

## **NOTICE OF ANNUAL GENERAL MEETING IN OMBORIGRID AB (PUBL)**

The shareholders in OmboriGrid AB (publ), reg. no 556841-1333 (the “**Company**”), are convened to the annual general meeting on Friday 29 October 2021.

In order to reduce the risk of spreading the coronavirus, the board of directors has resolved, in accordance with the act (2020:198) on temporary exceptions to facilitate the execution of general meetings in companies and other associations, that the annual general meeting shall be held without the physical presence of shareholders, proxies or any third parties, and that the shareholders’ voting rights may only be exercised in advance by postal voting.

### **Right to participate at the general meeting**

Shareholders who wish to attend the general meeting must:

- be recorded as a shareholder in the share register prepared by Euroclear Sweden AB (“**Euroclear**”) relating to the circumstances on 21 October 2021; and
- notify their intention to attend the annual general meeting no later than 28 October 2021 by submitting their postal vote in accordance with the instructions set forth under the header “Postal voting” below.

### **Nominee-registered shares**

Shareholders whose shares are registered in the name of a nominee must, in addition to notify their intention to attend the annual general meeting, re register their shares in their own name so that the shareholder is recorded in the share register on 21 October 2021. Such registration may be temporary (so-called voting right registration) and is requested from the nominee in accordance with the nominee’s procedures and in such time in advance as the nominee determines. Voting right registrations duly effected by the nominee no later than 25 October 2021 will be regarded in the preparation of the share register.

### **Postal voting**

The shareholders may exercise their voting rights at the annual general meeting only by postal voting in accordance with sections 20 and 22 of the act (2020:198) on temporary exceptions to facilitate the execution of general meetings in companies and other associations. A special form shall be used for the postal voting, which is available on the Company’s website. The postal vote will also constitute the shareholders’ notification of participation. Shareholders may not provide the postal vote with any special instructions or conditions. If so, the postal vote in its entirety is invalid. Further instructions and conditions are set forth in the postal voting form.

The completed postal voting form must have been received by Advokatfirman Lindahl no later than 28 October 2021. The form shall be sent by e-mail to OmboriGridAGM@lindahl.se or by post to Advokatfirman Lindahl KB, att. Lisa Lantz, Box 11911, 404 39 Gothenburg. Shareholders who are legal entities shall enclose a certificate of registration or equivalent document to the postal voting form.

A shareholder may request that one or several matters in the proposed agenda is resolved to be postponed until a continued general meeting, which may not be held solely by postal voting. Such a continued general meeting shall be convened should the general meeting

so adopt or if shareholders representing of not less than one-tenth of all shares in the Company so request.

## **Proxy**

Shareholders who wish to vote through a proxy must submit a dated proxy form. If the proxy is executed by a legal person, a copy of the certificate of registration or equivalent document must be enclosed. The proxy form may not be valid for a period longer than five year from its issuance. The original proxy form and certificate of registration should be enclosed to the postal voting form. The Company provides a form of proxy at request and it is also available at the Company's website, [www.ombori.com](http://www.ombori.com).

## **Proposed agenda**

1. Opening of the general meeting and election of chairman of the general meeting
2. Preparation and approval of the voting list
3. Approval of the agenda
4. Election of one or two persons to verify the minutes
5. Determination of whether the meeting has been duly convened
6. Presentation of the annual report and the auditor's report
7. Resolutions regarding
  - a) the adoption of the income statement and the balance sheet;
  - b) the allocation of the Company's result according to the adopted balance sheet; and
  - c) the discharge from liability for each of the members of the board of directors and the managing director
8. Determination of remuneration to the board of directors and the auditor
9. Election of board of directors
10. Election of auditor
11. Change of financial year by changing the articles of association
12. Close of the general meeting

## **Proposals to resolutions**

### *Item 1 – Election of chairman of the general meeting*

The board of directors proposes that Andreas Hassellöf is elected as chairman of the general meeting.

### *Item 2 – Preparation and approval of the voting list*

The proposed voting list is the voting list prepared by Advokatfirman Lindahl on behalf of the Company, based on the Company's AGM share register and the received postal votes.

### *Item 4 – Election of one or two persons to verify the minutes*

The board of directors proposes that Rui Tian is elected to verify the minutes of the general meeting.

Item 7b) – Allocation of the Company’s result according to the adopted balance sheet

The board of directors does not propose any dividends for the financial year 1 May 2020–30 April 2021.

Item 8 – Determination of remuneration to the board of directors and the auditor

The board of directors proposes that no remuneration to the board is paid.

It is proposed that the remuneration to the auditor is paid according to approved notice.

Item 9 – Election of board of directors

According to the Company’s articles of association, the board of directors shall consist of no less than three and no more than seven ordinary members and no more than seven deputy members. It is proposed that, until the next annual general meeting, the board shall consist of five ordinary board members and one deputy board member.

It is proposed that Andreas Hassellöf, Rui Tian och Ola Sandgren are re-elected as ordinary members of the board and that Andréas Elgaard and Maria Anderberg are elected as new ordinary board members.

Andréas Elgaard is the CEO of ITAB Shop Concept AB, which is one of the larger shareholders in the Company. In addition, Andréas is chairman of the board for a number of other companies, *inter alia* within the ITAB group of companies, and a board member of Byggmax Group AB.

Maria Anderberg is the CCO of the Company. Prior to that Maria was a sales executive at Ework, which is a market leading independent consultant supplier within IT, telecom, technology and business development. Maria contributed to a successful expansion of Ework from 100 to over 10,000 consultants and has experience in management, executive sales and business relations.

It is proposed that Limei Hassellöf is re-elected as deputy board member.

Item 10 – Election of auditor

The board of directors proposes that the registered auditing company Öhrlings PricewaterhouseCoopers AB (“**PwC**”) is elected as auditor for the time up until the next annual general meeting. PwC has informed the Company that the authorized public accountant Henrik Lindh will be auditor in charge.

Item 11 – Change of financial year by changing the articles of association

The board of directors proposes that the Company’s financial year is changed from the current financial year, 1 May–30 April, to calendar year. The wording of § 12 of the articles of association will in such case be as follows:

”Bolagets räkenskapsår ska vara kalenderår.”

(Eng. “*The financial year of the company shall be calendar year.*”)

Due to the above change, the board of directors proposes that the current financial year 1 May 2021–30 April 2022 is shortened and will lapse on 31 December 2021.

The CEO, or whomever the board of directors appoint, shall have the right to make any minor adjustments which may be required in order to register the resolution with the Swedish Companies Registration Office.

## **Majority requirements**

The resolution under item 11 above requires, for its validity, that a minimum of two-thirds of the votes cast and the shares represented support the resolution.

## **Information to shareholders**

Upon the request of a shareholder, and where the board of directors believes that so may take place without significant harm to the Company, the board of directors and the CEO shall provide information in respect of any circumstances which may affect the assessment of a matter on the agenda, and any circumstances which may affect the assessment of the Company's financial position. A request for such information shall be sent by e-mail to [OmboriGridAGM@lindah.se](mailto:OmboriGridAGM@lindah.se) or by post to Advokatfirman Lindahl KB, att. Lisa Lantz, Box 11911, 404 39 Gothenburg, no later than 19 October 2021.

The information will be held available at the Company's offices and on the Company's website no later than 24 October 2021, and will also be sent, within the same period of time, to a shareholder who has so requested and in connection therewith provided its postal address.

## **Documentation**

This notice contains the board of director's complete proposals. The board of directors' complete proposals as well as other documents according to the Swedish Companies Act will also be held available at the Company's office with address Saltmätargatan 8 in Stockholm not later than two weeks before the meeting, *i.e.* not later than 15 October 2021. The documents will also be sent, without charge, to shareholders who so request and inform the Company of their postal address.

## **Processing of personal data**

For information on the Company's processing of personal data in connection with the annual general meeting, please refer to <https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

Stockholm in October 2021

***OmboriGrid AB (publ)***

***The board of directors***