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Minutes from the Annual General Meeting  
of shareholders in AB Sagax (publ), Corp.  
Reg. No. 556520-0028, 11 May 2022 at  
4.00 p.m. in Citykonferensen,  
Malmskillnadsgatan 46 in Stockholm.

### **§ 1. Opening of the Meeting and election of Chairman of the Annual General Meeting**

The Meeting was opened by Chairman of the Board Staffan Salén.

Staffan Salén was elected as Chairman of the Meeting in accordance with the Nomination Committee's proposal.

It was noted that the lawyer Johan Hessius of Cirio Law Firm would record the minutes of the Meeting.

### **§ 2. Preparation and approval of the voting list**

A list was prepared of the shareholders, proxies and advisors who attended with information about the number of shares and votes represented by the shareholders, **Appendix 1**.

It was noted that the Board, with the support of the Company's Articles of Association, resolved that shareholders also had the opportunity to exercise their voting right via postal voting ahead of the Annual General Meeting.

The Meeting resolved to approve the list of shareholders in attendance to serve as the voting list.

It was resolved that those individuals to whom the Company had granted the right to attend the Meeting as guests would have the right to attend.

### **§ 3. Approval of the agenda**

The Meeting approved the agenda in accordance with **Appendix 2**.

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#### **§ 4. Election of one or two minutes checkers**

The Meeting appointed Johannes Wingborg, proxy for Länsförsäkringar Fondförvaltning, and Peter Lundkvist, proxy for the Third Swedish National Pension Fund, as well as the Chairman to verify the minutes of the Meeting.

#### **§ 5. Determination of whether the Meeting has been duly convened**

It was noted that notice of the Meeting had been given through publication of the notice in its entirety in Post- och Inrikes Tidningar and in through a notice in Svenska Dagbladet on Tuesday, 12 April 2022. Furthermore, it was noted that the notice had been available on the Company's website from Thursday, 7 April 2022.

The Meeting was declared to have been duly convened.

#### **§ 6. Presentation of the annual report and the auditors' report and of the consolidated financial accounts and the auditor's report on the consolidated financial statements**

It was established that the Company's accounts, including the corporate governance report and the 2021 auditors' report have been available at the Company's office since 19 April 2022 and sent to those shareholders who so requested them. The Company's accounts and auditors' report have been available on the Company's website from the specified date. The documents were also presented at the Meeting, **Appendix 3.**

The CEO David Mindus held a presentation after which shareholders were given the opportunity to present questions to the CEO.

Authorized Public Accountant Oskar Wall, from accounting firm Ernst & Young AB, gave an account of the audit and the conclusions that the audit led to, whereafter shareholders were given the opportunity to present questions to the auditor.

The Chairman of the Meeting thanked the outgoing auditor Oscar Wall for his seven years as an auditor for the Company.

#### **§ 7. Resolutions**

- a) **adoption of the income statement, the balance sheet, the consolidated income statement and the consolidated balance sheet,**

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The Meeting resolved to adopt the income statement, the balance sheet, the consolidated income statement and the consolidated balance sheet for the 2021 financial year.

**b) disposition of the Company's earnings in accordance with the adopted balance sheet**

It was established that the Board had submitted a proposal for the distribution of the earnings at the disposal of the AGM including a statement in accordance with Chapter 18, Section 4 of the Swedish Companies Act, **Appendix 4**. It was noted that the auditor in their auditors' report had recommended that the AGM distribute the profits in the Company according to the proposal.

The Meeting resolved to adopt the Board's proposed distribution of unappropriated earnings.

**c) discharge from liability for the Board members and the CEO**

The Meeting resolved, in accordance with the auditors' recommendation, to discharge all Board members and the CEO from liability for operations for the 2021 financial year.

It was noted that, in their capacity as shareholders, neither the Board members nor the CEO participated in the resolution regarding discharge from liability.

**§ 8. Resolution on the number of Board members and auditors**

It was noted that the Nomination Committee's Chairman Björn Alsén held a presentation on the work of the Nomination Committee and its proposals. The Nomination Committee's proposals and reasoned statement are attached as **Appendix 5**.

The Meeting resolved that the Board comprise six Board members with no deputy directors for the period until the next AGM, in accordance with the Nomination Committee's proposal.

The meeting resolved that the number of auditors is to be one registered accounting firm, in accordance with the proposal of the Nomination Committee.

**§ 9. Resolution on remuneration for the Board members and auditors**

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The Meeting resolved that director fees in total shall amount to SEK 1,050,000, of which SEK 330,000 be paid to the Board Chairman and SEK 180,000 to each other non-executive Board members elected by the AGM, in accordance with the Nomination Committee's proposal.

The Meeting also resolved that fees to the auditors are to be paid based on approved invoices, in accordance with the Nomination Committee's proposal.

#### **§ 10. Election of the Board of Directors, Chairman and auditors**

The Meeting Chairman gave an account of the proposed Board members' assignments in other companies.

The Meeting resolved, in accordance with the Nomination Committee's proposal, to re-elect the Board Members Johan Cederlund, Filip Engelbert, David Mindus, Staffan Salén, Johan Thorell and Ulrika Werdelin as regular Board members until the next AGM. Staffan Salén was re-elected as Chairman.

The Meeting resolved, in accordance with the Nomination Committee's proposal and the Audit Committee's recommendation to, for the period until the next AGM, re-elect Ernst & Young Aktiebolag as its audit company, who intend to appoint Jonas Svensson as the auditor-in-charge.

#### **§ 11. Resolution on approval of the Board of Directors' 2021 Remuneration Report**

It was noted that the auditor submitted a statement in accordance with Chapter 8, Section 54 of the Swedish Companies Act, Appendix 6.

The Meeting resolved to approve the Board's Remuneration Report in accordance with Chapter 8 Section 53a of the Swedish Companies Act regarding 2021, Appendix 7.

#### **§ 12. Resolution on the introduction of Incentive Plan 2022/2025 through the a) issue of warrants to the subsidiary Satrap Kapitalförvaltning AB and b) approval of the transfer of the warrants to employees of the Company or its subsidiaries**

It was established that the Board had submitted a proposal concerning the introduction of Incentive Plan 2022/2025 through the a) issue of warrants to the subsidiary Satrap Kapitalförvaltning AB and b) approval of the transfer of the

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warrants to employees of the Company or its subsidiaries, **Appendix 8.** Shareholders were given the opportunity to present questions concerning the Board's proposal.

The Meeting resolved in accordance with the Board's proposal, and it was noted that the resolution was passed with the requisite majority.

**§ 13. Resolution on authorisation for the Board of Directors to increase the share capital through new issues of shares, warrants and/or convertibles**

It was noted that the Board had submitted a proposal concerning authorisation of the Board of Directors to increase the share capital through new issues of shares, warrants and/or convertibles, **Appendix 9.** Shareholders were given the opportunity to present questions concerning the Board's proposal.

The Meeting resolved in accordance with the Board's proposal, and it was noted that the resolution was passed with the requisite majority.

**§ 14. Resolution on authorisation of the Board of Directors to repurchase own shares, warrants and/or convertibles and/or transfer of own shares and/or warrants**

It was noted that the Board had submitted a resolution concerning authorisation for the Board of Directors to make decisions on the Company's acquisition of own shares, warrants and/or convertibles and/or transfer of own shares and/or warrants, **Appendix 10.** Shareholders were given the opportunity to present questions concerning the Board's proposal.

The Meeting resolved in accordance with the Board's proposal, and it was noted that the resolution was passed with the requisite majority.

**§ 15. Resolution on amendment of the Articles of Association**

It was noted that the Board submitted a proposal concerning the change of Articles of Association, **Appendix 11.** Shareholders were given the opportunity to present questions concerning the Board's proposal.

The Meeting resolved in accordance with the Board's proposal, and it was noted that the resolution was passed with the requisite majority.

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**§ 16. Conclusion of the Meeting**

The Meeting was declared closed.

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Johan Hessius  
Secretary

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Staffan Salén  
Chairman of the Meeting

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Johannes Wingborg

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Peter Lundkvist