

*N.B. The English text is an in-house translation of the original Swedish text. Should there be any disparities between the Swedish and the English text, the Swedish text shall prevail.*

## **NOTICE OF ANNUAL GENERAL MEETING**

Outpost24 Holding AB (publ), reg. no. 559166-1193, holds an annual general meeting on Friday, 21 May 2021. In order to prevent the spread of the virus causing covid-19, the board of directors has decided that the annual general meeting will be held without the physical presence of shareholders, proxies or external parties and that the shareholders shall have the opportunity to exercise their voting rights only by postal voting prior to the annual general meeting.

### **RIGHT TO PARTICIPATE AND NOTICE OF ATTENDANCE**

Shareholders who wish to participate at the general meeting must:

- be entered as a shareholder in the share register kept by Euroclear Sweden AB on Wednesday, 12 May 2021 or, if the shares are registered in the name of a nominee, request that the nominee registers the shares in the shareholder's own name for voting purposes in such time that the registration is completed by Monday, 17 May 2021; and
- notify their intention to participate by submitting a postal vote in accordance with the instructions set out in the section "Postal voting" below in such time so that Computershare AB receives the postal vote no later than Thursday, 20 May. Please note that the notification to the annual general meeting can only be made by postal voting.

### **POSTAL VOTING**

The board of directors has decided that shareholders shall have the opportunity to exercise their voting rights only by postal voting pursuant to sections 20 and 22 of the Swedish Act (2020:198) on Temporary Exemptions of General Meetings in Companies and Associations. A shareholder who wishes to exercise its voting rights shall use a special form for postal voting. The form for postal voting will be made available on Outpost24 Holding's website, [outpost24.com](http://outpost24.com). Complete forms shall be sent by way of mail to Computershare AB, "Outpost24 Holding Annual General Meeting", Box 5267, SE-102 46 Stockholm, or by e-mail to [info@computershare.se](mailto:info@computershare.se), and must be received by Computershare AB no later than Monday, 20 May 2021. The submission of a postal voting form is considered as a notification of participation at the general meeting. Shareholders may also submit the postal vote electronically by verification with BankID on the Company's website [outpost24.com](http://outpost24.com).

The shareholder cannot give any instructions other than by marking one of the stated alternatives for each item of the form. If the shareholder has added special instructions or conditions in the form, or amended or added to the pre-printed text, the vote will be invalid.

Only one form per shareholder will be taken into consideration. If more than one form is submitted, only the most recently dated form will be taken into consideration. If two or more forms have the same date, only the form received last by Outpost24 Holding will be taken into consideration. Incomplete or incorrectly completed forms may be disregarded.

### **SHAREHOLDERS WITH NOMINEE REGISTERED SHARES**

To be entitled to participate in the general meeting by submitting a postal vote, those having their shares registered in the name of a nominee must have their shares registered in their own name so that he or she is registered as a shareholder in the share register kept by Euroclear Sweden AB no later than Wednesday, 12 May 2021. Such registration may be temporary and shall be requested in advance and according to the nominee's routines. Changes in vote rights by the nominees needs to be done before 17 May 2021 to be included in making the share register for the annual general meeting.

## **PROXIES AND PROXY FORMS**

Shareholders can vote by post at the annual general meeting through proxies with a written, signed and dated power of attorney. If the shareholder is a legal entity, a registration certificate or equivalent authorisation document shall be attached. The power of attorney shall be attached to the postal voting form.

A proxy form is available at the Company's website, [outpost24.com](http://outpost24.com).

For information on how personal data is processed in connection with the annual general meeting, see the privacy note available on Euroclear Sweden AB's and Computershare AB's websites at [www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf](http://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf) and <https://www.computershare.com/se/gm-gdpr#English>, respectively.

## **NUMBER OF SHARES AND VOTES**

At the date the notice is issued, the total number of shares in the company is 3,223,077, which corresponds to a total of 3,223,077 votes. The company does not hold any own shares.

## **SHAREHOLDERS' RIGHTS TO REQUEST INFORMATION**

Shareholders are reminded of their right to request information pursuant to Chapter 7, Section 32 of the Swedish Companies Act. Request for such information must be submitted in writing to the Company at Blekingegatan 1, SE-371 57 Karlskrona, or via e-mail to [ja@outpost24.com](mailto:ja@outpost24.com), no later than Tuesday, 11 May 2021. The information will be provided by the Company by keeping it available at the Company's website [outpost24.com](http://outpost24.com) and its head office Blekingegatan 1, SE-371 57 Karlskrona, no later than Friday, 14 May 2021. The information will also be sent to those shareholders who so request and submit their address.

## **PROPOSED AGENDA**

1. Opening of the meeting
2. Election of the chairman for the meeting
3. Election of one or two persons to verify the minutes of the meeting
4. Preparation and approval of voting register
5. Approval of agenda
6. Determination of whether the meeting has been duly convened
7. Resolution:
  - a) on adoption of the income statement and balance sheet as well as the consolidated income statement and the consolidated balance sheet
  - b) on the disposition of the company's profit or loss as shown in the adopted balance sheet
  - c) on discharge from liability of members of the board of directors and the managing director
8. Determination of the number of members of the board of directors to be elected
9. Determination of the fees to be paid to the board of directors
10. Election of the board of directors
11. Election of the chairman of the board of directors
12. Determination of fees to be paid to the auditor
13. Election of auditor
14. Resolution on authorisation of the board of directors to issue shares and warrants
15. Closing of the meeting

## **Item 2: Election of the chairman for the meeting**

The Shareholder OP24 Intressenter AB ("Monterro"), representing a majority of the votes proposes that the chairman of the board of directors Peter Larsson be elected chairman of the annual general meeting, or in the event of his absence, the one appointed by a representative of the nomination committee.

## **Item 3: Election of one or two persons to verify the minutes of the meeting**

The Board of Directors proposes Jonas Alfredson, or in the event of his absence, the person(s) appointed by the board of directors, to approve the minutes. The assignment to verify the minutes also includes checking the voting list and that the received postal votes are correctly stated in the minutes of the meeting.

## **Item 4: Preparation and approval of the voting register**

The voting register that is proposed to be approved is the voting register that Computershare AB has prepared on behalf of the Company, based on the shareholders register and received postal votes and which has been verified and approved by the persons approving the minutes.

## **Item 7 b): Resolution on the disposition of the company's profit or loss as shown in the adopted balance sheet**

The board of directors, in accordance with the proposal set out in the annual report, proposes that the accumulated funds be carried forward and no dividends will be made.

## **Item 7c): Resolution on discharge from liability for the directors of the board and the managing director**

The auditor recommends that the annual general meeting grants discharge from liability for the financial year. Decisions on discharge from liability are proposed to be made through separate individual decisions for each board member and the managing director in the following order:

- (i) Peter Larsson, chairman of the board of directors
- (ii) Thomas Bill, member of the board of directors
- (iii) Matilda Tidlund, member of the board of directors
- (iv) Martin Henricson, managing director (resigned 31 March 2021)

## **Item 8: Determination of the number of members of the board of directors to be elected**

The nomination committee proposes that six board members be elected.

## **Item 9: Determination of the fees to be paid to the board of directors**

The nomination committee proposes that the total fees to be paid to the board members elected by the annual general meeting for the period until the next annual general meeting shall be SEK 750,000 (SEK 0 last year), to be distributed to each board member elected by the annual general meeting.

### **Item 10: Election of the board of directors**

It was noted that the board member Anders Fransson and Peter Larsson declined re-election.

The nomination committee proposes the following members of the board of directors until the close of the annual general meeting 2022:

Re-election of:

- (i) Peter Larsson
- (ii) Thomas Bill
- (iii) Matilda Tidlund

Election of:

- (iv) Martin Henricson
- (v) Sara Heiner Asplund
- (vi) Erik Blomberg

### **Item 11: Election of the chairman of the board of directors**

The nomination committee proposes to elect Peter Larsson as chairman of the board of directors, for the period until the close of the annual general meeting 2022.

### **Item 12: Determination of fees to be paid to the auditor**

The nomination committee proposes that the fees to the auditor be paid against approved account.

### **Item 13: Election of auditor**

The nomination committee proposes that the registered accounting firm PricewaterhouseCoopers AB be re-elected as auditor for the period until the close of the annual general meeting 2022. PricewaterhouseCoopers AB has announced that, if the annual general meeting resolves in accordance with the nomination committee's proposal, Nicklas Kullberg will be appointed auditor-in-charge (Nicklas Kullberg is the current auditor-in-charge for the company).

### **Item 14: Resolution on authorization of the board of directors to issue shares and warrants**

The board of directors proposes that the annual general meeting resolves to authorise the board of directors to, on one or more occasions before the annual general meeting 2022, resolve on issues of shares or/and warrants against payment in cash, with provisions of payment in kind or set-off of claims or other conditions, and carried out with or without deviation from the shareholders' preferential rights.

The purpose of the authorisation and the possibility to deviate from the shareholders' preferential rights is to provide the board of directors' flexibility in financing and facilitating an accelerated expansion and development of the company in accordance with its adopted strategy or to create conditions for retaining and recruiting competent staff for the group.

The authorisation is limited so that the board of directors cannot resolve on issues of shares and/or warrants resulting in issued shares exceeding ten (10) per cent of the total amount of shares in the company at the time of the resolution on the authorisation. If issues of shares and warrants are carried out with deviation from the shareholders' preferential rights, the issues shall be made at market terms and conditions.

The board of directors, or a person appointed by the board of directors, is authorised to make such minor adjustments to the resolution as may be required in connection with registration of the resolution with the Swedish Companies Registration Office.

## **MAJORITY REQUIREMENTS**

The resolution in accordance with item 14 is valid only where supported by at least two-thirds of both the votes cast and the shares represented at the annual general meeting.

## **DOCUMENTS**

The complete proposals and other documents that shall be made available prior to the annual general meeting pursuant to the Swedish Companies Act will be made available at the company and on the company's website at [outpost24.com/en](http://outpost24.com/en) as well as be sent free of charge to shareholders who so request and provide their name and address.

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Stockholm in April 2021  
Outpost24 Holding AB (publ)  
*The board of directors*