviation from shareholders' preferential right is an agreement between the Company's major shareholders and external investors. The subscription price has been agreed through negotiations between the Company and the investors.
9. The new issued shares are subject to a conversion clause pursuant to the articles of association.
10. The resolution is conditional upon that the general meeting also resolves on amendment of the Company's articles of association in item 7 on the agenda of the extraordinary general meeting.

A valid resolution by the general meeting is valid only where supported by shareholders holding not less than two-thirds of both the votes cast and the shares represented at the meeting.

Resolution on amendment of the articles of association (item 9)

Current item 4 Share capital and number of shares

The board of directors proposes that the limits of the Company's number of shares is adjusted in accordance with below. The resolution is conditional upon that the general meeting resolves in accordance with the board of directors' proposal in item 10 on the agenda of the extraordinary general meeting.

| New proposed wording | Proposed wording in accordance with item 7 on the agenda | Current wording |
|--|---|---|
| <p>The share capital shall be not less than SEK 12,822,879 and not more than SEK 51,291,516. The number of shares shall be not less than 6,411,439,876 and not more than 25,645,759,504.</p> <p>Shares may be issued in two series, ordinary shares and preference shares. Ordinary shares may be issued in a maximum amount corresponding to 100 percent of the share capital and preference shares may be issued in a maximum number of 1,000 shares. Holders of preference shares shall jointly be entitled to appoint one board member.</p> <p>Upon request by a shareholder, preference shares (one or more) belonging to that shareholder shall be converted into ordinary shares. A request for conversion, which shall be in writing and state the number of shares to be converted, shall be made to the board of directors. The conversion shall thereafter without delay be reported for registration with the Swedish Companies Registration Office and is effected when it has been registered in the companies register and entered in the share register.</p> | <p>The share capital shall be not less than SEK 500,000 and not more than SEK 2,000,000. The number of shares shall be not less than 250,000,000 and not more than 1,000,000,000.</p> <p><i>Shares may be issued in two series, ordinary shares and preference shares. Ordinary shares may be issued in a maximum amount of 100 percent of the share capital and preference shares may be issued in a maximum number of 1,000 shares. Holders of preference shares shall jointly be entitled to appoint one board member.</i></p> <p><i>Upon request by a shareholder, preference shares (one or more) belonging to that shareholder shall be converted into ordinary shares. A request for conversion, which shall be in writing and state the number of shares to be converted, shall be made to the board of directors. The conversion shall thereafter without delay be reported for registration with the Swedish Companies Registration Office and is effected when it has been registered in the companies register and entered in the share register.</i></p> | <p>The share capital shall be not less than SEK 500,000 and not more than SEK 2,000,000. The number of shares shall be not less than 250,000,000 and not more than 1,000,000,000.</p> |

A valid resolution by the general meeting is valid only where supported by shareholders holding not less than two-thirds of both the votes cast and the shares represented at the meeting.

Resolution on directed new issue of ordinary shares (item 10)

The board of directors propose that the meeting resolves on a directed new issue of ordinary shares in accordance with the following main terms:

1. The board of directors propose a new issue of a minimum of 5,699,897,550 and a maximum of 7,470,250,734 ordinary shares, whereof the Company's share capital may increase with a minimum of SEK 11,399,795.100 and a maximum of SEK 14,940,501.468.
2. The right to subscribe for new shares shall, with deviation from shareholders' preferential right, vest in investors in the Company's bond issued in 2018 and lenders of the Company's unsecured loan pro rata in relation to their holding of such bonds and outstanding loans respectively as of the day of the general meeting. Over-subscription is not possible.
3. The subscription price shall be SEK 0.02 per share. Payment shall be made in cash. The premium is added to the free premium fund.
4. Subscription of shares shall be made no later than on the date of the general meeting. The board of directors shall have the right to resolve on an extension of the subscription period.
5. Allotment of shares shall be conditional upon that the subscriber enters into shareholders' agreement valid at the time of subscription.
6. Payment for shares shall be made no later than three business days from the date of subscription. However, the board of directors shall have the right to decide on an extension of the payment period.
7. The new shares shall grant entitlement to receive dividends for the first time on the date for dividend that occurs after the shares have been registered in the Company's share register.
8. The reason for deviation from shareholders' preferential right is an agreement between the Company's major shareholders and external investors. The subscription price has been agreed through negotiations between the Company and the investors.
9. The resolution is conditional upon that the meeting also resolves on amendment of the Company's articles of association in item 9 on the agenda of the extraordinary general meeting.

The board of directors may resolve that the newly issued shares are paid for by set-off in accordance with Chapter 13, Section 41 of the Swedish Companies Act.

A valid resolution by the general meeting is valid only where supported by shareholders holding not less than two-thirds of both the votes cast and the shares represented at the meeting.

Resolution on directed issue of warrants 2021/2022/A (item 11)

The board of directors proposes that the general meeting resolves on a directed issue of a maximum of 5,950,394,954 warrants of series 2021/2022/A, whereof an increase of the share capital at full exercise will be with a maximum of SEK 11,900,789.908 in accordance with the following main terms. The resolution is conditional upon that the general meeting resolves in accordance with the board of directors' proposal in item 9 and 10 on the agenda of the extraordinary general meeting.

1. The right to subscribe for the warrants shall, with deviation from shareholders' preferential right, vest in investors in the Company's bond issued in 2021 pro rata in relation to their holding of such bonds as of the day of the general meeting. Over-subscription is not possible.
2. The warrants shall be issued at no consideration. Subscription of warrants shall be made no later than on the date of the general meeting. The board of directors shall have the right to resolve on an extension of the subscription period.

3. The subscription price at exercise of the warrants shall amount to SEK 0.002 per share. Any premium is added to the free premium fund.
4. Each warrant entitles to subscription of one new ordinary share in the Company. Subscription of shares by exercise of the warrants may be made from the registration of the warrants with the Swedish Companies Registration Office and up to and including 31 July 2022 and allotment of such shares shall be conditional of that the subscriber enters into shareholders' agreement valid at the time of subscription.
5. The new shares shall grant entitlement to receive dividends for the first time on the date for dividend that occurs after the shares have been registered in the Company's share register.
6. The reason for deviation from shareholders' preferential right is an agreement between the Company's major shareholders and external investors.

The warrants shall be subject to complete terms and conditions regarding inter alia recalculation.

A valid resolution by the general meeting is valid only where supported by shareholders holding not less than two-thirds of both the votes cast and the shares represented at the meeting.

Resolution on directed issue of warrants 2021/2022/B (item 12)

The board of directors proposes that the general meeting resolves on a directed issue of a maximum of 743,799,369 warrants of series 2021/2022/B, whereof an increase of the share capital at full exercise will be with a maximum of SEK 1,487,598.738 in accordance with the following main terms. The resolution is conditional upon that the general meeting resolves in accordance with the board of directors' proposal in item 9 and 10 on the agenda of the extraordinary general meeting.

1. The right to subscribe for the warrants shall, with deviation from shareholders' preferential right, vest in investors in the Company's bond issued in 2018 pro rata in relation to their holding of such bonds as of the day of the general meeting. Over-subscription is not possible.
2. The warrants shall be issued at no consideration. Subscription of warrants shall be made no later than on the date of the general meeting. The board of directors shall have the right to resolve on an extension of the subscription period.
3. The subscription price at exercise of the warrants shall amount to SEK 0.002 per share. Any premium is added to the free premium fund.
4. Each warrant entitles to subscription of one new ordinary share in the Company. Subscription of shares by exercise of the warrants may be made from the registration of the warrants with the Swedish Companies Registration Office and up to and including 31 July 2022 and allotment of such shares shall be conditional of that the subscriber enters into shareholders' agreement valid at the time of subscription.
5. The new shares shall grant entitlement to receive dividends for the first time on the date for dividend that occurs after the shares have been registered in the Company's share register.
6. The reason for deviation from shareholders' preferential right is an agreement between the Company's major shareholders and external investors.

The warrants shall be subject to complete terms and conditions regarding inter alia recalculation.

A valid resolution by the general meeting is valid only where supported by shareholders holding not less than two-thirds of both the votes cast and the shares represented at the meeting.

Election of board members (item 13)

The board members Lars Even Moe, Sondre Sagstuen and Frode Erling Foss have informed the board of directors that they wish to resign from the Company's board of directors. The board of directors proposes that the number of board members shall be three and that Carsten Buch Sivertsen and Tore Østby be elected as new members of the Company's board of directors.

If the general meeting resolves in accordance with this item 13, the Company's board of directors will consist of Espen Ledang, Carsten Buch Sivertsen and Tore Østby.

Authorisation (item 14)

The board of directors, or whom the board appoints, shall have the right to decide on minor changes to the resolutions that may be required in connection with registration of the resolutions with the Swedish Companies Registration Office or due to other formal requirements.

Documents

Complete proposals of resolutions, forms and other documents prescribed by the Swedish Companies Act will be available at the Company's office (address as above) and at the Company's website, www.rushpartners.co.uk at least two weeks before the general meeting. The aforementioned documents will be sent to those shareholders who so request and submit their postal address or e-mail address.

Shareholders' right to request information

Shareholders are reminded of their right under Chapter 7, Section 32 of the Swedish Companies Act (2005:551). A request for information shall be submitted in writing by post to address Gustav III's Boulevard 42, 16973 Solna or by e-mail to bjorn@rushpartners.co.uk no later than 10 days before the general meeting. The board of directors and the CEO shall, if any shareholder so requests and the board of directors believes that it can be done without material harm to the Company, provide information at the general meeting about circumstances that may affect the assessment of an item on the agenda by making available in writing to the Company no later than five days before the general meeting. The information shall also be sent within the same period to the shareholder who has requested it and provided his or her postal address, as well as be kept available to the shareholders on the website.

Process of personal data

Personal data obtained from the share register, the notice of attendance at the meeting and data regarding deputies, proxies and advisors will be used for registration, preparation of the voting list for the meeting and, when applicable, the minutes from the meeting.

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Stockholm in August 2021
The board of directors of Rush Entertainment Group AB