

*N.B. The English text is an unofficial translation.*

## **ANNUAL MEETING 2022**

Minutes taken at the annual general meeting  
in LMK Group AB (publ), reg. no. 559021-1263,  
on 27 April 2022 in Stockholm

### **§ 1 Opening of the meeting**

The meeting was opened by Mathias Hedlund, who welcomed those present.

### **§ 2 Election of chairman of the meeting**

Mathias Hedlund was elected chairman at the meeting. It was noted that lawyer Erik Persson from Roschier Advokatbyrå was the minute-keeper at the meeting.

### **§ 3 Preparation and approval of the voting register**

A list of present shareholders was drawn up (Appendix 1). The list was approved as voting register of the meeting.

### **§ 4 Approval of the agenda**

It was resolved to approve the proposal for the agenda included in the notice to the meeting.

### **§ 5 Election of one or two persons to verify the minutes**

Hanna Adlén and Oskar Börjesson were elected to adjust the minutes together with the chairman.

### **§ 6 Determination of whether the meeting has been duly convened**

It was noted that the notice to the general meeting took place through advertising in Post- and Inrikes Tidningar and on the company website ([www.lmkgroup.se](http://www.lmkgroup.se)) as well as that information that the notice has taken place had been published in Dagens Nyheter.

It was resolved that the meeting had been duly convened.

### **§ 7 Presentation of the annual report and auditor's report, as well as the consolidated financial statements and the auditor's report on the consolidated statements**

The annual report and audit report for the previous financial year were presented.

### **§ 8 Resolution regarding adoption of the income statement and balance sheet, as well as the consolidated income statement and the consolidated balance sheet**

The annual general meeting resolved to adopt the income statement and balance sheet included in the 2021 annual report.

### **§ 9 Resolution regarding allocation of the Company's profits in accordance with the approved balance sheet**

The annual general meeting resolved to allocate the result for the year in accordance with the board of directors' proposal. It was thereby decided to distribute profits as follows:

Of the available profits of SEK 792,820,536, dividends be made with a total amount of SEK 1.75 per share, meaning a dividend of a total of SEK 22,187,536. It was resolved that the record date shall be April 29, 2022 with an expected payment date of May 4, 2022. It was resolved that the remaining available profits be carried forward.

### **§ 10 Resolution regarding discharge from liability the board members and the CEO**

The annual general meeting resolved to discharge each of the board members and the CEO from liability for the management of the company's affairs for the period covered by the annual report.

It was noted that the persons concerned insofar as they were included in the voter's register as shareholders or representatives did not participate in the decision as far as they themselves were concerned.

It was noted that the decision was taken unanimously.

### **§ 11 Determination of fees to be paid to the board members and to auditors**

The annual general meeting resolved in accordance with the nomination committee's proposal for a total board fee of an amount of SEK 1,300,000 to be distributed with SEK 500,000 to the chairman of the board and with SEK 200,000 to each of the four other ordinary members for the period until the next annual general meeting.

The annual general meeting resolved in accordance with the nomination committee's proposal that the auditor's fee should be paid according to approved bill.

### **§ 12 Election of the board and auditors**

The annual general meeting resolved, in accordance with the nomination committee's proposal, that the board should consist of five members and re-elected board members Mathias Hedlund, Gert Munthe, Charlotte Godstad, Therese Reuterswärd and new election of Johan Kleberg. Fredrik Kongsli had declined re-election.

The annual general meeting also resolved, in accordance with the nomination committee's proposal, that an auditor should be elected as well to choose the registered auditing company KPMG AB as the company's auditor for the period until the end of next annual general meeting. It was noted that KPMG AB had appointed the authorized auditor Ingrid Hornberg Román to chief auditor.

### **§ 13 Resolution regarding the adoption of a long-term warrant program for senior executives and key employees**

The AGM resolved, in accordance with the board's proposal (Appendix 2), to adopt a long-term incentive program in the form of a warrant program and issuing warrants.

It was noted that the decision was taken unanimously.

### **§ 14 Resolution regarding the adoption of a new long-term incentive program for senior executives and key employees based on performance shares**

The annual general meeting resolved, in accordance with the board's proposal (Appendix 3), on:

A) Adoption of a new long-term incentive program based on performance shares, and

D) Entering into share swap agreements with third parties.

It was noted that the Annual General Meeting decided not to implement the measures according to items 14 B and C in the board's proposal. It was further noted that Livförsäkringsbolaget Skandia, Ömsesidig and Skandia Fonder AB voted no to points 14 A-C in the board's proposal, but that the required majority for a valid resolution according to point 14 A of the board's proposal was nevertheless achieved.

### **§ 14 Closing of the annual general meeting**

The meeting was declared closed.

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Minutes kept by: Erik Persson

Chairman: Mathias Hedlund

Approved: Oskar Börjesson

Approved: Hanna Adlén