

Minutes kept at the annual general meeting of MEKO AB (publ), reg. no 556392–1971, on 23 May 2023, 10 a.m. CET, at 7A Posthuset, Vasagatan 28, in Stockholm.

1. Election of chairman of the meeting

The vice chairman of the board Helena Skåntorp welcomed the participants and declared the annual general meeting as opened.

In accordance with the nomination committee's proposal, Helena Skåntorp was elected chairman of the meeting. It was informed that Malin Tiberg had been assigned to keep the minutes at the meeting.

The meeting resolved that invited guests were allowed to attend the meeting.

2. Preparation and approval of voting register

The meeting resolved to approve the list in [Appendix 1](#) as voting register at the meeting.

It was noted that the shareholders had been able to exercise their voting rights by postal voting prior to the meeting, that some shareholders had submitted voting instructions in advance, and that the advance votes constituted approximately [•] percent of the shares and votes represented at the meeting.

It was noted that 24 528 158 shares and votes were represented at the meeting, corresponding to approx. 43.5 percent of the total number of shares and votes in the company.

3. Approval of the agenda

The meeting resolved to approve the agenda proposed by the board and included in the notice to the meeting.

4. Election of person to verify the minutes

The meeting appointed Caroline Sjösten (Swedbank Robur Fonder) to verify the minutes in addition to the chairman.

5. Determination of whether the meeting has been duly convened

The meeting was declared duly convened.

It was noted that the notice convening the meeting have been given in accordance with applicable rules and the company's articles of association by being available on the company's website since 17 April 2023, was published in the Swedish Official Gazette (Sw:

Post- och Inrikes Tidningar) on 19 April 2023 and that an advertisement stating that the notice had been published was included in Dagens Nyheter on 19 April 2023.

6. Presentation of the annual report and auditor's report, the consolidated financial statements and the auditor's report on the consolidated financial statements

The annual report and the auditor's statement for the parent company and the group for 2022, which have been made available to shareholders in accordance with applicable rules, were presented, as well as the auditor's statement on whether the guidelines for remuneration of senior executives have been adhered to.

The company's auditor in charge Linda Corneliusson reported on the audit work and the conclusions of the audit report and the statement on adherence to the remuneration guidelines.

7. CEO's address

The CEO Pehr Oscarson gave his speech. Then questions from shareholders were answered.

8. Resolution on adoption of the income statement and balance sheet and the consolidated income statement and consolidated balance sheet

The meeting resolved to adopt the income statement and balance sheet and the consolidated income statement and consolidated balance sheet for the financial year 2022, included in the annual report.

9. Resolution on discharge of the directors and CEO from liability

The meeting resolved to discharge the board members and the CEO from liability for the financial year 2022.

It was noted that the board members and the CEO did not participate in the resolution.

Before addressing the coming items on the agenda, the proposals of the board and the nomination committee, which were included in the notice convening the meeting, were presented, as well as statements and other documents, which have been made available to the shareholders in accordance with applicable rules. The documentation including the board's statement regarding dividend and authorization to acquire own shares, the board's remuneration report, the articles of association as proposed, the nomination committee's motivated statement and information concerning the proposed board members. The documents were included in the material distributed at the meeting.

10. Resolution concerning disposition of the company's result in accordance with the adopted balance sheet and record dates for payment of the dividend

The meeting resolved, in accordance with the board's proposal, that the earnings are disposed with a dividend for the financial year 2022 of SEK 3.30 per share, that the dividend is paid in two instalments - with SEK 1.10 in May and SEK 2.20 in November, and that the remaining amount is carried forward to the new account. The meeting resolved that the record date for the first instalment should be 25 May 2023 and for the second instalment 23 November 2023.

11. Resolution on amendment of the articles of association in accordance with a) the nomination committee's proposal on amendment of section 5 and b) the board's proposal on supplementary amendment of section 5

The meeting resolved to amend section 5 of the articles of association, with new wording according to [Appendix 2](#), in accordance with the nomination committee's and the board's respective proposals.

It was noted that the resolutions were supported by shareholders representing more than two-thirds of both the votes cast and the shares that were represented at the meeting.

12. Determination of the number of directors and deputy directors

It was noted that the nomination committee, through Caroline Sjösten, had presented all its proposals in connection with the previous item.

The meeting resolved, in accordance with the nomination committee's proposal, that the board shall consist of eight board members, without deputies.

13. Determination of fees to the board and the auditor

The meeting resolved, in accordance with the proposal of the nomination committee, on the following fees: SEK 775,000 to the chairman of the board, SEK 495,000 to the vice chairman of the board and SEK 360,000 to each of the other meeting-elected directors. The following fees shall be paid for committee work: SEK 150,000 to the chairman of the audit committee and SEK 60,000 to each of the other members of the audit committee, and SEK 60,000 to the chairman of the remuneration committee and SEK 30,000 to each of the other members of the remuneration committee.

The meeting further resolved that auditor's fee shall be paid in accordance with approved account.

14. Election of board members and chairman of the board

It was noted that information about the proposed board member's assignments in other companies have been made available on the company's website and included in the material distributed at the meeting.

The meeting resolved, in accordance with the proposal of the nomination committee, on re-election of all board members, Eivor Andersson, Kenny Bräck, Robert M. Hanser, Joseph M. Holsten, Magnus Håkansson, Michael Løve and Helena Skåntorp, as well as election of Justin Jude as new board member.

Robert M. Hanser was re-elected as chairman of the board.

15. Election of auditor

The meeting resolved, in accordance with the proposal of the nomination committee, on re-election of PricewaterhouseCoopers AB as the company's auditor for the period until the end of the 2024 annual general meeting.

It was noted that PwC announced that Linda Corneliusson will continue as auditor in charge.

16. Resolution on amended instruction for the nomination committee

The meeting resolved to approve the nomination committee's revised proposal for instruction to the nomination committee, [Appendix 3](#).

17. Approval of the remuneration report

The meeting resolved to approve the board's remuneration report.

18. Resolution on amended guidelines for remuneration of senior executives

The meeting resolved to approve the board's proposal for revised guidelines for remuneration of senior executives, [Appendix 4](#).

19. Resolution on a long-term share-based incentive program (LTIP 2023)

The meeting resolved to approve the board's proposal, [Appendix 5](#), to establish a long-term share-based incentive program (LTIP 2023) to group management in MEKO and certain other key employees in the group.

20. Resolution on authorization for the board to (a) acquire own shares and (b) transfer of own shares

The meeting resolved to approve the board's proposal, [Appendix 6](#), to authorize the board to resolve on acquisitions of the company's own shares.

The meeting further resolved to approve the board's proposal, [Appendix 6](#), to authorize the board to resolve on transfers of the company's own shares.

It was noted that the resolutions were supported by shareholders with more than two-thirds of the votes cast and shares represented at the meeting.

21. Resolution on transfer of own shares due to share-based incentive program

The meeting resolved to approve the board's proposal, [Appendix 7](#), on transfer of own shares due to share-based incentive program.

It was noted that the resolution was supported by shareholders with more than nine-tenths of the votes cast and shares represented at the meeting.

22. Resolution on authorization for the board to issue new shares

The meeting resolved to approve the board's proposal, [Appendix 8](#), to authorize the board to issue new shares.

It was noted that the resolution was supported by shareholders with more than two-thirds of the votes cast and shares represented at the meeting.

23. Closing of the meeting

The meeting was declared closed.

At the minutes:

Attest by:

Malin Tiberg

Helena Skåntorp

Caroline Sjösten