

Unofficial translation of Minutes from the Extraordinary General Meeting of shareholders of Resurs Holding AB (publ), reg. no. 556898-2291, held on 27 October 2017, Dunkers Kulturhus in Helsingborg.

Time: 10.00 -10.35 a.m.

Present: Shareholders and proxy holders, Appendix 1, stating the number of shares and votes.

Furthermore, noted as present were the Chairman of the Board Jan Samuelson, Board members Martin Bengtsson and Fredrik Carlsson, CEO Kenneth Nilsson, CFO Peter Rosén and the auditor-in-charge Niklas Paulsson.

§ 1

Opening of the Extraordinary General Meeting (agenda item 1)

The Chairman of the Board of Directors, Jan Samuelson, opened the Extraordinary General Meeting and welcomed the shareholders.

§ 2

Election of Chairman of the Meeting (agenda item 2)

The Meeting elected the Chairman of the Board, Jan Samuelson, as Chairman of the Meeting, in accordance with the Nomination Committee's proposal.

The Chairman informed that Magnus Lindstedt, member of the Swedish Bar Association, had been asked to act as secretary of the Meeting.

The Meeting resolved that shareholders who had not given notice to attend, invited guests and other persons who were not shareholders were entitled to attend the Meeting and that guests, at this particular Meeting, were allowed to ask questions but not participate in the resolutions passed at the Meeting.

§ 3

Preparation and approval of the voting list (agenda item 3)

The Meeting approved the procedure for drawing up the voting list and that the list of shareholders who had given notice to attend and were present at the Meeting, Appendix 1, should be the voting list of the Meeting.

The secretary informed that a number of present shareholders had given notice in advance of their voting instructions.

§ 4

Approval of the agenda (agenda item 4)

The Meeting approved the proposed agenda, which had been included in the convening notice.

The Chairman informed that the complete proposals of the Board had been included in the notice.

The proposals of the Board, the reasoned statements in accordance with Chapter 18, Section 4 and Chapter 19, Section 22 of the Companies Act, statement according to Chapter 18, Section 6 and Chapter 19, Section 24 of the Companies Act as well as auditors statements and other documents pertaining to the Extraordinary General Meeting, all of which had been held available to shareholders in accordance with applicable rules, were presented.

§ 5

Election of one or two persons to check and verify the minutes (agenda item 5)

The Meeting elected Fabian Bengtsson, representing Waldakt AB, and Ulrika Danielsson, representing the Second Swedish National Pension Fund, to verify the minutes together with the Chairman.

§ 6

Determination of whether the Extraordinary General Meeting was duly convened (agenda item 6)

It was noted that notice to attend the Extraordinary General Meeting had been made by way of an announcement in the Swedish Official Gazette on 28 September 2017 with an advertisement about the notice made in Svenska Dagbladet on the same day, and that the notice had been available on the webpage of the company as from 26 September 2017.

The Chairman found that notice had therefore been made in accordance with the Swedish Companies Act and the provisions in the Articles of Association.

The Meeting resolved to approve the notice procedure and declared the Meeting duly convened.

§ 7

Resolution on distribution of dividends (agenda item 7)

The Chairman presented the proposal of the Board, the reasoned statement and other documents as well as gave a background to the proposal. Thereafter, the Chairman opened up for questions from the shareholders to the Board, CEO and CFO.

The Meeting thereafter resolved in accordance with the proposal of the Board, Appendix 2, that an additional 1.5 SEK per share (in total 300 000 000 SEK) shall be distributed as dividend to the shareholders, and that the record day for such dividend payment shall be 31 October 2017.

It was noted that the dividend is expected to be paid out to the shareholders on 3 November 2017.

§ 8

Resolution to authorize the Board to resolve on acquisitions of the company's own shares (agenda item 8)

The Chairman presented the proposal of the Board, the reasoned statement and other documents as well as gave a background to the proposal. Thereafter, the Chairman opened up for questions from the shareholders to the Board, CEO and CFO.

The Meeting thereafter resolved in accordance with the proposal of the Board, Appendix 3, to authorize the Board, for the period up to the next Annual General Meeting, to resolve on acquisitions of the company's own shares.

It was noted that all shareholders voted in favour of the proposal.

§ 9

Closing of the Meeting (agenda item 9)

The Chairman declared the Extraordinary General Meeting closed.

By the minutes

Magnus Lindstedt

Verified:

Jan Samuelson

Fabian Bengtsson

Ulrika Danielsson

Proposal by the Board of Directors of Resurs Holding AB (publ) for a resolution on distribution of dividends (agenda item 7)

The Board proposes a dividend of SEK 1.50 per share (SEK 300,000,000 in total) and that the record date for dividend shall be on Tuesday 31 October 2017. If the General Meeting resolves in accordance with the proposal, the dividend is estimated to be paid out to the shareholders on Friday 3 November 2017.

According to the annual report for the financial year 2016, the company's unrestricted equity (available profit and unrestricted reserves) amounts to SEK 2,685,298,757. Following approval of the balance sheet, the Annual General Meeting resolved on a dividend distribution of SEK 600,000,000 to the shareholders, after which SEK 2,085,298,757 of the amount available pursuant to Ch. 17 Sec. 3 paragraph 1 of the Swedish Companies Act, remains.

The dividend proposal is based on the intention to commence paying dividends biannually instead of once a year as previously. Taking into account the limitations of the Companies Act relating to the amount available for dividend distribution, the intention is to pay dividends biannually as the capital requirements allow it. Accordingly, the shareholders will have access to accumulated and distributable earnings at an earlier stage than would otherwise be the case, and experience a more even cash flow from their holdings in the company. In 2018, the Board intends to propose that resolutions to distribute dividends be taken on two occasions during 2018, both at the Annual General Meeting 2018, and at an Extraordinary General Meeting during the fall of 2018. The transition into paying dividends twice per year does not entail any change to the company's target of paying at least 50 per cent of net profit for the year in dividends and does not affect the company's growth target.

Further, the Board proposes that the Board, the CEO or any person they appoint shall have the right to make any minor adjustments to the resolutions above that are deemed necessary in conjunction with the registration with the Companies Registration Office and/or Euroclear Sweden AB, and otherwise take necessary measures to implement the resolution.

Proposal by the Board of Directors of Resurs Holding AB (publ) for a resolution to authorize the Board to resolve on acquisitions of the company's own shares (agenda item 8)

The Board proposes that the Board is granted the authority to, on one or more occasions, acquire the company's own shares, subject to applicable capital adequacy requirements at any given time and according to the following terms and conditions for the period until the Annual General Meeting 2018:

- Acquisitions of own shares may be made of no more than so many shares that the company's holding of treasury shares at any given time amounts to no more than 5 per cent of the total number of shares in the company.
- Acquisitions of own shares may only be made on Nasdaq Stockholm and in accordance with the Nasdaq Stockholm Rulebook for Issuers.
- Acquisitions of own shares may only be made at a price per share within the spread registered on the Nasdaq Stockholm from time to time, meaning the spread between the highest bid price and the lowest ask price.
- Payment for the shares shall be made in cash.

According to the annual report for the financial year 2016, the company's unrestricted equity (available profit and unrestricted reserves) amounts to SEK 2,685,298,757. Following approval of the balance sheet, the Annual General Meeting resolved on a dividend distribution of SEK 600,000,000 to the shareholders, after which SEK 2,085,298,757 of the amount available pursuant to Ch. 17 Sec. 3 paragraph 1 of the Swedish Companies Act, remains. Provided that the Extraordinary General Meeting resolves on a dividend distribution in accordance with the dividend proposal (item 7), the corresponding amount will be SEK 1,785,298,757.

The purpose of the authorization of the Board to acquire the company's own shares is to create a tool for the Board to continuously during the year calibrate the company's actual capital position in relation to its established target for this position.