



Talenthouse AG

14.11.2023

PRESS RELEASE

Ad hoc Announcement pursuant to Art.53 LR

Extraordinary General Meeting

PRESS RELEASE

(*Baar / Switzerland*) Talenthouse AG ("Talenthouse" or the "Company") convenes an Extraordinary General Meeting to be held on 6 December 2023 at 10am in Zurich. The invitation will be published in the Swiss Official Gazette of Commerce on 15 November 2023.

The first item on the agenda of the Extraordinary General Meeting concerns two crucial restructuring measures. The board of directors of the company believes that the key conditions for a successful restructuring will be met, if these measures can be implemented, and the listing of the company's shares maintained. The board of directors proposes specifically a reduction of the nominal value of the existing shares to CHF 0.01 and a simultaneous ordinary capital increase by a minimum of CHF 42,054,961.50 and a maximum of CHF 435,327,226.50 by issuing up to 43,532,722,650 fully paid-up registered shares with a nominal value of CHF 0.01 each. The nominal value reduction and simultaneous ordinary capital increase are intended to strengthen the company's equity base, including by way of a debt-equity swap. In addition, the capital increase serves the purpose to acquire a 60% membership share in Dreamer Entertainment LLP, London, United Kingdom ("Dreamer"), via a contribution in kind from ATIS Advanced Technologies International Solution Holding S.à.r.l., Luxembourg, Luxembourg ("ATIS"). The corresponding transaction has already been announced. The Company expects significant synergies between Dreamer and its existing entertainment business operated by the Coolabi Group, which ATIS agreed to keep within the Talenthouse group.

The further items on the agenda of the Extraordinary General Meeting concern the following topics:

- Introduction of a capital band
- Amendments to the provisions concerning the conditional capital
- Creation of dividend right certificates (*Genussscheine*) in consideration for restructuring contributions
- Election of Dr. Wolfgang Stemme, member of the management of ATIS, as new member of the board of directors of the Company

- Re-election of Roman Scharf and Michael Wachsler as members of the board of directors of the Company and Roman Scharf as chairman
- Election of Dr. Wolfgang Stemme and Michael Wachsler as members of the compensation committee of the Company
- Election of Balmer-Etienne AG, Zurich, as new statutory auditor
- Change of the domicile of the Company from Baar to Zug

More information on the Extraordinary General Meeting, including on the above agenda items, can be found in the invitation to the Extraordinary General Meeting.

About Talenthouse AG

Talenthouse AG is a technology platform and services company that brings brands and a global network of creatives together to make innovative content that engages, inspires, and drives action. Talenthouse is leading a structural shift in the way that creative content is produced, employing a platform business model to source content at the scale and quality required to keep pace with consumer demand in the digital age. In doing so, it also opens up opportunities for a much larger pool of creative talent. While most industries are in recession, the global creator economy, a \$2.8 trillion market, is still growing.

TalentPlus is Talenthouse AG's financial services vertical, providing creators with financial services solutions to support their creative endeavours. The company is registered in Switzerland and operationally headquartered in London. For more information visit: www.business.talenthouse.com

Stock exchange listing:	SIX Swiss Exchange (www.six-swiss-exchange.com)
Ticker symbol:	THAG (CH)
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