

DUNI AB (PUBL)

Documents for the Annual General Meeting of Shareholders – Tuesday 4 May 2021

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THE PROPOSALS BY THE NOMINATION COMMITTEE TO THE ANNUAL GENERAL MEETING OF DUNI AB (ITEM 1 AND 9-15 ON THE AGENDA) AND THE REASONED OPINION IN RESPECT OF THE PROPOSAL REGARDING BOARD OF DIRECTORS

The members of Duni's nomination committee in respect of the annual general meeting 2021 are Thomas Gustafsson, chairman of the board of directors, Johan Andersson nominated by Mellby Gård Investering AB, John Strömgren, nominated by Carnegie fonder and Bernard R. Horn, Jr. nominated by Polaris Capital Management, LLC. Johan Andersson has been the chairman of the nomination committee. The composition of the nomination committee was published 31 October 2020 and all shareholders had the opportunity to contact the nomination committee with nomination proposals. The proposals by the nomination committee for resolutions to be passed at the annual general meeting, and the reasoned opinion in respect of the proposal regarding the board of directors are as follows:

Election of chairman of the annual general meeting (item 1 on the agenda)

The nomination committee proposes board member Thomas Gustafsson, as chairman of the annual general meeting.

Resolution on the number of directors, election of directors and chairman of the board of directors and auditor (item 9 and 12-14 on the agenda)

The nomination committee proposes that the number of directors shall be six and proposes re-election of the directors Morten Falkenberg, Thomas Gustafsson, Sven Knutsson, Pauline Lindwall, Pia Marions and Alexander Myers. The nomination committee proposes that Thomas Gustafsson is re-elected as chairman of the board of directors.

For further information about the proposals of directors for re-election, see [Appendix A](#).

The nomination committee proposes, in accordance with the Audit Committee's recommendation, re-election of the registered public accounting firm PricewaterhouseCoopers AB for the period until the end of the next annual general meeting. PricewaterhouseCoopers AB has informed that Carl Fogelberg will be auditor in charge.

Resolution on the remuneration to the chairman of the board of directors, the other directors, and to the auditor (item 10-11 on the agenda)

The nomination committee proposes that the chairman of the board of directors shall receive SEK 578,000 and the other directors appointed by the meeting SEK 309,000 each. In addition, the chairman of the remuneration committee shall receive SEK 65,000 and the other members of the remuneration committee SEK 30,000 each, and the chairman of the audit committee shall receive SEK 125,000 and the other members of the audit committee SEK 59,000 each. The proposal means that the board remuneration and committee remuneration remains unchanged from the previous year.

The nomination committee has further proposed that fair remuneration to the auditor is to be paid as charged.

Proposal regarding the nomination committee (item 15 on the agenda)

The nomination committee proposes that the representatives of the nomination committee shall be appointed through a procedure where the chairman of the board of directors contacts the three largest shareholders in terms of votes as per 30 September 2021 and that each such shareholder appoints a representative to, together with the chairman of the board of directors, constitute the nomination committee up until the next annual general meeting, or, if applicable, up until a new nomination committee has been appointed. The nomination committee shall be convened no later than 31 October 2021. If any of the three largest shareholders, in terms of votes, renounces from its right to appoint a representative, the right shall pass to the largest shareholder in turn. Should a representative resign from the nomination committee before its work is completed, a substitute shall be appointed by the same shareholder that has appointed the resigning representative, if considered necessary, or, if this shareholder does not belong to the three largest shareholders in terms of votes anymore, by the new shareholder that belongs to this group. The nomination committee shall appoint one of its members as chairman. The composition of the nomination committee shall be made public as soon as the nomination committee has been formed and no later than six months before the annual general meeting. In the event that the ownership structure is changed after the nomination committee has been composed such that one or several shareholders that have appointed a representative to the nomination committee is no longer in the group of the three largest shareholders in terms of votes, the composition of the nomination committee may be changed in accordance therewith if the nomination committee considers that it is necessary. The tasks of the nomination committee shall be to prepare, for the next annual general meeting, proposals in respect of number of members of the board of directors to be elected by the annual general meeting, remuneration to the members of the board of directors and the auditors, remuneration, if any, for committee work, the composition of the board of directors, the

chairman of the board of directors, resolution regarding the nomination committee, chairman at the meeting and election of auditors.

The nomination committee's reasoned opinion in respect of the proposal regarding board of directors

Considering the company's operations, stage of development and other relevant circumstances, the nomination committee has discussed the size of the board of directors and its composition in respect of industry experience, competence and international experience. As a basis for its work, the nomination committee has, inter alia, used an external evaluation of the board of directors and its work. The nomination committee has noted that the evaluation of the board of directors of Duni, as well as the nomination committee's own assessment, indicate that the board of directors is well-functioning. The nomination committee has previously assessed that the relatively limited size of the board of directors encourages efficiency at board meetings and active commitment.

As diversity policy, the nomination committee has applied Section 4.1 in the Swedish Corporate Governance Code whereby the board is to have a composition appropriate to the company's operations, phase of development and other relevant circumstances. The board members elected by the shareholders' meeting are collectively to exhibit diversity and breadth of qualifications, experience and background and the company is to strive for gender balance on the board.

The proposed board of directors comprise two women and four men (equivalent to approximately 33.3 per cent and approximately 66.6 per cent, respectively). In April 2014, the Swedish Corporate Governance Board published an aspiration level of a distribution of at least 40 per cent of each gender in the board of directors in the listed companies, after the general meeting season 2020. The share of women in the proposed board composition is below the nomination committee's long-term objective of an equal gender distribution, but is close with the ambition level which the Swedish Corporate Governance Board has communicated for the annual general meeting season 2020. The nomination committee maintains the ambition to strive for an equal gender distribution, but has focused on achieving an optimal composition of the board of directors with regard to the board members' competence, age, experience and background.

In addition, the nomination committee has assessed the independence of the directors. The nomination committee believes that its proposal regarding the composition of the board of directors fulfills the requirements for independence as stipulated in the

Swedish Corporate Governance Code. It is the opinion of the nomination committee that Thomas Gustafsson and Sven Knutsson are to be regarded as dependent in relation to major shareholders and that Thomas Gustafsson also is to be regarded as dependent in relation to the company and executive management. Other proposed directors, are to be regarded as independent in relation to the company and executive management as well as to major shareholders.

The nomination committee makes the overall assessment that the proposed board of directors meets the demands well that will be imposed on the board of directors in the future as a consequence of Duni's situation and future direction.

INFORMATION ABOUT MEMBERS OF THE BOARD OF DIRECTORS PROPOSED BY THE NOMINATION COMMITTEE OF DUNI AB (PUBL)

The Nomination Committee of Duni AB (publ) has in respect of the annual general meeting 2021 proposed that the board of directors of the company shall be composed of the following six ordinary members:

Thomas Gustavsson (re-election, chairman of the Board)

Chairman of the Board since 2020.

- ↪ Year of birth: 1965
- ↪ Education: Diploma in Business Administration
- ↪ On-going assignments: Vice CEO and board member of Mellby Gård AB, Chairman of the board of Smart Eyes International AB, KappAhl AB (publ) and OJ Holding Sweden AB and board member of Topeja Holding AB and Aros Kapital AB
- ↪ Experience: CEO of Duni AB (publ) 2012-2017, previous responsible for overseeing Mellby Gård's consumer goods companies and before then President and CEO of 2E Group AB (publ). Senior executive positions at Spendrups Bryggeri AB, Brämhults Juice AB and Eckes Granini GmbH
- ↪ Number of shares: 26,400
- ↪ Not considered as independent of the company, the company management or Duni's major shareholders

Morten Falkenberg (re-election, board member)

Board member since 2020.

- ↪ Year of birth: 1958
- ↪ Education: M. Sc in Business Administration, Copenhagen School of Economics and Business Administration
- ↪ On-going assignments: Board member in Velux Group and Aktiebolag Fagerhult (publ) och Caljan
- ↪ Experience: President and CEO, and board member, of Nobia AB (publ), Executive Vice President and Head of Floor Care and Small Appliances at Electrolux and also senior positions at TDC Mobile and the Coca-Cola Company
- ↪ Number of shares: 2 891

Considered as independent of the company, the company management and Duni's major shareholders

Sven Knutsson (re-election, board member)

Board member since 2020.

- ↪ Year of birth: 1969
- ↪ Education: MBA in economics
- ↪ On-going assignments: CEO of Mellby Gård Innovation och Tillväxt AB, a division within Mellby Gård, and among others, Chairman of the Board at Klarahill AB and board member in KappAhl AB (publ), Open Air Group AB, Söderberg & Haak Maskin AB and OJ Holding AB (Oscar Jacobson)

- Experience: Previous experience from various industries such as Thule Group, Cardo Flow Solutions and Alfa Laval and also as CFO of Boxon AB
- Number of shares: 2 000
- Considered as independent of the company, the company management but not in relation to Duni's major shareholders

Pauline Lindwall (re-election, board member)

Board member since 2014.

- Year of birth: 1961
- Education: MBA from University of Växjö
- On-going assignments: Member of the board of McKesson Europe AG and Swedish Match AB
- Experience: Category Director Coffee for France and southern Europe, Kraft/Mondelez, Schweiz and several years of experience from management positions within the Nestlé group in Asia and Europe such as Country Business Manager of Nestlé Nutrition in Germany and Indonesia
- Number of shares: 1,000
- Considered as independent of the company, the company management and Duni's major shareholders

Pia Marions (re-election, board member)

Board member since 2020.

- Year of birth: 1963
- Education: M.Sc. in Business and Economics
- On-going assignments: CFO at Skandia Group since 2017 and board member of Vitrolife AB (publ), Skandiabanken Aktiebolag (publ) and Skandia Fastigheter AB
- Experience: CFO at Folksam, Carnegie Group and Skandia Liv and senior positions at Royal Bank of Scotland, Länsförsäkringar Liv and the Swedish Financial Supervisory Authority and as Chartered accountant
- Number of shares: 1 000
- Considered as independent of the company, the company management and Duni's major shareholders

Alex Myers (re-election, board member)

Board member since 2013.

- Year of birth: 1963
- Education: BA organizational behaviour, Yale University, USA
- On-going assignments: President and CEO of Avramar Seafood Group
- Experience: President and CEO of Getinge AB, President and CEO of Hilding Anders Group, CEO of ArjoHuntleigh / Executive Vice President Getinge Group, Senior Vice President Western Europe and Global Sales & Marketing and member of the management team of Carlsberg Breweries, Vice President Marketing & Innovation Orkla Beverages (Pripps-Ringnes) and several middle management positions within Unilever in Sweden and Germany
- Number of shares: 7 000

- Considered as independent of the company, the company management and Duni's major shareholders

REMUNERATION REPORT 2020

Introduction

This report describes how the guidelines for executive remuneration of Duni AB, adopted by the annual general meeting 2020, were implemented in 2020. The report also provides information on remuneration to the CEO and the deputy CEO. The report has been prepared in accordance with the Swedish Companies Act and the rules on *Remuneration of the Board and Executive Management and on Incentive Programmes* issued by the Swedish Corporate Governance Board.

Further information on executive remuneration is available in note 16 (Salaries and other remuneration) on pages 86-88 in the annual report 2020. Information on the work of the remuneration committee in 2020 is set out in the corporate governance report available on pages 51-56 in the annual report 2020.

Remuneration of the board of directors is not covered by this report. Such remuneration is resolved annually by the annual general meeting and disclosed in note 16 on page 87 in the annual report 2020.

Key developments 2020

The CEO summarizes the company's overall performance in his statement on pages 8-9 in the annual report 2020.

The company's remuneration guidelines: scope, purpose and deviations

A prerequisite for the successful implementation of the company's business strategy and safeguarding of its long-term interests, including its sustainability, is that the company can recruit and retain qualified personnel. To this end, the company must offer competitive remuneration. The company's remuneration guidelines enable the company to offer executives a competitive total remuneration. Under the remuneration guidelines, executive remuneration shall be on market terms and shall be related to the senior executive's responsibility and authority. The total remuneration consists of fixed cash salary, variable cash remuneration, pension benefits and other benefits. The variable cash remuneration shall be limited in advance to a maximum amount and be based on the outcome of predetermined and measurable criteria of result, designed with the purpose to promote the business strategy and long-term interests of the company, including its sustainability. The annual variable cash remuneration (annual bonus) shall amount to a maximum of 75% of the fixed cash salary. The variable cash remuneration may for example be based upon annual criteria in relation to financial profitability and capital tied up, as determined by the board of directors, and inter alia, be linked to the group's adjusted operating profit and adjusted return on capital employed.

The complete guidelines can be found in the Corporate Governance Report on the pages 51-56 in the annual report 2020. During 2020, Duni AB has complied with the applicable remuneration guidelines adopted by the general meeting. No deviations from the

guidelines have been decided and no derogations from the procedure for implementation of the guidelines have been made. The auditor's report regarding the company's compliance with the guidelines is available on www.duni.com. No remuneration has been reclaimed. Duni AB has no long-term share-related incentive programmes. The main shareholder Mellby Gård AB has offered members of Duni AB's Group Management to acquire synthetic share options in Duni AB issued by Mellby Gård AB. These were exhibited in June 2018 and may be exercised during the period 1 May 2021 – 30 June 2021. Duni has not been involved in the offer that has been provided by Mellby Gård AB on its own initiative.

Total remuneration to the CEO and the deputy CEO

2020, TSEK	Base salary ¹⁾	Variable remuneration	Other Benefits ²⁾	Pension expense	severance pay	Total remuneration	Proportion of fixed and variable remuneration ³⁾
Johan Sundelin CEO	2 697	-	92	604	7 681	11 074	100/0
Mats Lindroth CEO	1 330	-	41	310	-	1 681	100/0
Mats Lindroth deputy CEO	1 144	-	57	434	-	1 635	100/0

¹⁾ Fixed remuneration including holiday compensation of TSEK 254 to Johan Sundelin and TSEK 27 to Mats Lindroth in his role as CEO and TSEK 79 as deputy CEO.

²⁾ Other benefits include company car, fuel and health insurance.

³⁾ Pension expense (column 4), which in its entirety relates to Base salary and is premium defined, has been counted entirely as fixed remuneration.

Johan Sundelin was CEO for the period 1 January 2020 – 20 July 2020. Mats Lindroth was Deputy CEO for the same period. Mats Lindroth was then CEO for the period 20 July 2020 – 31 December 2020. During this period, Duni AB had no deputy CEO.

Application of performance criteria

The performance criteria for the variable remuneration shall contribute to the company's strategy and encourage behaviour which is in the long-term interest of the company. The strategic objectives as well as short-term and long-term business priorities for the financial year shall also be taken into account.

The performance criteria for variable remuneration for the financial year 2020 consist of a financial performance measure for both the CEO and the deputy CEO. The performance measure is called Residual Income and consists of operating income minus 8% interest (WACC) of managed capital. Operating income means EBIT before restructuring costs and amortization of intangible assets identified in connection with business acquisitions. Managed capital refers to fixed assets and working capital. By including both the operating income for the year and the efficiency of the net assets, a healthy balance between long-term and short-term is promoted in the decisions.

To achieve a bonus outcome, the starting point is that the previous year's Residual Income is exceeded. At the beginning of each year, the range for bonus outcome is revalued based on the conditions prevailing in the rest of the world for the forthcoming financial year. The starting point is often slightly lower than the outcome, this to take into account negative factors that can be difficult to counteract within a year. The maximum outcome shall correspond to a significant improvement and for 2020 it was decided to be Index 125 of the outcome in 2019. For 2020, the starting point was set at Index 95 of the previous year.

The CEO may receive a maximum of 75 % of the base salary and the deputy CEO may receive a maximum of 55 % of the base salary in variable remuneration.

The outcome for 2020 was clearly negatively affected by the pandemic and ended up below the starting point with the consequence that no variable remuneration was paid to either the CEO or the deputy CEO.

Comparative information on the change of remuneration and company performance

Multi-Year Comparison	2016	2017	2018	2019	2020
Total remuneration to the CEO, TSEK ¹⁾²⁾	5 888	9 641	5 598	8 809	12 755
Total remuneration to the deputy CEO, TSEK ¹⁾	2 299	2 440	2 522	3 642	1 634
Average remuneration of employees in the group, TSEK ³⁾	369	363	391	408	368
Average remuneration change compared to prev year, %	5,7%	-1,7%	7,6%	4,3%	-9,8%
The Group's reported operating income, EBIT, MSEK	463	456	351	408	70

1) 2019 includes bonus.

2) 2017 includes non-recurring compensation of MSEK 2.5 regarding sign-on bonus and 2020 includes severance payment of MSEK 7.9.

3) Average remuneration on a full time equivalent basis of employees of the group excluding members of the group executive management.

Malmö in March 2021
DUNI AB (publ)

The Board of Directors

THE BOARD OF DIRECTORS' PROPOSAL REGARDING AMENDMENT OF THE ARTICLES OF ASSOCIATION

According to Chapter 7, Section 4 of the Swedish Companies Act, the board may collect proxies for the General Meeting if provided for in the Articles of Association. According to Chapter 7, Section 4 a of the Swedish Companies Act it may also be provided for in the Articles of Association that the board may decide that the shareholders shall be able to exercise their voting rights by post before the General Meeting. In order to be able to use the alternatives provided by the Swedish Companies Act with regard to decisions on proxy collection and postal voting, the board proposes that a new article 13 is included in the Articles of Association, with the wording set out below.

The board further proposes three editorial amendments to the Articles of Association due to previously adopted legislative changes and that an unofficial English translation of the Articles of Association is added to the Articles of Association. After the amendments, the Articles of Association will have the wording set out in Appendix A.

Current wording	Proposed wording
<p>Article 1</p> <p>The company's name is Duni AB (Reg. No. 556536-7488). The company is a public company (publ).</p>	<p>Article 1</p> <p>The company's name is <i>business name of the company is</i> Duni AB (Reg. No. 556536-7488). The company is a public company (publ).</p>
<p>Article 11</p> <p>Shareholders who want to participate in shareholders' meetings are to notify the company not later than 4.00 pm CET the day which is specified in the notice to the meeting. The last-mentioned day may not be a Sunday, other public holiday, Saturday, Midsummer Eve, Christmas Eve or New Years Eve and not fall earlier than the fifth weekday prior to the meeting.</p>	<p>Article 11</p> <p>Shareholders who want to participate in shareholders' meetings are to notify the company not later than 4.00 pm CET the day which is specified in the notice to the meeting. The last-mentioned day may not be a Sunday, other public holiday, Saturday, Midsummer Eve, Christmas Eve or New Years Eve and not fall earlier than the fifth weekday prior to the meeting.</p>
<p>Article 12</p> <p>The company's shares are to be registered in a securities register in accordance with the Swedish Financial Instruments Accounts Act (1998:1479).</p>	<p>Article 12 para. 1</p> <p>The company's shares are to be registered in a securities register in accordance with the Swedish <i>Central Securities Depositories and</i> Financial Instruments Accounts Act (1998:1479).</p>

-	<p>Article 13</p> <p>The Board of Directors may collect proxies pursuant to the procedure stated in Chapter 7, Section 4, second paragraph of the Swedish Companies Act (2005:551). The Board of Directors may decide before a General Meeting that the shareholders shall be able to exercise their voting rights by post before the General Meeting pursuant to the procedure stated in Chapter 7, Section 4 a of the Swedish Companies Act (2005:551).</p>
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The board proposes that the CEO shall be authorized to make the minor adjustments to the above resolution that may prove to be necessary in connection with the registration of the Articles of Association with the Swedish Companies Registration Office.

For a resolution in accordance with the board's proposal to be valid, the resolution must be accepted by shareholders holding no less than 2/3 of the votes cast as well as the shares represented at the AGM.

Malmö in March 2021
DUNI AB (publ)
The Board of Directors

The English text is a translation of the Swedish original version. In the event of a conflict between the English and the Swedish texts the Swedish text shall prevail.

Appendix A

BOLAGSORDNING

Articles of Association

DUNI AB

§ 1

Bolagets företagsnamn är Duni AB (org. nr. 556536–7488). Bolaget är publikt (publ).

The business name of the company is Duni AB (Reg. No. 556536-7488). The company is a public company (publ).

§ 2

Bolaget skall direkt eller indirekt idka rörelse för tillverkning, utveckling och försäljning av konsumentrelaterade artiklar för servering och förpackning av måltider samt idka därmed förenlig verksamhet.

The object of the company's business is to, directly or indirectly, conduct business in production, development and sales of consumer related articles for serving and packaging of meals, and any other activities compatible therewith.

§ 3

Styrelsen skall ha sitt säte i Malmö.

The company's registered office shall be situated in Malmö, Sweden.

§ 4

Bolagets aktiekapital skall utgöra lägst fyrtiomiljonertiotusen (40 010 000) kronor och högst etthundrasextiomiljonerfyrtiotusen (160 040 000) kronor.

The company's share capital shall amount to not less than SEK forty million ten thousand (40,010,000) and not more than SEK one hundred sixty million forty thousand (160,040,000).

§ 5

Antalet aktier skall vara lägst 32 008 000 och högst 128 032 000.

The number of shares shall not be fewer than 32,008,000 and not more than 128,032,000.

§ 6

Bolagets styrelse skall bestå av minst tre (3) och högst tolv (12) ledamöter. Utöver de styrelseledamöter som årligen väljs av årsstämman kan från tid till annan styrelseledamot och suppleant för sådan ledamot komma att utses i enlighet med lag (1987:1245) om styrelserepresentation för de privatanställda.
The Board of Directors shall consist of not less than three (3) members and not more than twelve (12) members. In addition to the members of the Board of Directors elected yearly at the general annual meeting, a member of the Board and deputy member of the Board can from time to time be appointed in accordance with the Board Representation (Private Sector Employees) Act (1987:1245).

§ 7

En (1) till två (2) revisorer med eller utan revisorssuppleant eller ett registrerat revisionsbolag skall utses.
One (1) to two (2) auditors with or without a deputy auditor or a registered audit firm shall be appointed.

§ 8

Bolagets räkenskapsår skall omfatta tiden 1 januari – 31 december.
The company's financial year shall comprise 1 January – 31 December.

§ 9

Årsstämman skall hållas en gång årligen inom sex månader efter utgången av varje räkenskapsår. Bolagsstämman skall hållas på någon av följande orter efter styrelsens bestämmande, nämligen Stockholm eller Malmö.
Annual general meeting shall be held yearly within six months from the end of each financial year. The meeting shall be held in Stockholm or Malmö, Sweden, at the discretion of the Board of Directors.

På årsstämma skall följande ärenden förekomma till behandling:
The following business shall be addressed at annual general meetings:

1. Val av ordförande vid stämman.
Election of a chairman of the meeting.
2. Upprättande och godkännande av röstlängd.
Preparation and approval of the voting list.
3. Val av en eller två justeringsmän.
Election of one or two persons who shall approve the minutes of the meeting.
4. Prövning av om stämman blivit behörigen sammankallad.
Determination of whether the meeting has been duly convened.

5. Godkännande av dagordning for dagens stämma.
Approval of the agenda.
6. Framläggande av årsredovisningen och revisionsberättelsen samt koncernredovisningen och koncernrevisionsberättelsen.
Presentation of the annual report and the auditor's report, and the consolidated financial statements and the consolidated audit report.
7. Beslut
Resolution
 - (a) om fastställelse av resultaträkningen och balansräkningen samt koncernresultaträkningen och koncernbalansräkningen,
on adoption of the income statement and balance sheet, and of the consolidated income statement and the consolidated balance sheet,
 - (b) om dispositioner beträffande bolagets vinst eller förlust enligt den fastställda balansräkningen,
regarding allocation of the company's profit or loss in accordance with the adopted balance sheet,
 - (c) om ansvarsfrihet för styrelseledamöterna och verkställande direktör.
regarding discharge of the members of the Board of Directors and the managing director from liability.
8. Fastställande av arvoden åt styrelsen och revisorerna.
Determination of fees for members of the Board of Directors and auditors.
9. Val av styrelse samt i förekommande fall revisionsbolag, revisorer och revisorssuppleanter.
Election of the members of the Board of Directors and, where applicable, auditors and deputy auditors.
10. Annat ärende, som ankommer på stämman enligt aktiebolagslagen (2005:551) eller bolagsordningen.
Other matters, which are set out in the Swedish Companies Act (2005:551) or the company's Articles of Association.

§ 10

Kallelse till bolagsstämma skall ske genom annonsering i Post- och Inrikes Tidningar samt på bolagets webbplats. Att kallelse skett skall annonseras i Svenska Dagbladet. Kallelsen skall ske inom sådan tid som följer av aktiebolagslagen (2005:551).

Notice convening a general meeting shall be given by announcement in Post- och Inrikes Tidningar and on the company's website. It shall be announced in Svenska Dagbladet that notice of a general meeting has been made. The notice shall be published within the time limits stipulated in the Swedish Companies Act (2005:551).

§ 11

Aktieägare skall för att få delta i bolagsstämman 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 bolagsstämman.

Shareholders who want to participate in general meetings are to notify the company not later than the day which is specified in the notice to the meeting. The last-mentioned day may not be a Sunday, other public holiday, Saturday, Midsummer Eve, Christmas Eve or New Year's Eve and not fall earlier than the fifth weekday prior to the meeting.

§ 12

Bolagets aktier skall vara registrerade i ett avstämningsregister enligt lagen (1998:1479) om värdepapperscentraler och kontoföring av finansiella instrument.

The company's shares are to be registered in a securities register in accordance with the Swedish Central Securities Depositories and Financial Instruments Accounts Act (1998:1479).

§ 13

Styrelsen får samla in fullmakter enligt det förfarande som anges i 7 kap. 4 § andra stycket aktiebolagslagen (2005:551). Styrelsen får inför en bolagsstämma besluta att aktieägarna skall kunna utöva sin rösträtt per post före bolagsstämman enligt vad som anges i 7 kap. 4 a § aktiebolagslagen (2005:551).

The Board of Directors may collect proxies pursuant to the procedure stated in Chapter 7, Section 4, second paragraph of the Swedish Companies Act (2005:551). The Board of Directors may decide before a general meeting that the shareholders shall be able to exercise their voting rights by post before the general meeting pursuant to the procedure stated in Chapter 7, Section 4 a of the Swedish Companies Act (2005:551).

Ovanstående bolagsordning har antagits vid årsstämma den 4 maj 2021.

The Articles of Association have been adopted at the annual general meeting on 4 May 2021.