



## **ARTICLES OF ASSOCIATION**

### **Castellum Aktiebolag (publ) (reg. no. 556475-5550)**

#### § 1

The name of the company is Castellum Aktiebolag. The company is a public limited liability company (publ).

#### § 2

The registered office of the Board of Directors is in Göteborg.

#### § 3

The object of the company's business is to acquire, administer, develop and sell real property and securities as well as conduct other business associated therewith – directly or indirectly through wholly or partly owned companies.

#### § 4

The company's share capital shall be no less than SEK 75,000,000 and no more than SEK 300,000,000.

#### § 5

The number of shares shall be no less than 150,000,000 and no more than 600,000,000.

#### § 6

The Board of Directors shall consist of no less than four and no more than eight Board members.

Board members are elected at a general meeting of shareholders for a period until the end of the first Annual General Meeting held after the year in which the Board member was elected.

## § 7

The company shall have one or two auditors with not more than two deputy auditors. A registered accounting firm may be appointed as auditor. Auditors are elected at a general meeting of shareholders for a period until the end of the first Annual General Meeting held after the year in which the auditor was elected.

## § 8

A summons to a general meeting of shareholders shall be published in the Post- och Inrikes Tidningar and on the company's website. That a summons has been made shall be published in Dagens Industri. A summons to a general meeting of shareholders or an extraordinary general meeting at which an amendment of the Articles of Association is to be debated, must be issued no earlier than six weeks and no later than four weeks before the meeting. A summons for any other extraordinary general meeting must be issued no earlier than six weeks and no later than three weeks before the meeting.

Shareholders wishing to participate at a general meeting of shareholders must (i) be listed in a transcript or other account of the entire share register regarding the conditions five business days before the meeting, and (ii) notify the company no later than 4 pm on the day indicated in the summons to the meeting. This day may not be a Sunday, any other public holiday, a Saturday, Midsummer's Eve, Christmas Eve or New Year's Eve and may not occur prior to the fifth weekday before the meeting.

## § 9

The Board of Directors may collect powers of attorney at the company's expense as provided in section 7 subsection 4 second paragraph of the Companies Act.

## § 10

The company's financial year shall be the calendar year.

## § 11

An Annual General Meeting shall be held in Göteborg within six months of the expiry of each financial year.

## § 12

A general meeting of shareholders shall be opened by the Chairman of the Board of Directors or by a person appointed by the Board of Directors.

## § 13

The following matters shall be dealt with at the Annual General Meeting:

1. Election of Chairman of the meeting;
2. Preparation and approval of voting list;
3. Approval of the agenda;
4. Election of one or two persons to verify the minutes;
5. The issue of whether the meeting has been duly convened;
6. Presentation of the annual report and audit report as well as the group accounts and the group audit report;
7. Resolution on the adoption of the profit and loss account and balance sheet as well as the consolidated profit and loss account and consolidated balance sheet;
8. Resolution on the allocation of the company's profit or loss in accordance with the adopted balance sheet;
9. Resolution on the discharge from liability towards the company regarding the members of the Board of Directors and the Managing Director;
10. The Election Committee's report on its work;
11. Resolution regarding the number of Board members and the number of auditors and deputy auditors;
12. Resolution regarding the remuneration for the Board of Directors and the auditors;
13. Election of Board members and Chairman of the Board of Directors and auditors and deputy auditors;
14. Resolution regarding an Election Committee until the next Annual General Meeting;
15. Approval of principles for remuneration and other terms of employment for the company management;
16. Other matters to be dealt with at the meeting according to the Companies Act or the Articles of Association.

§ 14

The company's shares shall be registered in a record register in accordance with the Central Securities Depositories and Financial Instruments (Accounts) Act.

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These Articles of Association were adopted at the Annual General Meeting held on  
March 23, 2017.