Information Memorandum for the subordinated bonds of Yesboony Holding B.V.

12 November 2026

This information memorandum describes the offering of bonds issued by Yesboony Holding B.V. ("we"), with a nominal value of €100 per bond. The bond loan is subscribed for a term of 5 years. You can subscribe to any number of bonds of your choice, from a minimum of one bond. The bonds bear interest at a rate of 8.5% per year. Interest accrues from the issue date. The interest for the first year (€8.50 per bond) is paid in one instalment at the end of a period of 12 months following the issue date, and thereafter at the end of each quarter. In total we wish to raise €5,000,000. We are therefore offering to subscribe to a total of 50,000 bonds.

Yescapa is part of Yesboony Holding B.V.

In order to subscribe to the bonds, you need an investment account with NPEX, a Dutch investment platform (multilateral trading facility). The bonds are held in that account. You also need a cash account with Stichting NPEX Bewaarbedrijf (NPEX's custodian entity).

Disclaimer: Yesboony Holding B.V. is launching a public offer of unlisted financial securities (bonds) for an amount below 12 million euros.
Investors are informed that this offer of unlisted bonds is not subject to a prospectus requiring approval by the French financial market authority (the "AMF"). This promotional document has not been approved or recognised in any way by any administrative and/or regulatory authority and is not subject to any specific regulation governing its content or form.

A summary information document (the "DIS") relating to this public offer has been drafted in accordance with Annex 2 of instruction DOC 2018-07 and is available free of charge at the registered office of Yesboony Holding B.V. and is published on the following website: https://www.yescapa.fr/investir.

The financial securities offered consist of ordinary bonds. The investor must read the DIS and the risk factors described therein. The investor must in particular carry out its own analysis and its own assessment of all considerations relating to an investment in the securities issued and the risks relating to Yesboony Holding B.V. and the project, and must consult its own financial or legal advisers as to the suitability of such an investment in light of its personal situation. The tax treatment depends on the individual situation of each investor and is liable to be amended subsequently.

Please read this information memorandum carefully before you decide to invest in bonds. This information memorandum sets out the terms and conditions that apply to the bonds and provides information about us.

The bonds are offered in France only. The bonds may therefore not be sold or delivered in any country other than France.

This Information Memorandum has been drafted in the English language and complements the DIS and the information provided during the subscription procedure. A French translation has been made available to investors. In the event of differences, inconsistencies or problems of

interpretation between the English version and the French translation, the English text of this Information Memorandum prevails and is legally binding. No rights can be derived from the French translation.

In any event, the information contained in the French version of the DIS prevails and is legally binding in the event of differences, inconsistencies or problems of interpretation with this English Information Memorandum.

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1. GENERAL INFORMATION ABOUT US

We, Yesboony Holding B.V., offer the bonds and are the issuing institution of the bonds.

Statutory name	Yesboony Holding B.V.
Trade name	Yesboony Holding B.V.
Legal form	Besloten vennootschap met beperkte aansprakelijkheid (Dutch private limited liability company)
Place of business	Utrecht
Date of incorporation	2 June 2023
Country of incorporation	The Netherlands
Chamber of Commerce (KvK) number	90384644
Legal Entity Identifier (LEI)	724500FTQ7HCWWV8SY52
Address	Brigittenstraat 22 (3512KM) Utrecht
Telephone number	+33525530287
Website	www.yesboony.com — Please note: the information on this website does not form part of this information memorandum

Our management board resolved on 28 August 2026 to enter into this bond loan and to issue the bonds by way of a public offer. Our shareholders approved this on 25 September 2026.

We, Yesboony Holding B.V., are responsible for the information in this information memorandum and we declare that, to the best of our knowledge, the information in this information memorandum is in accordance with the facts and that no information has been omitted which would alter the import of this information memorandum.

2. INFORMATION ABOUT THE RISKS

Investing always involves risks
The bonds are offered to the public in France to retail investors and professional investors. That does not automatically mean that the bonds are suitable for you if you are a retail investor or a professional investor.

Please note! The bonds involve risks. They are therefore only suitable for persons who are prepared to run these risks.

The bonds may not necessarily be suitable for your situation and we cannot advise you on this suitability. That depends on various factors, for example on your personal circumstances and how much money you have, whether you already have investments and the extent to which you're willing to take on financial risk. If you wish to invest in our bonds, we advise you to first consult a financial investment adviser.

It is prudent that your savings are not entirely invested in our bonds. It is important to also save part of your money and to opt for a wider portfolio of investments.

For whom are our bonds not suitable?
A number of examples are set out below. Does one of those examples apply to you? Then you had better not subscribe to our bonds.

- You do not want to run any risk on your investments.
- You have no experience with investing.
- You have no understanding of what we do.
- You do not understand how bonds work.
- You do not want to lose the funds invested.
- You are borrowing funds and using them to invest.
- A loss linked to these bonds would reduce your pension income or your resources for essential expenses (for example food, housing or clothing).
- You need the funds invested in the bonds and you cannot do without the funds for at least 5 years.
- You need the interest on the bonds to be able to take care of essential things (for example food, housing or clothing).

2.1 Risks relating to the bonds

These bonds resemble shares
Our equity is negative. This means that the equity buffer is absent, as a result of which, if results disappoint, we might relatively quickly no longer be able to meet our obligations under the bonds. The risk profile of the bonds therefore resembles the risk profile of shares.

The bonds are subordinated
We currently have outstanding loans that we're repaying. We also expect to take on more loans in the future, for example from banks. These loans may rank ahead of these bonds, except where we borrow money from shareholders. If we go bankrupt, apply for provisional or definitive suspension of payments (*surseance van betaling*, a Dutch procedure similar to safeguard or receivership in France), or are dissolved, our other creditors would be repaid first. The bonds would be repaid and the interest paid only after our priority creditors have been repaid. There's a chance that by then we don't have enough funds available to repay the bond loan or to pay the interest owed to you.

Liquidity risk: you might not find a buyer
You can sell your bonds before the maturity of the bond loan. It is not certain, however, that there will always be a buyer for your bonds, nor that such a buyer will be willing to pay the price you propose. It may therefore be the case that you cannot sell your bonds.

The price of a bond may rise or fall
The value of a bond is not fixed. If you do not wish to wait for the repayment of the bond loan and you sell your bonds, you will receive the price that the buyer is willing to pay for your bonds at that moment. The price may be lower than the amount you lent to us. It may also be that no one wants to buy your bonds.

Risk of early repayment
We may repay the bond loan early, without having to give you a reason for doing so. You will then get your funds back, but you will have received interest over a shorter period. If you reinvest these funds, for example in another type of bond, the rate obtained may be lower.

You may not vote in our general meeting of shareholders
You are subscribing to a bond. That is a bond loan and not a share issuance. You may therefore not vote in our general meeting of shareholders on resolutions concerning our company. You cannot therefore take decisions about our company. You therefore run the risk that we take decisions with which you do not agree.

You do not receive a profit distribution
You are subscribing to a bond, and are therefore granting a bond loan to us. In return you receive interest and repayment of the loan amount. If we make a profit and distribute it, you will not receive a dividend distribution. It will only be distributed to our shareholders.

2.2 Risks relating to us

Risks relating to our activities

We depend on insurers that insure the renting out of campervans
To ensure that private owners can hire out their campervan safely, we offer insurance products with insurers with which we cooperate. We have various insurance partners in the different countries in which we are active. If insurers terminate their contract with us and we do not find another partner in time, renting out a campervan may become more difficult in the country concerned. Although in many cases it is possible for private owners to take out suitable insurance independently, this may be less attractive and introduces friction for continuing to hire out. This could lead to private renters ceasing to hire out and to a reduction in the inflow of new private owners choosing to hire out through our platform.

This would have a negative effect on our financial result. It may then be the case that we have less cash to pay you interest. It may also be the case that we then do not have enough cash to repay the bond loan. You may then receive less interest, or none, and recover only part, or none, of the amount lent.

We depend on our employees
Although our platforms are largely automated, we cannot do without our staff. They are needed for the operational availability of the platform, support, innovation and sales and marketing activities. If a large outflow of staff occurs within a short period, day-to-day operations will be harmed. That has a negative effect on our financial result. It may then be the case that we have less cash to pay you interest. It may also be the case that we then do not have enough cash to repay the bond loan. You may then receive less interest, or none, and recover only part, or none, of the amount lent.

We run the risk of major technical problems
We are a technology company and our services are offered entirely online. Major technical problems, for example due to internal development errors or external problems with our cloud environment, may result in our platforms not functioning, or being dysfunctional, for a prolonged period. This could lead to a significant loss of customers.
We also run the risk of reputational damage. Our brand awareness is important and partly determines our success. If our reputation is damaged for whatever reason, this may lead to a loss of customers.
That has a negative effect on our financial result. It may then be the case that we have less cash to pay you interest. It may also be the case that we then do not have enough cash to repay the bond loan. You may then receive less interest, or none, and recover only part, or none, of the amount lent.

Regulations may change unfavourably
We are subject to a regulatory framework, in particular tax rules, the evolution of which could be unfavourable to us. If these rules change, or if a court interprets these rules differently, it may be the case, for example, that we have less income or have to pay more tax. This has a negative effect on our financial result. It may then be the case that we have less cash to pay you interest. It may also be the case that we then do not have enough cash to repay the bond loan. You may then receive less interest, or none, and recover only part, or none, of the amount lent.

Risks relating to our financial situation

Risk of bankruptcy
The main risk is that we are no longer able to meet our commitments. If we go bankrupt, we would no longer be able to repay the bond loan or pay the interest. It may then be the case that you recover none of the amount lent and that you receive no interest.

Our equity is negative
Our equity is negative. We therefore have no equity buffer. As a result, if our results prove disappointing, we could relatively quickly no longer be able to meet our commitments under the bond loan.

We have to pay for other loans
We have to pay interest on these bonds and repay them at the end of a period of 5 years following their issuance. We will make these payments out of our cash flow. We also use the cash flow for payments on other loans that we have. We pay interest on these loans and also have to repay part of them. You can read more about our loans in section 3.4 of this information memorandum. As of 31 December 2025 the loans amounted to a total of €4,431,437.

We also use the cash flow to pay our operating expenses, such as selling expenses and staff costs. If our costs rise and we have less profit, this has a negative effect on our financial result. It may then be the case that we have less cash to pay you interest. It may also be the case that we then no longer have enough funds to repay the bond loan. You may then receive less interest or none, and recover only part, or none, of the amount lent.

The position of our banks may change
Cooperation with banks is important for us, as they finance part of our working capital needs. If their risk assessments change, or if they have another reason to amend the arrangements with us unfavourably, this would have a negative effect on our financial result. It may then be the case that we have less cash to pay you interest. It may also be the case that we then no longer have enough funds to repay the bond loan. You may then receive less interest, or none, and recover only part, or none, of the amount lent.

3. INFORMATION ABOUT OUR ACTIVITIES

3.1 Our business activities

Under the Yescapa and Goboony brands, we operate campervan rental platforms between private individuals and with professionals. We provide the rental contract with general terms and conditions for the renter and the owner. To ensure that private owners can rent out their campervan safely, insurance can be taken out with insurers with which we cooperate. This covers the campervan during rental periods against damage, breakdown and other risks. We have various partnerships with insurers in the different countries in which we are active.

We attract both private and professional campervan owners in order to increase our supply of rental campervans. Finally, we target travellers who want to book a holiday, mainly families and couples of varying ages. We offer campervans in France, the Netherlands, Spain, Portugal, the United Kingdom, Belgium, Italy and Germany. In addition, we offer campervans that are rented out by commercial renters in Scandinavia, the United States, Canada and Australia.

In which countries are we active?

We are active in various countries, including the Netherlands, Belgium, Germany, England, France, Spain, Portugal and Italy. Below you can see the share per country in our net revenue:

Country (destination)	2025 (internal figures)	2024
France	23.67%	24.62%
The Netherlands	21.91%	22.05%
Spain	16.48%	15.60%
United Kingdom	14.21%	13.58%
Belgium	12.14%	11.77%
Portugal	5.74%	5.98%
Italy	4.15%	4.46%
Germany	1.70%	2.57%

In total we have 49,512 campervans and 1,597 campsite pitches on offer. The campsite pitches are not yet offered in France, but they will be from 2027 onwards. France is our largest market, both in net revenue and in number of bookings. The average booking duration varies per market from 5 to 11 nights.

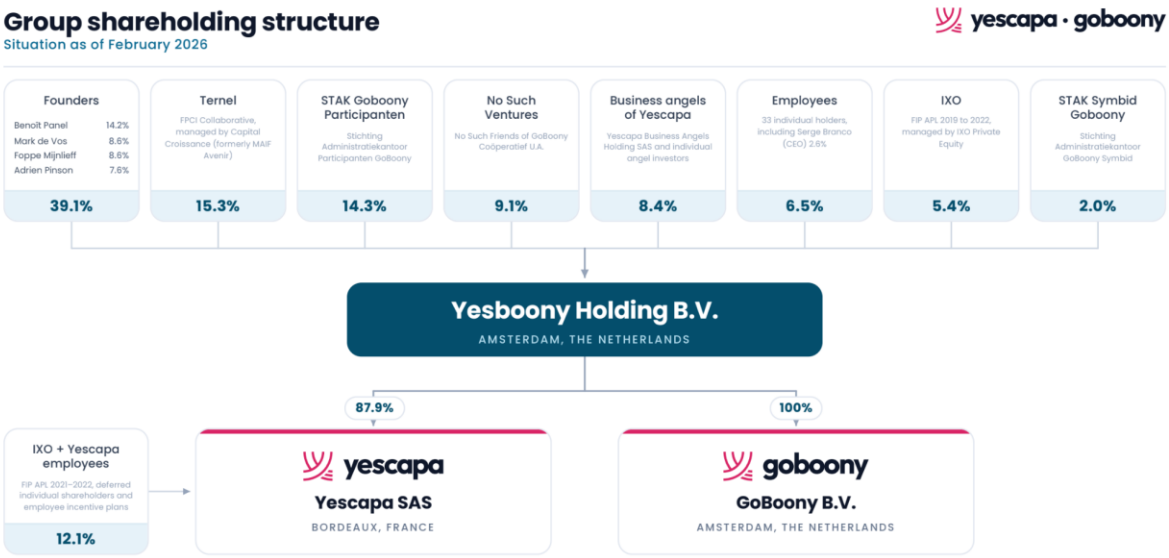
Our plans

2026 is a transition year for us. We are completing the merger of the Goboony and Yescapa platforms onto one technology platform. After that, our focus moves from cost reduction to growth. Over the coming years we plan to do the following:

- One platform. We will finish moving Goboony onto our shared platform, including the collaboration with a new payment provider. With one platform, a smaller team can build new products faster.
- More campervans, more destinations. We will keep growing our exclusive offer of campervans belonging to private individuals. We will also collaborate with more professional rental companies through API connections, both in Europe and outside it.
- Campsites. We will grow the campsite pitches offer we launched in 2026 and bring it to France from 2027. Over time we aim to work directly with campsites and to offer tents, glamping and other types of accommodation, including for travellers who don't have a campervan.
- Insurance. Together with our insurtech partner, we are building one European insurance programme. The aim is better cover and service for our customers, a better margin for us, and the ability to enter new countries.
- Owners. We aim to let owners of campervans choose how they rent out their campervan: doing it themselves, with more certainty about income, or with us handling it for them. We also plan a loyalty programme for owners.
- Travellers. We are developing an AI travel companion. It will help travellers plan, book and enjoy a complete outdoor holiday, before, during and after the trip.
- AI-first organisation. We use AI in customer support, content and software development. This lets us grow without our staff headcount growing at the same pace.
- Financial discipline. We will keep tight control of costs and cash, and keep reducing our existing bank debt.

3.2 What does our company look like?

We are part of a group of companies. Below you can see which companies these are:



We ourselves have no activities other than holding shares in the two subsidiaries. These are the following subsidiaries:

- GoBoony B.V. This concerns 100% of the shares.
- Yescapa SAS. This concerns 87.9% of the shares.

GoBoony B.V. was incorporated in 2015. This is the Dutch company from which the Dutch activities are carried out. In total 32 FTE are employed there as at 17-09-2026. The directors are Foppe Mijnlieff and Uwe van Rensburg.

Yescapa SAS was incorporated in 2013. This is the French company from which the French activities are carried out. In total 76 FTE are employed there as at 17-09-2026. The directors are Sergio Branco and Adrien Pinson.

3.3 Principal markets

We are active in eight European markets: France, the Netherlands, Spain, the United Kingdom, Belgium, Portugal, Italy and Germany. In addition, we offer campervans that are rented out by commercial renters in Scandinavia, the United States, Canada and Australia.

We operate in the market for outdoor holidays. A common measure of the size of this market is the number of nights spent at campsites, campervan pitches and caravan parks. Eurostat publishes these figures for the countries of the European Union.[1]

Market	2023	2024	2025	2024 vs 2023	2025 vs 2024
France	141.7 m	147.8 m	153.8 m	+4.4%	+4.0%
Italy[4]	55.1 m	54.6 m	69.5 m	−0.9%	+27.2%
Spain	47.1 m	49.1 m	49.8 m	+4.2%	+1.4%
Germany	42.3 m	42.9 m	44.7 m	+1.4%	+4.2%
The Netherlands	28.1 m	26.2 m	25.9 m	−6.8%	−1.0%
Portugal	7.2 m	7.2 m	7.0 m	+0.2%	−3.4%
Belgium	3.4 m	3.4 m	3.7 m	−1.9%	+10.5%
Our seven EU markets	324.9 m	331.2 m	354.4 m	+1.9%	+7.0%
European Union total	401.6 m	408.6 m	432.8 m	+1.8%	+5.9%

[1] Source: Eurostat, dataset tour_occ_nim, industry NACE I55.3 (campsites, campervan pitches and caravan parks), all guests, consulted on 15 September 2026. The monthly figures have been added up per year. Eurostat may revise these figures retrospectively.

Our seven markets within the European Union together accounted in 2025 for 81.9% of all nights spent at campsites, campervan pitches and caravan parks in the European Union. With 153.8 million nights, France is the largest market in the European Union, with a share of 35.5%. France is also our largest market, as set out under section 3.1 of this information memorandum.

Over the whole period 2023 up to and including 2025, the number of nights spent in the European Union grew by an average of 3.8% per year. In our seven EU markets this was an average of 4.4% per year. If Italy is left out of consideration, the number of nights spent in our other six EU markets grew by 2.5% in 2024 and 3.0% in 2025.

This statistic counts nights spent at registered campsites, campervan pitches and caravan parks. Nights spent outside registered sites are not included (such as wild camping, campervan pitches, etc.). Conversely, nights spent in tents, caravans, static caravans and chalets are included. The figures therefore reflect the size of the broader market for outdoor holidays and not exclusively that of campervan trips. Eurostat does not publish these figures for the United Kingdom. The United Kingdom is no longer part of the European Union and no longer supplies these data to Eurostat. The United Kingdom is therefore not included in this table, even though it is one of our larger markets, as we see in the bookings.

The Italian figure for 2025 is considerably higher than that for 2024. This increase is visible in virtually all months of the year. It is possible that this is partly the result of a change in the way in which these data are collected in Italy. We have not been able to establish this. The French figure for 2023 has been marked by Eurostat as an estimate.

3.4 Loans

We — together with the companies in our group — have loans. That means that we not only pay interest on the bond loan and have to repay it. We also have to make repayments on other loans. Below you can read about our loans. This is the position as of 30 September 2026. Since that date no new loans have been taken on.

Loan schedule as at 30 September 2026

Yescapa SAS GoBoony B.V. Yesboony Holding B.V.

Amounts in EUR
Outstanding principal at 30.09.2026

#	Borrower	Type	Facility	Lender / holder	Start date	Original principal	Interest rate	Rate type	Payment frequency	Final maturity	Outstanding 30.09.2026
1	**Yescapa SAS**	Bank loan	Bpifrance Innovation Loan R&D 750k	Bpifrance	30.09.2024	750 000	4.37%	Fixed	Quarterly	31.03.2032	750 000
2	**Yescapa SAS**	Bank loan	Bpifrance Innovation Loan 500k	Bpifrance	30.09.2024	500 000	7.16%	Fixed	Quarterly	30.09.2031	500 000
3	**Yescapa SAS**	Bank loan	Crédit Agricole Aquitaine term loan 500k	Crédit Agricole Aquitaine	15.08.2024	500 000	4.14%	Fixed	Monthly	15.07.2029	295 949
4	**Yescapa SAS**	Bank loan	Banque Populaire ACA Prêt Innov Plus 500k	Banque Populaire Aquitaine Centre Atlantique	05.09.2024	500 000	4.64%	Fixed	Monthly	05.08.2029	305 631
5	**Yescapa SAS**	Bank loan	BNP Paribas ADEME term loan 400k	BNP Paribas	12.08.2024	400 000	4.60%	Fixed	Monthly	12.07.2028	191 791
6	**Yescapa SAS**	Bank loan	Bpifrance PGE 500k	Bpifrance	30.09.2021	500 000	2.25%	Fixed	Quarterly	30.09.2026	–
7	**Yescapa SAS**	Bank loan	Crédit Mutuel du Sud-Ouest PGE 500k	Crédit Mutuel du Sud-Ouest	15.09.2021	500 000	0.76%	Fixed	Monthly	15.07.2026	–
8	**GoBoony B.V.**	Bank loan	Rabobank term loan 0050217957	Rabobank	15.07.2022	1 500 000	3M EURIBOR + 4.55%	Floating	Quarterly	30.09.2028	857 100
9	**GoBoony B.V.**	Bank loan	Rabobank term loan 2025 (bullet)	Rabobank	04.06.2025	107 150	3M EURIBOR + 4.80%	Floating	Bullet	31.03.2026	–
10	**GoBoony B.V.**	Bank loan	Provincie Utrecht loan (final residual)	Provincie Utrecht	01.06.2018	100 000	1.80%	Fixed	Annual	20.01.2026	–
11	**GoBoony B.V.**	Bonds	Advertiser Bonds	Goboony camper owners in the Netherlands	2025	n/a	From 4% to 7%	Fixed	Annual	2025 to 2029	192 578
12	**Yesboony Holding B.V.**	Bonds	Yesboony Bonds I — subordinated bonds	Retail and professional investors in the Netherlands (via NPEX)	February 2025	348 482	8.50%	Fixed	Quarterly after the first year	February 2030	348 482
13	**Yesboony Holding B.V.**	Bonds	Yesboony Bonds II — subordinated bonds	Retail and professional investors in the Netherlands (via NPEX)	February 2025	366 079	8.50%	Fixed	Quarterly after the first year	February 2030	366 079
14	**Yesboony Holding B.V.**	Bonds	Yesboony Bonds III — subordinated bonds	Retail and professional investors in the Netherlands (via NPEX)	April 2026	303 953	8.50%	Fixed	Quarterly after the first year	April 2031	303 953
Total outstanding at 30 September 2026											**4 111 563**

Outstanding amounts are principal outstanding at 30.09.2026. Floating rate loans are indexed on 3-month EURIBOR (3M EURIBOR). Loans 6, 7, 9 and 10 were fully repaid during 2026. n/a: not applicable.

We may borrow funds from banks or others in the future. Loans with banks or others may rank higher than, equal to or lower than this bond loan. If we borrow from shareholders in the future, those loans will be subordinated to this bond loan and will therefore rank lower. If we borrow funds from banks, shareholders or others in the future, we will inform you of this.

3.5 Our staff and our management team

Our company has staff. All our staff are important to us. In 2026 the group employs 108 FTE. The members of our management board are the following:

- Sergio Branco (CEO)
- Adrien Pinson (CTO)
- Foppe Mijnlieff (CPO)
- Uwe van Rensburg (CFO)

The other key members of the management team are the following:

- Adriaan Hogervorst - de Jong (CMO)
- Olivier Puybasset (COO)

None of these persons holds, outside the group, a significant function in relation to our business. There is no actual or potential conflict of interest between these persons and us.

4. INFORMATION ABOUT OUR FINANCIAL SITUATION

The 2025 annual accounts are our most recently available financial information. The annual accounts relate to ourselves and to all companies in our group (consolidated). The audit of the annual accounts has not yet been completed. The figures below are therefore provisional and internal figures. The figures are rounded to thousands. When the 2025 annual accounts are adopted by the general meeting of shareholders, they will be published on our website.

An auditor's report was issued on 7 September 2026 in respect of fiscal year 2024. Those annual accounts were adopted by the general meeting of shareholders on 8 September 2026. The annual accounts have been prepared in accordance with Dutch accounting standards (Dutch GAAP). You can find the 2024 annual accounts here: http://yescapa.fr/investir/obligations-2026/en-savoir-plus

4.1 Balance sheet

ASSETS / LIABILITIES (€ thousands)	2025 (internal figures)	2024
ASSETS		
Fixed assets		
Intangible fixed assets	1,685	3,371
Tangible fixed assets	62	88
Financial fixed assets	61	81
Total fixed assets	1,808	3,540
Current assets		
Receivables, accrued assets	2,728	2,840
Cash and cash equivalents	826	1,067
Total current assets	3,554	3,907
TOTAL ASSETS	5,362	7,447
LIABILITIES		
Group equity	-5,396	-3,360
Long-term liabilities	3,495	3,902
Current liabilities, accrued liabilities	7,263	6,905
TOTAL LIABILITIES	**5,362**	**7,447**

Explanation per balance sheet item (2025 compared with 2024)

- **Intangible fixed assets (1,685 vs 3,371):** largely capitalised development costs of the platform and the customer base. The decrease is due to €1,331k of amortisation and a one-off impairment of €929k of capitalised development costs relating to the platform to be discontinued, partly offset by €574k of investments in platform development.
- **Tangible fixed assets (62 vs 88):** other operating assets; the decrease is due to €51k of depreciation and €5k of disposals, partly offset by €30k of investments.
- **Financial fixed assets (61 vs 81):** deposits/guarantee payments; a decrease of €20k due to a withdrawal.
- **Receivables, accrued assets (2,728 vs 2,840):** receivables from payment service providers (1,864), trade debtors (119), taxes and social security contributions (83), a receivable from the 2025 crowdfunding campaign (158) and accrued assets (504). The decrease is mainly explained by a change in our payment terms.
- **Cash and cash equivalents (826 vs 1,067):** bank balances. The decrease of €241k is due to the investments in the platform, the repayments on loans and the reduction of the current account credit facility. Cash from operations partly offsets this.
- **Group equity (-5,396 vs -3,360):** remains negative; the further decrease of €2,036k is explained by the net loss for 2025 (€2,187k, including a one-off, non-cash impairment of €929k), partly offset by €151k of other movements, mainly €158k of equity subscribed in 2025 by investors in Yescapa SAS through a crowdfunding campaign.
- **Long-term liabilities (3,495 vs 3,902):** bank loans (2,694; 2024: 3,534) and other long-term loans (801; 2024: 368, including the subordinated bond loans and the loan from the Province of Utrecht). The decrease in the bank loans results from regular repayments.
- **Current liabilities, accrued liabilities (7,263 vs 6,905):** repayment obligation on bank loans (916), repayment obligation on other loans (20), current account credit facility (910), creditors (650), taxes and social security contributions (776) and accrued liabilities (3,991). The increase lies mainly in the accrued liabilities.

4.2 Profit and loss account

Item (€ thousands)	2025 (internal figures)	2024
Gross margin	18,309	18,514
Wages, salaries and social security charges	-8,762	-8,925
Amortisation and depreciation of intangible and tangible fixed assets	-2,311	-1,294
Other operating expenses	-9,075	-11,763
Total operating expenses	-20,148	-21,982
Operating result	-1,839	-3,468
Financial income and expenses	-426	-227
Result from ordinary	-2,265	-3,695

Item (€ thousands)	2025 (internal figures)	2024
operations before taxation		
Taxation on result from ordinary operations	78	116
Net result	-2,187	-3,579

Gross margin fell by 1.1% in 2025 (2024: +13.2%). The operating result nevertheless improved from €-3,468k to €-1,839k, mainly as a result of lower other operating expenses and lower staff costs, despite a one-off, non-cash impairment of €929k.

Explanation per item (2025 compared with 2024)

- **Gross margin (18,309 vs 18,514):** a decrease of €205k (-1.1%; 2024: +13.2%). Total booking volume on our platforms remained virtually unchanged in 2025.
- **Wages, salaries and social security charges (8,762 vs 8,925):** a decrease of €163k (-1.8%). In 2025 we reduced our staff costs before capitalisation by €728k (-7.2%), particularly in customer service, country management and marketing. This item is stated after deduction of capitalised development costs. The hours our employees spend on the development of our platform are not recognised as costs, but as an investment in intangible fixed assets (see 4.1). In 2025 we capitalised €558k (2024: €1,123k). Development costs relating to the platform to be discontinued were expensed as incurred.
- **Amortisation and depreciation (2,311 vs 1,294):** an increase of €1,017k (+78.6%). This includes a one-off impairment of €929k of capitalised development costs relating to the platform to be discontinued, as we are consolidating our operations onto a single technology platform. The impairment had no impact on our cash flow. Excluding the impairment, amortisation and depreciation increased by €88k (+6.8%), because a larger amount of capitalised platform development is being amortised.
- **Other operating expenses (9,075 vs 11,763):** a decrease of €2,688k (-22.9%). The largest item within this is marketing costs. We spent less in particular on online advertising to recruit renters and owners (approximately €1,800k less). General costs also fell (approximately €450k less). We did spend more on brand awareness, SEO and PR (approximately €200k more).
- **Operating result (-1,839 vs -3,468):** an improvement of €1,629k. Total operating expenses fell by €1,834k (-8.3%), even though they include the one-off impairment of €929k. That is much more than the decrease in the gross margin of €205k.
- **Financial income and expenses (-426 vs -227):** €199k higher net expenses, mainly due to currency exchange differences (€-85k; 2024: €+80k), as well as higher interest expenses and lower interest income.
- **Taxation (78 vs 116):** for 2025 we recognised a tax benefit of €78k (2024: €116k).
- **Net result (-2,187 vs -3,579):** an improvement of €1,392k.

4.3 Solvency

Solvency is calculated by dividing equity by the balance sheet total. Our solvency indicates the extent to which we are able to meet our obligations in the longer term.

Item (€ thousands)	2025 (internal figures)	2024
Equity	-5,396	-3,360
Balance sheet total	5,362	7,447
Solvency	-100.6%	-45.1%

Our solvency is negative. That was already the case at the end of 2024. At the end of 2025, our solvency fell further, from -45.1% to -100.6%, partly as a result of the one-off impairment of €929k. Negative equity means that we have no reserve to deal with any setbacks. This is therefore an important risk for you. You can read more about this in section 2.2 of this information memorandum.

Why is our equity negative? In recent years we have invested heavily in our platforms, our brands and our position in the markets in which we are active. A large part of this expenditure, such as marketing and staff, is recognised directly as costs. As a result we have incurred losses. Those losses reduce our equity. We have therefore not retained our money in the company, but invested it in our market position. In 2025, our equity was also reduced by a one-off, non-cash impairment of €929k of capitalised development costs relating to the platform to be discontinued.

In 2025, we reduced our costs considerably. Our operating result improved from €-3,468k to €-1,839k. Our net loss fell from €-3,579k to €-2,187k. Excluding the one-off impairment of €929k, our operating result was €-910k and our net loss €-1,258k. We also repaid €643k on our bank loans in 2025.

We expect our results to improve further in the coming years and that we will be able to repay our bank loans further. This is an expectation and not a certainty. We do expect our equity to remain negative in the coming years.

4.4 The financial position has not deteriorated

Our most recent reporting period ended on 31 December 2025. Since the end of this most recent reporting period, there have been no significant changes in the financial position of our group.

4.5 Dividend policy

The shareholders are entitled to dividend if we distribute it. We may only distribute dividend if a profit has been made.

We have the following rules for distributing dividend:

- Whether there is a profit follows from the adopted annual accounts. Dividend may only be distributed if equity exceeds the statutory reserves that we are required to maintain.
- The general meeting of shareholders determines whether dividend is distributed.
- Does the general meeting of shareholders resolve to distribute dividend? Then dividend may only be distributed if the management board approves this. The management board will approve this, unless the management board knows or should reasonably foresee that we will be unable to continue paying our due and payable debts after the distribution of the dividend.

- The dividend is determined at the annual general meeting of shareholders. This meeting takes place before 30 June of each financial year and is convened at least 8 days in advance. If shares or depositary receipts are purchased after the day of this meeting, this does not entitle the purchaser to dividend determined for the previous financial year (ex-dividend date).
- If a shareholder does not claim the dividend within 5 years, the dividend lapses.

5. INFORMATION ABOUT THE OFFERING OF BONDS

Currency	The bond loan, the interests and the repayment of the bond loan are in euros.
Subscription price / nominal value	The subscription price and nominal value of a bond is €100.
Minimum	You can subscribe to at least one bond.
Total amount of the bond loan	We will borrow a maximum of € 5,000,000 from investors. That is 50,000 bonds.
Costs	We do not charge any costs for the subscription of the bonds. You may only pay transaction costs to be able to execute your payment. Which costs these are depends on the payment method you use.
Until when can you subscribe to bonds?	You can subscribe to bonds up to 10 December 2026 at 17:00 (Paris time). The subscription period ends on that date. We may change this date. The cases in which we may do so are described in section 7.1 of this information memorandum.
What is the start date of the bond loan?	You lend the funds on the issue date. The issue date is 17 December 2026. On that day you also receive the bonds, unless we have changed that date. In that case you receive the bonds on the new date. You will receive a notification when the bonds are issued to you.
When are you repaid?	You will be repaid at the end of a period of 5 years. The term runs from the date the bonds are issued to you. If the bonds are issued to you on 17 December 2026, you will be repaid on 17 December 2031. We have set a date on which the subscription period closes. We may choose to postpone the closing date of the subscription period if we do not yet have sufficient subscriptions by that date. We may choose to issue in advance part of the bonds for which subscriptions have been received. In that case, we will issue the bonds in tranches and will extend the subscription period to allow investors to subscribe to the bonds for which

	subscriptions have not been received. Please note: we will repay all investors at the same time, 5 years after the issue date of the bonds.
What do you get back of the loan?	You will get the entire amount of the loan back. You therefore get € 100 back per bond.
We may repay early	We reserve the right to repay the bond loan early, in whole or in part, but not before the expiry of a period of one year following the issue date of the bonds. This decision is ours. You cannot request the early repayment of the loan. We will notify you by email, at least 4 weeks before the early repayment of the bond loan. We will repay the same amount per bond. In the event of a full early repayment, we will immediately pay you the interest still owed to you at that date for the bonds, i.e. the interest accrued up to the day of repayment. We will also pay you an early repayment premium, the amount of which will depend on the date of the early repayment: ● in the 2nd year: 3% of the amount we repay early; ● in the 3rd year: 2% of the amount we repay early; ● in the 4th year: 1% of the amount we repay early; ● in the 5th year: no premium.
How much interest do you receive?	We will pay interest at a rate of 8.5% per year. For 1 bond, we therefore pay €8.50 in interest each year. The interest will start to accrue from the day on which you lend the funds to us and the bonds are issued to you.
When do we pay the interest?	For each bond you receive € 2.125 in interest per full quarter. You receive the first interest payment after 1 year and thereafter at the end of each quarter.
Can we change the interest?	The interest is fixed. We therefore cannot change the interest.
The bonds are registered	The bonds are registered. That means that you are recorded in the register as the holder of the bonds. We therefore do not issue a certificate for the bonds.
Ranking of the bonds among themselves	The bonds rank equally among themselves (*pari passu*). That means that we will treat all

	investors equally and that no holder of our bonds will be given priority if we fail to comply with our arrangements concerning the bonds.
You receive information from us	We will provide you regularly with information about us: ● the consolidated annual accounts within 6 months of the end of the financial year (at the latest on 30 June); ● a half-yearly report, issued twice a year (at the latest on 28 February and on 31 August), presenting our consolidated balance sheet and profit and loss account, as at 31 December and 30 June respectively; ● a notification if an important event concerning us occurs.
If you want to sell	The bonds are freely transferable. You may therefore transfer them to a third party. To do so, you will need to contact us for instructions.
You need an investment account and a cash account with NPEX	You need an investment account with NPEX, on which will be recorded the number of bonds you will hold. You also need a cash account with Stichting NPEX Bewaarbedrijf. You will use that account to receive funds and to purchase investments. Please note: opening this investment account and cash account with NPEX is mandatory. Without these accounts you will not be able to subscribe to bonds. If you subscribe to the bonds, you will receive a notification from us with instructions for opening these accounts. If you already have an investment account with NPEX, no further action is required on your part. You will enter into arrangements with NPEX and Stichting NPEX Bewaarbedrijf concerning these accounts. Those arrangements are set out in the NPEX-reglement (NPEX rules), as applicable from time to time and as it may be amended. You can find these rules on the NPEX website: www.npex.nl. At present Stichting NPEX Bewaarbedrijf does not charge any costs for holding the cash account for the bonds. If this changes, the NPEX-reglement will change. You will be notified of this. NPEX does not charge any costs for the investment account.

	It may be the case that you cannot open an investment account or cash account. That is notably the case if you are a “US Person” within the meaning of the US tax act FATCA (Foreign Account Tax Compliance Act). If you cannot open these accounts, you will not be able to subscribe to the bonds.
You need a bank account with a bank in the European Union	You need a bank account with a bank in the European Union in order to be able to open an investment account with NPEX and a cash account with Stichting NPEX Bewaarbedrijf. NPEX and Stichting NPEX Bewaarbedrijf use that bank account to establish your identity.
The register records how many bonds you hold	NPEX maintains a register. In that register NPEX records precisely who holds an investment account with NPEX and how many bonds an investor with NPEX is entitled to.
You receive statements of your investment account	NPEX provides statements of your investment account. Those statements show precisely which investments you hold in the investment account. They therefore also show how many bonds you hold.
Taxes	The tax regulations applicable to you, as well as those applicable to us, may have an effect on the income generated by the bonds. If you wish to invest in the bonds, first consult your tax adviser to find out the tax consequences of this investment. To obtain a complete and up-to-date overview of the current tax rules and future changes, you can consult the website of the Belastingdienst (the Dutch tax authority). If taxes or levies apply to the acquisition of the bonds or to the receipt of the income generated by these bonds, they are payable by you. For any questions, consult a tax adviser.
Which law applies?	Dutch law applies to the bond loan entered into with us concerning the bonds.
Do you have a complaint, question or comment?	You can send us an email: invest@yescapa.com. Dutch law applies to the contract entered into with us concerning the bonds. Dutch law also applies to all information you receive from us

	about the bonds. Any disputes arising from this bond loan may be brought before the competent court in Amsterdam, the Netherlands.

6. INFORMATION ABOUT THE USE OF THE PROCEEDS AND THE COSTS

6.1 What do we want to spend the proceeds on?

The bond loan is for a maximum amount of €5,000,000. With this amount we wish to do the following:

- We will aim to make it even easier for campervan owners to share their campervan: part of the amount will be invested in further expanding AI-driven matching and support.
- We will expand our API connections with professional campervan providers, so that travellers can find a suitable campervan across even more destinations.
- We aim to strengthen the organisation. Primarily, we'll work to strengthen our technology, product and data teams in order to expand and speed up product development.
- We aim to increase our scale and impact by expanding the supply of campervans outside Europe (including in the US, Canada, Australia and New Zealand) and by offering other camping and glamping accommodations.
- We aim to develop assistance with planning a complete outdoor holiday, including various types of accommodation, outdoor stays, itineraries, activities and services.

Why we are investing in other outdoor holidays alongside campervan trips

In the first quarter of 2024 we asked research agency Norstat to carry out a survey in six of our markets. In each of these countries Norstat surveyed 1,000 people. This is not research among our own customers, but among a sample of the population.[2]

Country	Percentage of respondents who have never planned a campervan trip	Of whom: those who would be open to a campervan trip in the future
France	81%	59%
The Netherlands	77%	68%
Germany	71%	67%
Italy	70%	67%
United Kingdom	62%	67%
Spain	44%	92%

[2] Source: Norstat, research carried out on our instructions, fieldwork in the first quarter of 2024, representative sample of 1,000 respondents per country in France, Spain, Germany, the United Kingdom, the Netherlands and Italy. Belgium and Portugal were not surveyed. The question concerned the planning of a campervan trip. Someone who has taken part in a campervan trip as a fellow traveller without planning it falls, in these figures, under "has never planned a campervan trip".

We learned two things from this study.

First: a campervan trip is new to most people. In the countries surveyed, 44% to 81% of respondents had never planned a campervan trip. At the same time, the majority of that group is open to one. In all six countries this is a majority. In France, our largest market, this is 59%, which amounts to almost half of all respondents.

Second: people want help organising the trip. When asked what would make a campervan trip more attractive, 9% to 20% of respondents mentioned being able to book a complete package, including campervan, accommodation and route. Among respondents who had never planned a campervan trip, 16% to 23% mentioned the possibility of booking accommodation at the same time, and 12% to 16% mentioned help with finding accommodation.

These outcomes are the reason why we wish to spend the proceeds on expanding our offering with camping and glamping accommodation, as well as on assistance with planning a complete outdoor holiday. We hope this will enable us to reach a group of travellers who do not currently book a campervan trip. We also hope that this will lead to a higher retention rate among existing customers. From our many years of customer contact and our own research we know that our customers like to alternate campervan holidays with other types of holidays outdoors.

6.2 Who has an interest in the issue of the bonds?

The shareholders and holders of depositary receipts (*certificaten van aandelen*) have an interest in our company continuing to grow, and therefore also in the success of this offering of bonds.

7. INFORMATION ABOUT SUBSCRIPTION

Have you read this information memorandum? And do you wish to subscribe to the bonds? Then you can read below how to do so.

7.1 You subscribe and you pay

In order to subscribe to the bonds, you must take the following two steps:

1. You subscribe to the bonds via the following website: https://www.yescapa.fr/investir. We must have received your subscription no later than before the end of the subscription period. We may change the closing date of the subscription period. We may choose an earlier date. We may do so, for example, if we have sufficient subscriptions to issue all the bonds. We may also choose a later date. We may do so if not all the bonds offered under the offer have been subscribed for by the closing date of the subscription period. We may decide to issue in advance part of the bonds for which subscriptions have been received. In that case, we will issue the bonds in tranches and will extend the subscription period to allow investors to subscribe to the bonds for which subscriptions have not been received.

2. You must pay the subscription price of the bonds ultimately on the day of subscription. To do so, you must transfer the entire subscription price to the bank account of Yescapa. The bank account number of Yescapa is FR76 3000 4025 6100 0118 3316 922. The transfer must be made before the closing date of the subscription period. Subscriptions will be taken into account based on the date of receipt of the transfers corresponding to the subscription price. The bonds will be allocated to investors in the order in which the transfers have been received.

We use the following timetable:

Thursday 10 December 2026 at 17:00 (Paris time)
Closing of the subscription period. We must have received your subscription and the transfer of the subscription price by that date.

Thursday 17 December 2026 after 17:00 — the issue date
We issue the bonds. All of the following happens after this moment:

- We will have received the transfer of the subscription price from the investors.
- The bonds will be issued to the investors.
- We will send all investors a notification. You will then be informed of the issuance of the bonds to you and, where applicable, of the number of bonds concerned.
- The terms and conditions of the bonds apply from now on.
- We pay interest from now on.

In the event of oversubscription, you may receive fewer bonds than the number of bonds for which you subscribed, and part of the subscription price will be refunded to you. If you receive no bonds, you will be fully refunded. We will transfer the funds back to the bank account used for payment of the subscription price, within 5 working days of the issue date, unless we have changed the closing date of the subscription period. In that case, you will be refunded within 5 working days of that new date.

7.2 We may terminate the offering

We may terminate the offering, for example if we have not received sufficient subscriptions by the end of the subscription period, or if there are exceptional or unforeseen circumstances. If we decide to terminate the offering, we will post a notice on our website. We will also inform investors who have already subscribed by email. If you have already paid the subscription price, you will be refunded within 5 working days of that notification. We will transfer the funds back to the bank account used for the payment of the subscription price. In that case, no interest will be paid to you.

8. DOCUMENTS INCLUDED IN THIS INFORMATION MEMORANDUM

The following information also forms part of this offering of bonds and of this information memorandum:

- our certificate of incorporation and our articles of association
- an extract concerning us from the Commercial Register of the Chamber of Commerce of the Netherlands (Handelsregister van de Kamer van Koophandel)
- our 2024 annual accounts, with auditor's report for 2024

For as long as the loan is outstanding, you can find all this information on the following website: https://www.yescapa.fr/investir/obligations-2026/en-savoir-plus/. In so far as this information memorandum contains hyperlinks or references to other websites, the information on those websites does not form part of this information memorandum.

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