

Resolution to amend the articles of association

The board of directors proposes that the articles of association should be supplemented with provisions that make it possible for the board of directors to collect power of attorneys in accordance with the procedure set out in Chapter 7, Section 4 of the Swedish Companies Act and to decide that the shareholders shall be able to exercise their voting rights by mail before a general meeting in accordance with the procedure set out in Chapter 7, Section 4a of the Swedish Companies Act. The purpose of the proposal is to give the board of directors increased flexibility in the conduct of general meetings also after the expiration of the Act (2020:198) on Temporary Exemptions to Facilitate the Execution of General Meetings in Companies and Associations. In addition, certain amendments as regards form are proposed.

Current wording	Proposed wording
<p>10. Aktieägares rätt att delta i bolagsstämma/Shareholders' rights to participate in the shareholders' meeting</p> <p>Aktieägare som vill delta i förhandlingarna vid bolagsstämma skall anmäla detta till bolaget senast den dag som anges i kallelsen till stämman.</p> <p>Aktieägare får vid bolagsstämman medföra ett eller två biträden, dock endast om aktieägaren gjort anmälan härom enligt föregående stycke.</p> <p><i>Shareholders who wish to participate in the shareholders' meeting shall notify the company not later than the day set forth in the notice of the meeting.</i></p> <p><i>A shareholder may have one or two counsels at the general meeting provided that the shareholder have notified about this in accordance with previous section.</i></p>	<p>10. Aktieägares rätt att delta i bolagsstämma/Shareholders' rights to participate in the shareholders' meeting</p> <p>Aktieägare som vill delta i förhandlingarna vid bolagsstämma skall anmäla detta till bolaget senast den dag som anges i kallelsen till stämman.</p> <p>Aktieägare får vid bolagsstämman medföra ett eller två biträden, dock endast om aktieägaren gjort anmälan härom enligt föregående stycke.</p> <p>Styrelsen får samla in fullmakter enligt det förfarande som anges i 7 kap. 4 § andra stycket aktiebolagslagen.</p> <p>Styrelsen får inför en bolagsstämma besluta att aktieägarna ska kunna utöva sin rösträtt per post före bolagsstämman.</p> <p><i>Shareholders who wish to participate in the shareholders' meeting shall notify the company not later than the day set forth in the notice of the meeting.</i></p> <p><i>A shareholder may have one or two counsel at the general meeting provided that the shareholder has given notice hereof in accordance with the preceding paragraph.</i></p> <p><i>The board of directors may collect proxies pursuant to the procedure stated in Chapter 7, Section 4, second paragraph of the Swedish Companies Act.</i></p>

	<i>The board of directors may decide before a general meeting that the shareholders shall be able to exercise their voting rights by mail before the general meeting.</i>
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The board of directors' proposal requires that at least two thirds (2/3) of both the votes cast as well as the shares represented at the annual general meeting approve the proposal.

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Solna in April 2021
Nobina AB (publ)
The board of directors