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# ARTICLE OF ASSOCIATION FOR HANZA HOLDING AB (PUBL) Organization number: 556748-8399

#### §1 Company

The company's name is HANZA Holding AB (publ). The company is a public company.

## §2 Registered office

The registered head office of the company is in Danderyd municipality.

## §3 Objective of the company

The company's objective is to, directly or indirectly, own and manage securities, preferably in companies in the mechanical and/or electronics industry, and other business operations compatible therewith.

## §4 Share capital

The share capital shall be not less than SEK 1,700,000 and not more than SEK 6,800,000.

## §5 Number of shares

The number of shares shall be not less than 17,000,000 and not more than 68,000,000.

# §6 Board of Directors and auditor

The Board of Directors shall consist of not less than 4 and not more than 10 members without any deputy board members.

The company shall have 1-2 auditors with not more than 2 deputy auditors or a registered auditing firm.

# §7 Notice to attend a General Meeting

Notice to attend a General Meeting shall be made through announcement in Post- och Inrikes Tidningar (The official Swedish Gazette) and on the company's website. When the notice is issued, information regarding the notice shall be published in Svenska Dagbladet. The notice shall immediately, and at no cost for the recipient, be sent by post to those shareholders who so request and state their postal address. If the Annual General Meeting is to be held at a time other than that specified in the Articles of Association, the notice shall, at no cost to the recipient, be sent by post to each shareholder whose postal address is known to the Company.

#### §8 Place of Annual General Meeting

The General Meeting may, in addition to the company's registered office, Danderyd municipality, also be held in Stockholm.

#### §9 Notification of intention to attend to a General Meeting

Shareholders who wish to participate at a General Meeting shall be registered as a shareholder on a transcript of the entire share register as per five weekdays prior to the meeting and, shall also notify the company of their intention to attend the meeting not later than the date stated in the notice of the meeting. The latter day may not be Sunday, another public holiday, Saturday, Midsummer Eve, Christmas Eve or New Year's Eve and not occur earlier than the fifth weekday prior to the meeting. If

the notice does not stipulate a final date for such notification, a notification is not required to attend the General Meeting.

# §10 Opening of the Meeting

The Chairman of the Board of directors or a person appointed by the Board of directors shall open the General Meeting and lead the meeting until a Chairman for the General Meeting has been elected.

#### §11 Annual General Meeting

The Annual General Meeting is held annually within 6 months of the end of the financial year. The following matters shall be addressed at the Annual General Meeting:

- 1) Election of Chairman of the Meeting;
- 2) Preparation and approval of the voting list;
- 3) Approval of agenda;
- 4) Election of one or two persons to verify the minutes of the meeting;
- 5) Determination of whether the meeting has been duly convened;

6) Presentation and submission of the annual report and auditor's report, and if applicable, the group accounts and the auditor's report for the group;

#### 7) Decisions

- a) regarding the adoption of the income statement and balance sheet, and, if applicable, the consolidated income statement and consolidated balance sheet,
- b) regarding allocation of profit or loss in accordance with the adopted balance sheet,
- c) regarding the discharge from liability of the Board members and, where applicable, of the managing director;

8) Determination of fees for the Board of directors and, where applicable, for the auditors;

9) Election of the Board of Directors and, where applicable, audit firms or auditors as well as any deputy auditors;

10) Any other matter, which shall be addressed by the General Meeting according to the Swedish Companies Act or the Articles of Association.

#### §12 Financial year

The company's financial year shall be 0101-1231.

#### §13 CSD clause

The Company's shares shall be registered in a CSD (central securities depository) register in accordance with the Financial Instruments Accounting Act (1998: 1479).

Articles of Association adopted at the Annual General Meeting on May 7, 2019.