

*Translation of Swedish  
original*

**Corp. Reg. No. 556034-8590**  
Minutes taken at the Annual  
General Meeting of  
Shareholders of  
Bergman & Beving AB (publ) at  
IVA's Conference Centre,  
Grev Turegatan 16 in  
Stockholm, on 26 August 2020.

§ 1

The Meeting was called to order by Jörgen Wigh who welcomed all participants.

§ 2

Jörgen Wigh was appointed Chairman to oversee the day's proceedings.  
Peter Schön was assigned to take the minutes.

§ 3

The attached list of shareholders in attendance and shareholders voting by post was approved as the list of shareholders entitled to vote at the Meeting (Appendix § 3).

§ 4

The Meeting approved the Board of Directors' proposed agenda.

§ 5

Johan Lannebo, representative of Lannebo fonder, was appointed to approve the minutes of the Meeting, along with the Chairman.

§ 6

The Meeting confirmed that it had been duly convened.

§ 7

The Annual Report and the Auditors' Report, as well as the Consolidated Accounts and the Auditors' Report on the Consolidated Accounts for the financial year from 1 April 2019 to 31 March 2020 were presented (Appendix § 7).

Chief Auditor Håkan Olsson Reising from KPMG presented the Auditors' Report and gave an account on the year's audit.



### § 9 c)

In accordance with the recommendation of the auditors, the Meeting resolved to discharge the Board of Directors and the President from liability for the administration of the Company for the financial year from 1 April 2019 to 31 March 2020.

### § 10

Under this item, the Nomination Committee's spokesperson Caroline Sjösten, representative of Swedbank Robur funds, presented the Committee's work pertaining to the evaluation of the composition of the Board of Directors and its work.

### § 11

The Meeting resolved that the Company's Board of Directors shall consist of six regular members.

### § 12

The Meeting resolved to place SEK 1,975,000 at the disposal of the Board of Directors for the compensation of its members. The Compensation of the Board of Directors is allocated as follows: SEK 600,000 to the Chairman of the Board and SEK 275,000 to each of the other directors. The Annual General Meeting resolved that the following additional fees will be paid for committee work: Compensation Committee – SEK 50,000 to each committee director, and Audit Committee – SEK 50,000 to the Chairman.

Directors shall be able to invoice their Board fees through a wholly owned Swedish company or private business if current tax legislation allows for invoicing and provided that the Company will not incur any expense. If a director invoices his/her Board fee through a wholly owned company or private business, the fee shall be augmented by an amount equivalent to the statutory social security contributions and value-added tax.

Audit fees shall be paid in accordance with approved invoices.

### § 13

The following directors were re-elected:

Fredrik Börjesson

Henrik Hedelius

Malin Nordesjö

Alexander Wennergren Helm

Jörgen Wigh

The following directors were new elected:

Charlotte Hansson

Jörgen Wigh was re-elected as Chairman of the Board.

### § 14

The Meeting resolved to re-elect the registered auditing firm of KPMG AB as the Company's auditor for the period ending with the closure of the 2021 Annual General Meeting. KPMG AB announced that Authorised Public Accountant Håkan Olsson Reising will be appointed as Auditor in Charge.

### § 15

The Board of Directors' motion regarding guidelines for remuneration to senior management. The Meeting resolved to approve the motion presented by the Board of Directors for these guidelines (Appendix § 15).

### § 16

The Board of Directors' motion regarding the issuance of call options on repurchased shares and the conveyance of repurchased shares to executives was presented.

The Meeting resolved, with the requisite majority, to approve the Board of Directors' motion regarding the issuance of call options on repurchased shares and the conveyance of repurchased shares to executives (Appendix § 16).

## § 17

The Board of Director's motion regarding the authorisation of the Board of Directors' to make decisions concerning acquisitions and transfer of own shares were presented.

The Meeting resolved, with the requisite majority, to approve the Board of Directors' proposals regarding this authorisation (Appendix § 17).

## § 18

The Board of Directors' motion regarding changes to the Articles of Association.

The Meeting resolved, with the requisite majority, to approve the Board of Directors' proposals regarding changes to the Articles of Association (Appendix § 18).

## § 19

The Meeting was closed by the Chairman.

Minutes taken by:

Peter Schön

Minutes approved by:

Jörgen Wigh

Johan Lannebo