

The board of directors' proposal on authorisation for the board of directors to resolve on new issues of shares or convertibles

The board of directors proposes that the annual general meeting of Nobina AB (publ) (the “**Company**”) authorises the board of directors to, at one or several occasions until the annual general meeting 2021, decide upon issues of shares or convertibles in the Company against payment in cash, in kind or through set-off or subject to other conditions and with the right to deviate from the shareholders' preferential rights. The purpose of the authorisation and the reason for the possible deviation from the shareholders' preferential rights is to facilitate the raising of capital for acquisitions. The authorisation shall be limited whereby the board of directors may not resolve to issue shares and/or convertibles that involve the issue of or conversion into shares corresponding to more than 10.0% of the total number of shares in the Company at the time of the issue resolution, corresponding to an issuance of 8,835,568 shares calculated on the basis of the current number of shares issued by the Company. To the extent new issues of shares are made with deviation from the shareholders' preferential rights, such issues shall be made on market conditions.

In order for the resolution to be valid, it must be supported by shareholders holding not less than two-thirds of both the votes cast and of the shares represented at the annual general meeting.

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Solna in April 2020
Nobina AB (publ)
The board of directors