

*English convenience translation of Swedish original. In case of discrepancies between the Swedish original and the English translation, the Swedish original shall prevail.*

Minutes from the Extraordinary  
General Meeting of shareholders of  
Resurs Holding AB (publ), Corp. ID.  
No. 556898-2291, held on 13  
October 2022

It was noted that the Meeting was held in accordance with Section 22 of the Swedish Act on Temporary Exemptions to Facilitate the Execution of General Meetings in Companies and Associations (2022:121), meaning that participation at the Meeting could only take the form of postal voting.

The notice of the Meeting is attached as Appendix 1. It was also noted that the proposed resolutions and other Meeting documents were presented to the Meeting in the manner described in the notice under the heading "Documentation."

The postal voting form used is attached as Appendix 2.

A summary of all of the results of the postal voting, for each item subject to postal voting, is attached as Appendix 3, which states the information stipulated in Section 26 of the Act above.

#### §1

##### Election of the Chairman of the Meeting (agenda item 1)

The Meeting elected Magnus Lindstedt, member of the Swedish Bar Association, as Chairman of the Meeting, in accordance with the Nomination Committee's proposal. It was noted that Legal Counsel Lena Johansson was appointed secretary at the Meeting.

#### §2

##### Election of one or two persons to check and verify the minutes (agenda item 2)

The Meeting elected Fabian Bengtsson, representing Waldakt Aktiebolag, and Sten Schröder, representing Catea Group AB, to verify today's minutes, along with the Chairman.

#### §3

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

The Meeting approved the list of shareholders in Appendix 4, who had registered their attendance at the Meeting by voting via post, which was to be the voting list of the Meeting.

#### §4

##### Approval of the agenda (agenda item 4)

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

## §5

### Determination of whether the Meeting was duly convened (agenda item 5)

It was noted that the notice to attend the Meeting had been made by way of an announcement in the Swedish Official Gazette (Post- och Inrikes Tidningar) on 9 September 2022 and by having made the notice to attend available on the company's website since 6 September 2022, and by the company having announced information that the notice had been made in Svenska Dagbladet on 9 September 2022.

It was found that the 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.

## §6

### Resolution on distribution of dividends (agenda item 6)

It was noted that the Board's reasoned statement in accordance with Chapter 18, Section 4 of the Swedish Companies Act, the Board's report in accordance with Chapter 18, Section 6 of the Swedish Companies Act, the auditor's statement on the Board's report pursuant to Chapter 18, Section 6 of the Swedish Companies Act and other documents according to the Swedish Companies Act were presented at the Meeting.

The Meeting resolved, in accordance with the Board's proposal, to approve the distribution of dividends corresponding to SEK 0,92 per share, totalling SEK 184,000,000, and that the record date for dividends be Monday, 17 October 2022.

It was noted that the dividend is expected to be paid out to the shareholders on Thursday 20 October 2022.

In accordance with the Board's proposal, the resolution entails that the Board, CEO or person appointed by them has the right to make the minor adjustments to the above resolution that may be required in connection with registration at the Swedish Companies Registration Office and/or Euroclear Sweden AB and otherwise take the measures necessary to execute the resolution.

## §7

### Determination on the number of members of the Board (item 7)

The Meeting resolved that, for the period until the close of the next Annual General Meeting, the Board shall consist of nine members.

## §8

### Resolution on election of new members of the Board (item 8)

The Meeting resolved in accordance with the Nomination Committee's proposal to elect Pia-Lena Olofsson as new member of the Board. Until the close of the next Annual General Meeting, the Board shall thus consist of Martin Bengtsson (Chairman of the Board), Fredrik Carlsson, Lars Nordstrand, Marita Odélius Engström, Mikael Wintzell, Kristina Patek, Susanne Ehnåge, Magnus Fredin and Pia-Lena Olofsson.

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Keeper of the Minutes:

*/Lena Johansson/*

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Lena Johansson

Verified:

*/Magnus Lindstedt/*

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Magnus Lindstedt,  
Chairman

*/Fabian Bengtsson/*

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Fabian Bengtsson

*/Sten Schröder/*

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Sten Schröder

## NOTICE TO ATTEND THE EXTRAORDINARY GENERAL MEETING

The shareholders of Resurs Holding AB (publ), Corp. ID. No. 556898-2291, are hereby invited to attend the Extraordinary General Meeting on Thursday 13 October 2022.

The Board has resolved that the Extraordinary General Meeting is to be held without the physical presence of shareholders, proxies or external parties and that the exercise of voting rights may only take place via post before the Meeting.

Information about the Extraordinary General Meeting's resolutions will be published on 13 October 2022 as soon as the outcome of the postal voting has been finalised.

### NOTICE ETC.

Shareholders who wish to attend the Extraordinary General Meeting (EGM) shall

- be entered in the share register maintained by Euroclear Sweden AB ("Euroclear") on Wednesday 5 October 2022 (the "Record Date"), and
- give notice of their attendance by submitting their postal vote according to the instructions under the heading "Postal voting" below in such a way that Euroclear Sweden AB has received the postal vote no later than Wednesday 12 October 2022.

Note that notice of attendance at the EGM can only be made using postal voting.

### NOMINEE-REGISTERED SHARES

Shareholders who have nominee-registered shares through the bank or another nominee, for example shares in a custody account, must – aside from giving notice by submitting their postal vote – request that the shares be temporarily re-registered in their own name so that the shareholder is entered in the share register maintained by Euroclear as per the Record Date of 5 October 2022. Such registration may be temporary (so-called voting right registration) and may be requested from the nominee in accordance with the nominee's procedures at a time in advance as determined by the nominee.

Voting rights that have been requested by shareholders in such a time that registration has been completed by the nominee by Friday 7 October 2022 at the latest will be taken into account in the preparation of the share register as per the Record Date.

### POSTAL VOTING

As stated above, the Board has resolved that shareholders may only exercise their voting rights by postal voting, pursuant to Section 22 of the Swedish Act on Temporary Exemptions to Facilitate the Execution of General Meetings in Companies and



# Resurs

Associations (2022:121). A special form is to be used for postal voting. The postal voting form is available on the company's website [www.resursholding.se](http://www.resursholding.se).

Completed and signed postal voting forms may be sent to by mail to "Resurs Holding AB, "Extraordinary General Meeting", c/o Euroclear Sweden AB, Box 191, SE-101 23 Stockholm, Sweden or by e-mail to [GeneralMeetingService@euroclear.com](mailto:GeneralMeetingService@euroclear.com). Completed forms must have been received by Euroclear not later than Wednesday 12 October 2022. Shareholders can also cast their postal vote electronically by verifying their identity using BankID on the website of Euroclear, <https://anmalan.vpc.se/EuroclearProxy>. not later than 12 October 2022.

Shareholders may not submit additional instructions other than by selecting one of the alternatives provided on the form. If the shareholder has included special instructions or terms on the form, or altered or made additions to the printed text, the postal vote will be rendered invalid. Further information and conditions can be found on the postal voting form and on <https://anmalan.vpc.se/EuroclearProxy>.

## **POWERS OF ATTORNEY ETC.**

If the shareholder is postal voting through a proxy, a written and dated power of attorney signed by the shareholder must be attached to the postal voting form. A template proxy form is available on the company's website [www.resursholding.se](http://www.resursholding.se).

If the shareholder is a legal entity, a registration certification or an equivalent authorisation document must be submitted along with the postal voting form.

## **PROPOSED AGENDA**

1. Election of Chairman of the Extraordinary General Meeting.
2. Election of one or two persons to check and verify the minutes.
3. Preparation and approval of the voting list.
4. Approval of the agenda.
5. Determination of whether the Extraordinary General Meeting was duly convened.
6. Resolution on distribution of dividends.
7. Determination of the number of members of the Board.
8. Resolution on election of new members of the Board.

## **RESOLUTIONS PROPOSED**

### **Election of Chairman of the Extraordinary General Meeting (item 1)**

The Nomination Committee proposes that Magnus Lindstedt, or in his absence the individual that the Nomination Committee designates, be elected the Chairman of the Extraordinary General Meeting.

### **Election of one or two persons to check and verify the minutes (item 2)**

The Board proposes Fabian Bengtsson, representing Waldakt Aktiebolag, and Sten Schröder, representing Catea AB, or, if they are absent, the person(s) designated by the Board of Directors, are proposed as the persons to verify the minutes of the Extraordinary General Meeting alongside the Chairman. The assignment to verify the minutes must, in



# Rösurs

addition to signing the minutes of the Extraordinary General Meeting alongside the Chairman of the Board, also include verifying the voting list and ensuring that received postal votes are correctly reflected in the Extraordinary General Meeting minutes.

## **Preparation and approval of the voting list (item 3)**

The voting list that is proposed for resolution is the voting list that has been prepared by Euroclear Sweden AB on behalf of the company, based on the shareholders' register and received postal votes, verified, approved and recommended by the persons chosen to verify the minutes.

## **Resolution on distribution of dividends (item 6)**

The Board proposes that the Meeting resolves a dividend of SEK 0.92 per share, in total SEK 184,000,000, and that the record date for dividend be Monday, 17 October 2022. If the Meeting resolves in accordance with the proposal, the dividend is estimated to be paid out to the shareholders on Thursday, 20 October 2022. The final day of trading in the company's shares including the right to distribution will be Thursday 13 October 2022.

According to the Annual Report for the 2021 financial year, the company's unrestricted equity (available profit and unrestricted reserves) pursuant to Chapter 17 Section 3 Paragraph 1 of the Swedish Companies Act amounted to SEK 2,304,998,324. The 2022 Annual General Meeting resolved on a dividend to shareholders totalling SEK 262,000,000, which is why SEK 2,042,998,324 of disposable income is remaining.

The Board also proposes that the Board, CEO or person appointed by them have the right to make the minor adjustments to the above resolution that may be required in connection with registration at the Swedish Companies Registration Office and/or Euroclear Sweden AB and otherwise take the measures necessary to execute the resolution.

## **Determination on the number of members of the Board (item 7)**

The Nomination Committee proposes that the Board will expand from eight to nine members.

## **Resolution on election of new members of the Board (item 8)**

The Nomination Committee proposes that Pia-Lena Olofsson is elected as a new member of the Board.

If the Meeting resolves in accordance with the Nomination Committee's proposal, the Board will thus consist of Martin Bengtsson, Chairman of the Board, Fredrik Carlsson, Lars Nordstrand, Marita Odélius Engström, Mikael Wintzell, Kristina Patek, Susanne Ehnbåge, Magnus Fredin and Pia-Lena Olofsson.

## **OTHER INFORMATION**

### **Number of shares and votes**

At the date of this notice the total number of shares in the company amounts to 200,000,000 with one vote each, thus in total 200,000,000 votes. At the time of the issuance of this notice the company holds no own shares.

### **Documentation**

The Board's complete proposals for resolutions are included in the notice. Other documentation pursuant to the Swedish Companies Act such as the Board's reasoned statement in accordance with Chapter 18, Section 4 of the Swedish Companies Act, the Board's report in accordance with Chapter 18, Section 6 of the Swedish Companies Act,



# Resurs

the auditor's statement on the Board's report pursuant to Chapter 18, Section 6 of the Swedish Companies Act and a copy of the Annual Report and Auditor's Report for the 2021 financial year are available, together with the proxy form and a reasoned statement from the Nomination Committee, from no later than three weeks before the Extraordinary General Meeting will be made available on the company's website, [www.resursholding.se](http://www.resursholding.se), and at the company's address, Ekslingan 9 in Helsingborg, and sent to shareholders on request and upon the disclosure of their postal or e-mail address. The documents stated above are presented at the Extraordinary General Meeting by being made available on the company's website [www.resursholding.se](http://www.resursholding.se).

To order the documentation, call +46 (0)8 402 91 71 (Monday–Friday from 9:00 a.m. to 4 p.m.), send an e-mail to [GeneralMeetingService@euroclear.com](mailto:GeneralMeetingService@euroclear.com) or a letter to Resurs Holding AB, "Extraordinary General Meeting", c/o Euroclear Sweden AB, Box 191, SE-101 23 Stockholm, Sweden.

## **Right to receive information**

The Board and the CEO shall, if any shareholder so requests and the Board believes that it can do so without material harm to the company, provide information regarding circumstances that may affect the assessment of an item on the agenda.

Requests for such information are to be submitted in writing to the company no later than ten days prior to the Extraordinary General Meeting, that is, no later than Monday 3 October 2022, to Resurs Holding AB, Att: Lena Johansson, Box 22209, SE-250 24 Helsingborg, Sweden or by e-mail to: [lena.johansson@resurs.se](mailto:lena.johansson@resurs.se). Information is provided by the company by being made available on the company's website and at the company no later than Saturday 8 October 2022. Information will also be sent to the shareholder who requested the information and provided an address.

## **Processing of personal data**

Resurs Holding AB (publ) 556898-2291, registered in Helsingborg, is the controller of the processing of personal data in connection with the Extraordinary General Meeting. For information on how personal data is processed, see <https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

Data Protection Officer of Resurs Holding

E-mail: [DPO@resurs.se](mailto:DPO@resurs.se)

Telephone: +46 (0)42 38 20 00

Address: Resurs Holding, DPO, Box 22209, SE-250 24 Helsingborg, Sweden.

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Helsingborg, September 2022

RESURS HOLDING AB (PUBL)

THE BOARD



## NOTIFICATION AND FORM FOR POSTAL VOTING

in accordance with Section 22 of the Swedish Act on Temporary Exemptions to Facilitate the Execution of General Meetings in Companies and Associations (2022:121).

**Completed forms must have been received by Resurs Holding AB, c/o Euroclear Sweden AB no later than Wednesday 12 October 2022.**

The shareholder below hereby exercises its voting right for all shares held by the shareholder in Resurs Holding AB, Corp. Reg. No 556898-2291, at the Extraordinary General Meeting on Thursday 13 October 2022. Voting rights are to be exercised in the manner specified in the selected alternative below.

<b>Name of shareholder</b>	<b>Personal ID No./Corp. Reg. No.</b>
<b>Telephone number</b>	<b>E-mail</b>

**Declaration (if the signatory is a representative of a shareholder who is a legal entity):**

The undersigned is a board member, CEO or authorised company signatory of the shareholder and declares solemnly that I am authorised to cast this postal vote for the shareholder and that the content of the postal vote is consistent with the shareholder's decision.

**Declaration (if the signatory represents the shareholder under a power of attorney):**

The undersigned solemnly swears that the enclosed power of attorney is identical to the original and has not been revoked

<b>Location and date</b>
<b>Signature</b>
<b>Printed name</b>

**To cast a postal vote, follow the instructions below:**

- Enter the shareholder's details above.
- Mark the selected alternative below.
- Print, sign and send the form to Resurs Holding AB, "Extraordinary General Meeting", c/o Euroclear Sweden AB, Box 191, SE-101 23 Stockholm, Sweden or by e-mail to [GeneralMeetingService@euroclear.com](mailto:GeneralMeetingService@euroclear.com) (use the subject line "Resurs Holding AB – postal



voting”) Shareholders can also cast their postal vote electronically by verifying their identity using BankID on the website of Euroclear Sweden AB, <https://anmalan.vpc.se/EuroclearProxy/>

- If the shareholder is a natural person who postal votes in person, the shareholder himself/herself must sign under *Signature* above. If the postal vote is cast by a proxy (under a power of attorney) for a shareholder, the form should be signed by the proxy. If the postal vote is cast by a representative of a legal entity, the form should be signed by the representative.
- If the shareholder is postal voting through a proxy, the power of attorney must be enclosed with the form.
- If the shareholder is a legal entity, a registration certification or an equivalent authorisation document must be submitted along with the form.
- Note that shareholders whose shares are registered with a nominee must register the shares in their own name to be entitled to vote. Instructions for this are included in the notice of the General Meeting.

Shareholders may not submit additional instructions other than by selecting one of the alternatives provided for each item on the form. If the shareholder wishes to abstain from voting on a matter, this may be done by not selecting any of the alternatives provided. If the shareholder has included special instructions or terms on the form, or altered or made additions to the printed text on the form, the vote (meaning the full postal vote) will be null and void. Only one form per shareholder will be counted. If more than one form is received, only the form with the most recent date will be counted. If two forms have the same date, only the last form to be received by the company will be taken into account. Incomplete or incorrectly complete forms will be discounted without consideration.

The postal voting form, along with any authorisation documents, must have been received by Resurs Holding AB, c/o Euroclear Sweden AB by Wednesday 12 October 2022 at the latest. The postal vote may be revoked up to and including Wednesday 12 October 2022 by contacting Euroclear Sweden AB by e-mail to [GeneralMeetingService@euroclear.com](mailto:GeneralMeetingService@euroclear.com) (use the subject line “Resurs Holding AB – postal voting) or by telephone to +46 840 29 133 (Monday–Friday 9:00 a.m.–4:00 p.m.).

For complete motions for resolution, please refer to the notice of the Extraordinary General Meeting or Resurs Holding AB’s website.

For information on how your personal data is processed, refer to information concerning this in the notice of the Extraordinary General Meeting.

## Postal voting at the Extraordinary General Meeting of Resurs Holding AB on 13 October 2022

The voting options below refer to the resolutions proposed by the Board of Directors as presented in the notice of the Extraordinary General Meeting.

<b>1. Election of Chairman of the Extraordinary General Meeting</b> The lawyer Magnus Lindstedt, or in his absence the individual that the Nomination Committee designates instead. Yes <input type="checkbox"/> No <input type="checkbox"/>
<b>2. Election of one or two persons to check and verify the minutes</b>
2.1 Fabian Bengtsson, or in his absence the individual that the Board designates instead. Yes <input type="checkbox"/> No <input type="checkbox"/>
2.2 Sten Schröder, or in his absence the individual that the Board designates instead. Yes <input type="checkbox"/> No <input type="checkbox"/>
<b>3. Preparation and approval of the voting list</b> Yes <input type="checkbox"/> No <input type="checkbox"/>
<b>4. Approval of the agenda</b> Yes <input type="checkbox"/> No <input type="checkbox"/>
<b>5. Determination of whether the Extraordinary General Meeting was duly convened</b> Yes <input type="checkbox"/> No <input type="checkbox"/>
<b>6. Resolution on distribution of dividend.</b> Yes <input type="checkbox"/> No <input type="checkbox"/>
<b>7. Determination of the number of the members of the Board.</b> Yes <input type="checkbox"/> No <input type="checkbox"/>
<b>8. Resolution on election of new members of the Board</b>  <b>Pia-Lena Olofsson</b>  Yes <input type="checkbox"/> No <input type="checkbox"/>

**The shareholder requests that the resolutions concerning one or more of the items above be deferred to a later General Meeting.**

**(To be completed only if the shareholder wishes to submit such a request)**

**State the item or items on the agenda that the shareholders requests to a later General Meeting (use figures):**

Bil/APP 3

## Poströster - slutredovisning (26§ 2022:121)

Företrädda aktier	Totalt
Företrädda röster	88 436 596
Aktier i bolaget	88 436 596,0
	200 000 000

	Röster			Aktier			% aktiekapitalet	
	För	Emot	Ej avgivna	För	Emot	Ej avgivna	För	Emot
<b>1 - Val av ordförande vid stämman</b>	88 436 559,0	0,0	37,0	88 436 559	0	37	44,218%	0,000%
<b>2.1 - Val av Fabian Bengtsson eller, vid förhinder för denne, den som styrelsen istället anvisar att justera stämmans protokoll</b>	88 436 591,0	5,0	0,0	88 436 591	5	0	44,218%	0,000%
<b>2.2 - Val av Sten Schröder eller, vid förhinder för denne, den som styrelsen istället anvisar att justera stämmans protokoll</b>	88 436 591,0	5,0	0,0	88 436 591	5	0	44,218%	0,000%
<b>3 - Upprättande och godkännande av röstlängd</b>	88 434 496,0	0,0	2 100,0	88 434 496	0	2 100	44,217%	0,000%
<b>4 - Godkännande av dagordning</b>	88 436 596,0	0,0	0,0	88 436 596	0	0	44,218%	0,000%
<b>5 - Prövning av om stämman blivit behörigen sammankallad</b>	88 436 596,0	0,0	0,0	88 436 596	0	0	44,218%	0,000%
<b>6 - Beslut om vinstutdelning</b>	88 436 596,0	0,0	0,0	88 436 596	0	0	44,218%	0,000%
<b>7 - Bestämmande av antalet styrelseledamöter</b>	88 436 064,0	500,0	32,0	88 436 064	500	32	44,218%	0,000%
<b>8 - Beslut om val av Pia-Lena Olofsson som ny styrelseleamot</b>	88 436 096,0	500,0	0,0	88 436 096	500	0	44,218%	0,000%

Punkter som önskas hänskjutas

Personnr	Namn	Punkt/er	Skickad
Inga punkter anmälda			