

**MINUTES** kept at the annual general meeting of the shareholders of Concentric AB (publ), reg. no. 556828-4995, held on Thursday 22 April 2021.

## **1. Opening of the meeting and election of Chairman of the general meeting**

The meeting was opened by Victoria Skoglund, attorney-at-law.

It was resolved, to elect Victoria Skoglund as Chairman of the meeting in accordance with a new proposal from the nomination committee.

It was noted that Anton Graffman had been assigned to keep the minutes at the meeting.

It was noted that the Meeting was held through postal voting, in accordance with sections 20 and 22 of the Act (2020:198) on temporary exceptions to facilitate the execution of general meetings in companies and other associations (*Sw. lag (2020:198) om tillfälliga undantag för att underlätta genomförandet av bolags- och föreningsstämmor*).

The Notice to attend the Meeting is appended as [Appendix 1](#).

The advance voting form used for the postal voting is appended as [Appendix 2](#).

A compilation of the overall result of the postal votes, at each agenda item that is covered by postal voting, is appended as [Appendix 3](#), which include the information prescribed in section 26 of the abovementioned act.

## **2. Drawing up and approval of the voting list**

It was resolved to adopt the voting list established by Euroclear Sweden Ab on behalf of the Company, based on the share register and received advance votes, as the voting list for the meeting, [Appendix 4](#).

## **3. Approval of the agenda**

It was resolved to approve the agenda proposed by the Board of Directors.

## **4. Election of one or two persons to approve the minutes**

It was resolved to elect Erik Durhan and Malin Björkmo to approve the minutes of the Meeting together with the Chairman.

## **5. Determination of whether the meeting was duly convened**

It was noted that the Notice to attend the Meeting had been announced in the Swedish Official Gazette (*Sw. Post- och Inrikes Tidningar*) on Monday 22 March 2021, and made available on the Company's website from Thursday 18 March 2021, and that the issuance of the Notice was announced in Dagens Nyheter on Monday 22 March 2021.

It was concluded that the meeting had been duly convened.

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

The Chairman concluded that the annual report, the auditor's report, the consolidated financial statements, and the consolidated auditor's report were presented at the meeting.

## **7. Resolutions on:**

### **(a) Adoption of the income statement and the balance sheet and the consolidated income statement and the consolidated balance sheet**

It was resolved to adopt the income statement and the balance sheet and the consolidated income statement and the consolidated balance sheet for 2020.

### **(b) Allocation of the company's result according to the adopted balance sheet**

It was resolved, in accordance with the Board of Directors' proposal, that a dividend for the financial year 2020 of SEK 3.50 per share, in total SEK 132,543,365, is to be paid to the shareholders, and that the remaining sum of SEK 2,247,798,373 is to be carried forward.

It was resolved, in accordance with the Board of Directors' proposal, that the record date is to be Monday 26 April 2021. The cash dividend is expected to be distributed by Euroclear Sweden AB on Thursday 29 April 2021.

### **(c) Discharge of personal liability for the Board members and the CEO for the financial year 2020**

It was resolved to discharge the Board members and the CEO from personal liability for the administration of the company in 2020.

It was noted, that the Board members and the CEO, who own shares in the company, did not participate in this resolution in respect to their own part.

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

It was resolved, in accordance with the nomination committee's proposal, that the Board of Directors is to consist of seven (previously eight) Board members with no deputies until the end of the annual general meeting 2022 and that the company shall have one auditor with no deputy.

## **9. Resolution on fees to the Board members and the auditor**

It was resolved, in accordance with the nomination committee's proposal, that fees to the Board members for the period up to and including the annual general meeting 2022 will be paid with SEK 800,00 (previously SEK 700,00) to the Chairman of the Board and SEK 350,000 (previously SEK 325,000) to each of the other Board members. In addition, the Chairman of the compensation committee shall receive unchanged SEK 100,000 and the members of the compensation committee shall receive unchanged SEK 50,000. The Chairman of the audit committee shall receive unchanged SEK 150,000 and members of the audit committee shall receive unchanged SEK 75,000.

It was resolved, in accordance with the nomination committee's proposal, that fees would be paid to the auditor in accordance with approved invoices.

## **10. Election of the Board members and the auditor**

It was resolved, in accordance with the nomination committee's proposal, to re-elect the Directors Karin Gunnarsson, Anders Nielsen, Susanna Schneeberger, Martin Sköld and Claes Magnus Åkesson and elect Petra Sundström and Joachim Rosenberg as new Directors.

It was resolved, in accordance with the nomination committee's proposal, to elect Anders Nielsen as Chairman of the Board.

It was resolved, in accordance with the nomination committee's proposal and following the procurement, to re-elect the audit company KPMG AB as auditor until the end of the annual

general meeting 2022.

#### **11. Resolution on approval of Remuneration Report**

It was resolved, in accordance with the Board of Directors' proposal, to approve the Board of Directors' report on remuneration pursuant to Chapter 8, Section 53a of the Swedish Companies Act, [Appendix 5](#).

#### **12. Resolution on a performance based incentive programme (LTI 2021)**

It was resolved, in accordance with the Board of Directors' proposal, to implement the performance based incentive programme LTI 2021 in accordance with [Appendix 6](#).

#### **13. Resolution on a directed issue of warrants and approval of transfer of warrants**

It was resolved, in accordance with the Board of director's proposal, on a directed issue of warrants as well as approval of transfer of warrants in accordance with [Appendix 7](#).

It was noted that the resolution was passed with the required majority, i.e. by shareholders representing at least nine tenths of both the votes cast and the shares represented at the annual general meeting.

#### **14. Resolutions on:**

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

It was resolved, in accordance with the Board of Directors' proposal, to authorise the Board of Directors to resolve on acquisition of own shares in accordance with [Appendix 8](#).

It was noted that the resolution was passed with the required majority, i.e. by shareholders representing at least two thirds of both the votes cast and the shares represented at the annual general meeting.

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

It was resolved, in accordance with the Board of Directors' proposal, to authorise the Board of Directors to resolve on transfers of own shares in accordance with [Appendix 9](#).

It was noted that the resolution was passed with the required majority, i.e. by shareholders representing at least two thirds of both the votes cast and the shares represented at the annual general meeting.

##### **c) Transfers of own shares to participants in LTI 2021**

It was resolved, in accordance with the Board of Directors' proposal, to transfer own shares to participants in LTI 2021 in accordance with [Appendix 10](#).

It was noted that the resolution was approved with the required majority, i.e. by shareholders representing at least nine tenths of both the votes cast and the shares represented at the annual general meeting.

##### **d) Transfer of own shares to an employee stock option trust**

It was resolved, in accordance with the Board of Directors' proposal, to transfer own shares to an employee stock option trust in accordance with [Appendix 11](#).

It was noted that the resolution was approved with the required majority, i.e. by shareholders representing at least nine tenths of both the votes cast and the shares represented at the

annual general meeting.

## 15. Closing of the meeting

The resigning Directors Marianne Brismar and Martin Lundstedt were thanked for a work well executed. An especially warm thank you was directed towards the resigning Chairman Kenth Eriksson for his long-standing and good efforts for the Company. The meeting was thus closed.

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At the minutes:

*Anton Graffman*

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Anton Graffman

Approved:

*Victoria Skoglund*

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Victoria Skoglund

*Erik Durhan*

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Erik Durhan

*Malin Björkmo*

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Malin Björkmo