Protokoll fört vid årsstämma med aktieägarna i Balco Group AB, 556821-2319, på Kök 11, Honnörsgatan 15 i Växjö, den 17 juni 2020, kl. 15.00–15.45.

Minutes kept at the Annual General Meeting of the shareholders of Balco Group AB, 556821-2319, at Kök 11, Honnörsgatan 15 in Växjö, 17 June 2020, 3.00–3.45 p.m.

#### § 1 Öppnande av årsstämman / Opening of the Annual General Meeting

Styrelsens ordförande, Tomas Johansson, hälsade aktieägare och gäster välkomna och förklarade stämman öppnad.

The Chairman of the Board of Directors, Tomas Johansson, welcomed the shareholders and guests and declared the meeting opened.

#### § 2 <u>Val av ordförande vid årsstämman / Election of Chairman for the</u> Annual General Meeting

Utsågs Tomas Johansson till ordförande vid stämman. Antecknades att advokaten Erik Åslund ombetts att fullgöra uppgiften att vara sekreterare vid stämman och föra dagens protokoll.

Tomas Johansson was elected Chairman of the meeting. It was noted that attorney Erik Åslund had been asked to fulfill the task of being secretary of the meeting and be the keeper of today's minutes.

Godkändes att gäster och funktionärer vid stämman som inte var aktieägare hade rätt att närvara vid stämman samt att stämman direktsändes via bolagets hemsida.

It was approved that guests and officials who were not shareholders were entitled to attend the meeting and that the meeting was broadcasted live via the company's website.

### § 3 <u>Upprättande och godkännande av röstlängd / Preparation and approval</u> of the voting list

Beslöts att godkänna den upprättade förteckningen över till stämman i föreskriven tid anmälda och vid stämman, själva eller genom i förteckningen antecknade ombud, närvarande aktieägare att gälla såsom röstlängd vid stämman, bilaga 1.

It was resolved to approve the prepared list of shareholders who, within the prescribed time, had given notice of their participation and that also, in person or by proxy registered in the prepared list, were present at the meeting as the voting list of the meeting, appendix 1.

#### § 4 Godkännande av dagordning / Approval of the agenda

Godkändes den i kallelsen intagna dagordningen för stämman.

The agenda for the meeting presented in the notice was approved.

### § 5 <u>Val av en eller två protokolljusterare / Election of one or two persons to</u> verify the minutes

Beslöts att utse en protokolljusterare att jämte ordföranden justera dagens protokoll samt att välja Johannes Wingborg, representant för vissa fonder förvaltade av Länsförsäkringar, till protokolljusterare.

It was resolved to appoint one person to certify the minutes together with the Chairman and that Johannes Wingborg, representative of certain funds managed by Länsförsäkringar, was appointed as person to verify the minutes.

## § 6 Prövning av om årsstämman blivit behörigen sammankallad / Determination of whether the Annual General Meeting has been duly convened

Antecknades att kallelse till årsstämman hade varit införd i Post- och Inrikes Tidningar den 18 maj 2020 och publicerad på bolagets webbplats den 14 maj 2020. Antecknades vidare att notis om att kallelse hade skett hade varit införd i Dagens industri den 18 maj 2020.

It was noted that notice to attend the meeting had been published in the Swedish Official Gazette on 18 May 2020 and on the Company's website on 14 May 2020. It was further noted that an announcement that notice had been made had been published in Dagens industri on 18 May 2020.

Konstaterades därefter att stämman var i behörig ordning sammankallad.

The meeting was thereafter declared properly convened.

# § 7 Framläggande av årsredovisningen och revisionsberättelsen samt koncernredovisningen och koncernrevisionsberättelsen / Presentation of the annual report and the auditors' report and the consolidated accounts and the auditor's report on the consolidated accounts

Framlades årsredovisningen och revisionsberättelsen samt koncernredovisningen och koncernrevisionsberättelsen för räkenskapsåret 2019.

The annual report and the auditor's report as well as the consolidated accounts and the auditor's report on the consolidated accounts for the financial year 2019 were submitted.

### § 8 Anförande av den verkställande direktören och revisorn / Statement by the CEO and the auditor

Verkställande direktören, Kenneth Lundahl, höll ett anförande om Balcokoncernens verksamhet under 2019.

The CEO, Kenneth Lundahl, held a statement of Balco Group's business during 2019.

Auktoriserade revisorn Martin Odqvist, PwC, redogjorde för revisionsarbetet samt föredrog delar av revisionsberättelsen.

The certified public accountant Martin Odqvist, PwC, gave a presentation on the audit and presented parts of the auditor's report.

§ 9 Beslut om (a) fastställande av resultaträkningen och balansräkningen samt koncernresultaträkningen och koncernbalansräkningen, (b) dispositioner beträffande Bolagets vinst enligt den fastställda balansräkningen, samt (c) ansvarsfrihet för styrelseledamöterna och den verkställande direktören för räkenskapsåret 2019 / Resolutions regarding (a) adoption of the profit and loss statement and the balance sheet as well as the consolidated profit and loss statement and consolidated balance sheet, (b) disposition of the Company's profits according to the adopted balance sheet, and (c) discharge from liability for the members of the Board of Directors and the CEO for the financial year 2019

Beslöts, i enlighet med revisorns tillstyrkan, att fastställa den framlagda resultaträkningen och balansräkningen samt den framlagda koncernresultaträkningen och koncernbalansräkningen för räkenskapsåret 2019.

It was resolved, in accordance with the auditor's recommendation, to adopt the profit and loss account, the balance sheet and the consolidated profit and loss account and the consolidated balance sheet presented for the financial year 2019.

Beslöts att ingen utdelning ska lämnas för räkenskapsåret 2019 och att belopp som står till årsstämmans förfogande överförs i ny räkning.

It was resolved that no dividend shall be paid for the financial year 2019 and that funds at the disposal of the meeting are carried forward.

Det antecknades att styrelsen kommer utvärdera förutsättningarna för att kalla till en extra bolagsstämma under hösten 2020 när Covid-19 pandemins konsekvenser blivit tydligare och marknadsförutsättningarna stabilare för att aktieägarna ska kunna ta ställning till frågan om utdelning.

It was noted that the Board of Directors will evaluate the conditions for convening an Extraordinary General Meeting in fall 2020 when the consequences of the Covid-19 pandemic becomes more clear and the market conditions more stabilized, at which the shareholders will be able to decide on dividend.

Beslöts, i enlighet med revisorns tillstyrkan, att bevilja styrelsens ledamöter och verkställande direktören ansvarsfrihet för förvaltningen av bolaget för räkenskapsåret 2019. Antecknades att beslutet var enhälligt.

It was resolved, in accordance with the auditor's recommendation, to grant the members of the Board of Directors and the CEO discharge from liability for their management of the Company for the financial year 2019. It was noted that the resolution was unanimously adopted.

# § 10 Valberedningens redogörelse för sina förslag till årsstämman samt valberedningens motiverade yttrande avseende sitt förslag till styrelse / The Nomination Committee's statement regarding its proposals for the Annual General Meeting and the Nomination Committee's justified statement regarding its proposal on election of Board members

Carl-Mikael Lindholm, valberedningens ordförande, gav en sammanfattning av valberedningens arbete.

Carl-Mikael Lindholm, chairman of the Nomination Committee, provided a summary of the work of the Nomination Committee.

### § 11 <u>Beslut om antal styrelseledamöter / Determination of the number of Board members</u>

Beslöts, i enlighet med valberedningens förslag, att antalet bolagsstämmovalda styrelseledamöter ska uppgå till sex styrelseledamöter utan styrelsesuppleanter.

It was resolved, in accordance with the proposal of the Nominating Committee, that the number of members of the Board of Directors elected by the meeting shall be six Board members, without deputies.

#### § 12 Beslut om antal revisorer / Determination of the number of auditors

Beslöts, i enlighet med valberedningens förslag, att antalet revisorer ska vara en utan revisorssuppleant.

It was resolved, in accordance with the proposal of the Nominating Committee, that the number of auditors shall be one without any deputy member.

### § 13 <u>Beslut om arvode till styrelseledamöter / Determination of remuneration</u> to the Board members

Beslöts, i enlighet med valberedningens förslag, att arvode till styrelsen oförändrat ska utgå med 500 000 kronor till styrelsens ordförande, 190 000 kronor till var och en av övriga styrelseledamöter, 70 000 kronor till revisionsutskottets ordförande, 40 000 kronor till övriga ledamöter i revisionsutskottet, 40 000 kronor till ersättningsutskottets ordförande samt 25 000 kronor till övriga ledamöter i ersättningsutskottet. Beslutet innebär ett totalt styrelsearvode uppgående till 1 690 000 kronor (baserat på att respektive styrelseutskott består av en ordförande och två ledamöter).

It was resolved, in accordance with the Nomination Committee's proposal, that an unchanged remuneration of SEK 500,000 shall be paid to the Chairman of the Board, SEK 190,000 shall be paid to each of the other members of the Board, SEK 70,000 shall be paid to the Chairman of the Audit Committee, SEK 40,000

shall be paid to the other members of the Audit Committee, SEK 40,000 shall be paid to the Chairman of the Remuneration Committee and SEK 25,000 shall be paid to the other members of the Remuneration Committee. The resolution implies a total board remuneration of SEK 1,690,000 (based on that the respective Board Committee consists of one Chairman and two members).

### § 14 <u>Beslut om arvode till revisor / Determination of remuneration to the auditor</u>

Beslöts, i enlighet med valberedningens förslag, att arvode till bolagets revisor ska utgå enligt godkänd räkning.

It was resolved, in accordance with the proposal of the Nominating Committee, that remuneration of the Company's auditor shall be paid according to the amount invoiced and approved.

### § 15 <u>Val av styrelseledamöter och styrelseordförande</u> / Election of Board members and chairman

Beslöts, i enlighet med valberedningens förslag, om omval av Ingalill Berglund, Tomas Johansson, Carl-Mikael Lindholm, Johannes Nyberg och Mikael Andersson som styrelseledamöter samt nyval av Vibecke Hverven som styrelseledamot. Tomas Johansson omvaldes som styrelseordförande.

It was resolved, in accordance with the proposal of the Nominating Committee, to re-elect Ingalill Berglund, Tomas Johansson, Carl-Mikael Lindholm, Johannes Nyberg and Mikael Andersson as Board members and elect Vibecke Hverven as a new Board member. Tomas Johansson was re-elected as Chairman of the Board.

Antecknades att en redogörelse för de föreslagna styrelseledamöternas bakgrund och övriga uppdrag i god tid före stämman funnits tillgänglig på bolagets webbplats.

It was noted that a presentation of the proposed members of the Board of Directors with respect to their background and other assignments had been available on the Company's website well in advance of the meeting.

#### § 16 Val av revisor / Election of auditor

Beslöts, i enlighet med valberedningens förslag, att omvälja revisionsbolaget Öhrlings PricewaterhouseCoopers AB ("PwC") som bolagets revisor för tiden intill slutet av nästa årsstämma. Noterades att PwC hade informerat valberedningen om att den auktoriserade revisorn Martin Odqvist kommer att fortsätta som huvudansvarig revisor.

It was resolved, in accordance with the proposal of the Nominating Committee, to re-elect the registered public accounting firm Öhrlings PricewaterhouseCoopers AB ("PwC") as auditor of the Company for the period until the end of the next Annual General Meeting. It was noted that PwC had informed the Nominating Committee that the certified public accountant Martin Odqvist will continue as auditor in charge.

### § 17 <u>Beslut om riktlinjer för ersättning till ledande befattningshavare /</u> <u>Resolution on guidelines for remuneration to senior executives</u>

Beslöts, i enlighet med styrelsens förslag, om riktlinjer för ersättning till ledande befattningshavare, bilaga 2.

It was resolved, in accordance with the proposal by the Board of Directors, on guidelines for remuneration to senior executives, <u>appendix 2</u>.

### § 18 <u>Beslut om återköp av teckningsoptioner / Resolution on offer to repurchase warrants</u>

Beslöts, i enlighet med styrelsens förslag, att bolaget ska lämna erbjudande om återköp av teckningsoptioner mot marknadsmässigt vederlag till innehavarna av teckningsoptioner av serie 2017/2020, <u>bilaga 3</u>.

It was resolved, in accordance with the proposal by the Board of Directors, that the Company shall make an offer to repurchase warrants at market terms to the holders of warrants of series 2017/2020, appendix 3.

### § 19 <u>Beslut om emissionsbemyndigande för styrelsen / Resolution on issue</u> authorisation for the Board of Directors

Beslöts, i enlighet med styrelsens förslag, att bemyndiga styrelsen att vid ett eller flera tillfällen, före nästa årsstämma, besluta om emission, med eller utan företrädesrätt för aktieägarna, av aktier, teckningsoptioner eller konvertibler, bilaga 4.

It was resolved, in accordance with the proposal by the Board of Directors, to authorize the Board of Directors to, at one or several occasions until the next annual general meeting, resolve to issue, with or without preferential rights for the shareholders, shares, share warrants or convertibles, <u>appendix 4</u>.

Antecknades att beslutet var enhälligt.

It was noted that the resolution was unanimously adopted.

## § 20 (a) Beslut om bemyndigande för styrelsen att besluta om förvärv av egna aktier / Resolution regarding authorization for the Board of Directors to resolve on acquisition of own shares

Beslöts, i enlighet med styrelsens förslag, att bemyndiga styrelsen att vid ett eller flera tillfällen, före nästa årsstämma, besluta om förvärv av egna aktier, bilaga 5.

It was resolved, in accordance with the proposal by the Board of Directors, to authorize the Board of Directors to at one or several occasions, during the period until the next annual general meeting, resolve upon acquisition of own shares, appendix 5.

Antecknades att beslutet var enhälligt.

It was noted that the resolution was unanimously adopted.

# § 20 (b) Beslut om bemyndigande för styrelsen att besluta om överlåtelse av egna aktier / Resolution regarding authorization for the Board of Directors to resolve on transfer of own shares

Beslöts, i enlighet med styrelsens förslag, att bemyndiga styrelsen att fram till nästa årsstämma, vid ett eller flera tillfällen, fatta beslut om överlåtelse av egna aktier, bilaga 6.

It was resolved, in accordance with the proposal by the Board of Directors, to authorize the Board of Directors to, at one or several occasions during the period until the next annual general meeting resolve upon transfer of own shares, appendix 6.

Antecknades att beslutet var enhälligt.

It was noted that the resolution was unanimously adopted.

#### § 21 Stämmans avslutande / Closing of the Annual General Meeting

Ordföranden förklarade stämman avslutad.

The Chairman of the meeting declared the meeting closed.

\* \* \*

Erik Åslund

Justerat / Certified:

Tomas Johansson

Johannes Wingborg

#### Guidelines for remuneration to senior executives

The Board of Directors proposes that the Annual General Meeting resolves on the following guidelines for remuneration to the Company's senior executives.

'Senior executive' means the CEO and Group management. These guidelines shall apply to contractual remuneration and changes made to already agreed remuneration after adoption of the guidelines by the 2020 Annual General Meeting. Remuneration decided upon by the shareholders at general meetings falls outside the scope of these guidelines. Thus, share-related incentive programs for senior executives or remuneration to the directors for board work are not covered by these guidelines.

The guidelines contribute to the Company's business strategy, long-term interests and sustainability

The Company's business strategy is aimed, in brief, at strengthening the Company's leading position on the market as a supplier of high-quality balcony solutions that are tailored to the customer's specific needs and demands. For more information about the Company's business strategy, see the Company's website, www.balcogroup.se. Successful implementation of the Company's business strategy and realisation of its long-term interests, including its sustainability, are conditional on the Company being able to attract, incentivise and retain senior executives. The objective with the remuneration offered by the Company is to be competitive, while at the same time being in line with the shareholders' interests. The types of remuneration provided by the Company shall, together, create well-balanced remuneration which reflects individual skills, responsibility and performance, in both the short-term and long-term, as well as the Company's overall performance.

#### Decision-making process

The Board of Directors has established a Remuneration Committee, whose duties include preparing remuneration-related issues and proposals for the Board of Directors with respect to senior executives, as well as any decisions regarding deviations from the guidelines. The Board of Directors shall prepare a proposal for new guidelines when the need for significant change arises, however at least every fourth year, and shall present the proposal for adoption by the Annual General Meeting. The guidelines shall apply until such time as new guidelines have been adopted by the Annual General Meeting. The Remuneration Committee shall also monitor and assess current and concluded programs for variable remuneration to senior executives, the application of the guidelines for remuneration to senior executives, as well as applicable remuneration structures and remuneration levels in the Company. Senior executives do not participate in the Board of Directors' discussions and decisions regarding remuneration-related issues insofar as such relate to the senior executive.

#### Types of remuneration

Remuneration to senior executives may comprise fixed and variable salary as well as pension and other benefits. In addition, notwithstanding these guidelines the general meeting may, among other things, decide on share-related remuneration.

#### Fixed and variable salary

The executives' fixed annual salary shall be competitive and based on the individual executive's skills, responsibilities and performance.

In addition to fixed annual salary, the executive shall be able to receive variable remuneration. Such variable remuneration shall be based on predetermined and measurable criteria which may be financial and non-financial. The variable salary may be linked directly or indirectly to the achievement of the financial targets set by Balco's Board of Directors, which among other things relate to the Group's operating profit. The non-financial criteria may be linked to sustainability. The variable salary is normally paid out based on performance during twelve months (the calendar year) and is based on the Company's most recently published financial information. The variable cash remuneration is thus linked to the Company's business strategy, long-term interests and sustainability.

The criteria shall be adopted, monitored and assessed annually by the Board of Directors. The variable remuneration for each senior executive may not exceed 50% of fixed annual salary.

#### Other benefits and pension

The Group offers senior executives other benefits in accordance with local practice. Such benefits may, for example, include a Company car and corporate healthcare. Where appropriate, the Company may also offer housing for a limited period of time.

Senior executives shall be entitled to pension benefits based on what is customary in the country in which they are employed. Pension obligations shall be premium-defined and secured through payment of premiums to an insurance company, except where the individual in question is covered by a defined benefit pension in accordance with the provisions of an applicable collective agreement. Variable remuneration shall only constitute the basis for pension benefits if it is in accordance with the provisions of an applicable collective agreement. For each senior executive, pension may not exceed 30% of fixed annual salary, unless higher provisions are stipulated in an applicable pension plan pursuant to a collective agreement.

With respect to employment conditions that are subject to rules other than Swedish rules, pension benefits and other benefits may be adapted to comply with such mandatory rules or local practice, whereupon the overall objectives of these guidelines shall be met.

#### Salary and employment terms for employees

When preparing the Board's proposal for guidelines for remuneration, salary and employment terms for the Company's employees have been taken into consideration inasmuch as information regarding the total remuneration paid to employees, the components of the remuneration and the increase and rate of increase of the remuneration over time have constituted an element in the information on which the decisions of the Remuneration Committee and the Board of Directors are taken when assessing the reasonableness of the guidelines and the limitations which follow from them.

#### Termination and severance compensation

Employment agreements entered into between the Company and senior executives are generally open-ended. If the Company terminates the employment of a senior executive, the termination period may not exceed twelve months. Severance compensation is payable only upon termination by the Company and shall not exceed an amount corresponding to the fixed annual salary during the termination period. In the event of termination by the senior executive, the termination period may not exceed six months and severance compensation shall not be paid in the event of termination by the senior executive.

#### Deviations from the guidelines

The Board of Directors is entitled to deviate from these guidelines, wholly or in part, where special reasons so justify and a deviation is necessary to meet the Company's long-term interests, including sustainability, or to ensure the Company's financial viability. As stated above, the duties of the Remuneration Committee in preparing decisions for the Board on the issue of remuneration includes the taking of decisions regarding deviations from the guidelines.

#### Offer to repurchase warrants of series 2017/2020

The Board of Directors proposes that the Annual General Meeting resolves that the Company shall make an offer to the holders of warrants of series 2017/2020 to repurchase warrants at market terms.

A total of 803,580 warrants of series 2017/2020 have been issued by the Company. 679,083 warrants are held by the Company's senior executives and other key employees, in total 39 persons. The remaining 124,497 warrants are held by the Company's wholly owned subsidiary Balustrade AB.

The warrants may according to their terms and conditions be exercised by subscribing for new shares in the Company during the period 5 September–5 October 2020 (the "Exercise Period").

The Company shall make an offer to each holder of warrants of series 2017/2020, however not to Balustrade AB, to, during the Exercise Period and against cash payment, transfer as many warrants to the Company as needed in order for the total consideration from the transfer to correspond to what the holder shall pay for the shares subscribed by exercising the remaining warrants.

The offer price per warrant shall correspond to the closing price for the Company's share on Nasdaq Stockholm on the second to last day of the Exercise Period, with deduction of the warrant's subscription price. When determining the price in the offer, recalculations of the warrants shall be taken into account.

The proposal does not entail any changes to the terms and conditions of the warrants. Holders who choose not to accept the offer to repurchase may, without being affecting by the offer, exercise their warrants for subscription of shares in the Company during the Exercise Period in accordance with the terms and conditions of the warrants. Holders who choose to accept the offer to repurchase shall undertake to use the consideration from the transfer to exercise their remaining holding of warrants.

The purpose of the proposal is to make it less burdensome for the warrant holders to exercise their respective holdings of warrants compared to if the warrants are exercised and the holders, in order to finance the exercise, subsequently sell the new shares on the market. After the completion of the offer, the Company intends to cancel repurchased warrants.

The Board of Directors shall be authorised to resolve on the more detailed terms and conditions for the implementation of the offer and on the administrative measures that may be required to implement the resolution.

#### **Authorisation**

The Board of Directors, or any person appointed by the Board of Directors, is authorised to make such minor adjustments to the Annual General Meeting's resolution that may be necessary due to formal requirements.

#### Issue authorisation for the Board of Directors

The Board of Directors proposes that the Annual General Meeting shall decide to authorise the Board of Directors to, at one or several occasions until the next Annual General Meeting, resolve to issue, with or without preferential rights for the shareholders, against payment in cash, payment in kind or payment through set-off, shares or share warrants or convertibles referring to such shares, signifying an increase or potential increase of the Company's share capital with a maximum of ten per cent or 2,162,331 shares.

The purpose of the authorisation and the reasons for a possible deviation from the shareholders' preferential rights is that new issues of shares shall be able to occur to finance company acquisitions, to raise capital, or to finance further growth in the Company in other ways.

#### **Authorisation**

The Board of Directors, or any person appointed by the Board of Directors, is authorised to make such minor adjustments to the Annual General Meeting's resolution that may be necessary in connection with the registration of the resolution or due to other formal requirements.

### Authorisation for the Board of Directors to resolve on acquisition of own shares

The Board of Directors proposes that the Annual General Meeting shall decide to authorise the Board of Directors to, at one or several occasions until the next Annual General Meeting, on the following terms, acquire own shares in the share class that, at the time of the authorisation, is admitted to trading on Nasdaq Stockholm.

Acquisitions of shares in the Company may be carried out on Nasdaq Stockholm. The number of shares that may be acquired shall not exceed a number implying that the Company's total shareholding of own shares after acquisition corresponds to more than one tenth of all shares in the Company at any time. The shares in the Company on Nasdaq Stockholm shall be acquired only within the price range applicable, i.e. the spread between the highest purchase price and the lowest selling price.

The purpose of the proposed authorisation to acquire own shares is to enable an improvement of the Company's capital structure and to give the Board of Directors an increased scope of action.

#### **Authorisation**

The Board of Directors, or any person appointed by the Board of Directors, is authorised to make such minor adjustments to the Annual General Meeting's resolution that may be necessary due to formal requirements.

### Authorisation for the Board of Directors to resolve on transfer of own shares

The Board of Directors proposes that the Annual General Meeting shall decide to authorise the Board of Directors to, at one or several occasions until the next Annual General Meeting, on the following terms, resolve on transfers of own shares in the share class that, at the time of the utilisation of the authorisation, is admitted to trading on Nasdaq Stockholm.

Transfers of own shares may be carried out on Nasdaq Stockholm or by other means. Transfer of own shares may be made with deviation from the preferential rights of the shareholders. The maximum number of shares that may be transferred is the total number of own shares held by the Company at the time of the Board of Directors' resolution to transfer the shares. Transfers of own shares made on Nasdaq Stockholm shall be carried out at a price within the price range applicable, i.e. the spread between the highest purchase price and the lowest selling price. Transfer of own shares in another manner shall be made at a minimum price that shall be determined in close connection with the shares' quoted price at the time of the Board of Directors' resolution to transfer the shares. Payment for own shares that are transferred can be made in cash, in kind or through set-off. The Board of Directors is entitled to determine the other terms and conditions of the transfer which, however, shall be in accordance with the market practice.

The purpose of the proposed authorisation to transfer own shares and the reason for the deviation from the shareholders' preferential rights is to enable an improvement of the Company's capital structure and to give the Board of Directors an increased scope of action in relation to future acquisitions by facilitating a fast and cost-effective financing through the disposition of own shares.

#### **Authorisation**

The Board of Directors, or any person appointed by the Board of Directors, is authorised to make such minor adjustments to the Annual General Meeting's resolution that may be necessary due to formal requirements.