

# **ARTICLES OF ASSOCIATION**

*Articles of Association AQ Group AB (publ), 556281-8830  
Proposed in a new wording to the AGM 2022-04-21.*

This is a translation of the original document “Bolagsordning”. If discrepancies exist between the Swedish and English translation, then the Swedish version shall prevail.

## **§ 1 Company name**

The company name is AQ Group AB. The Company is a public limited company (publ).

## **§ 2 Registered office**

The Board of Directors has its registered office in Västerås municipality, county of Västmanland.

## **§ 3 Business**

The Company shall manage securities and activities compatible therewith. The Company shall in addition through its subsidiaries develop, manufacture and sell components and systems to demanding industrial customers present in the vehicle, food, medical, telecom, power, and automation industries.

## **§ 4 Share capital and Shares**

The Company’s share capital shall be no less than SEK twenty million (20,000,000) and no more than SEK sixty million (60,000,000). The number of shares shall be no less than ten million (10,000,000) and no more than thirty million (30,000,000) shares.

## **§ 5 Financial year**

The Company’s financial year shall be calendar year.

## **§ 6 Board of Directors**

The Board of Directors shall consist of no less than three and not more than eight board members.

## **§ 7 Auditor**

At the Annual General Meeting at least one and at most two auditors are appointed for auditing of the Company’s annual report and accounts as well as the management of the Board of Directors and the CEO. The assignment as auditor applies for the period until the end of the Annual General Meeting held during the first, second, third or fourth financial year after the election of the auditor.

## **§ 8 Annual General Meeting Notice and the right to participate**

Meeting notice to the AGM is published in the Official Swedish Gazette, Post- och Inrikes Tidningar and on the Company’s website. The publishing of the notice shall be advertised in Dagens Industri.

To participate in the meeting, shareholders shall be in the share register or other presentation of the entire share register regarding the conditions six banking days before the AGM and register with the Company on the day that is stated in the Meeting Notice. This day may not be, Sunday, any public holiday, Saturday, Midsummer's Eve, Christmas Eve or New Year's Eve and may not be earlier than five weekdays ahead of the AGM.

### **§ 9 Matters at the Annual General Meeting**

The Annual General Meeting shall be held within six months after the end of the financial year. At the AGM shall the following matters feature:

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 attest the minutes together with the chairman.
5. Determination of whether the Meeting has been duly convened.
6. Submission of the Annual Report, the consolidated accounts, Auditors Report and the consolidated Auditor's report.
7. Resolution on
  - a) adoption of the income statements, balance sheets, the consolidated income statement and consolidated balance sheet,
  - b) allocation of the company's profit according to the adopted balance sheet,
  - c) decision regarding discharge from liability for the Board of Directors and the CEO.
8. Resolution on number of Board of Directors and number of auditors.
9. Resolution on remuneration for the Board of Directors and auditors.
10. Election of Board of Directors and auditor if appropriate.
11. Other topics that may arise on the AGM in accordance with the Swedish Companies Act or the Articles of Association.

On the AGM each person entitled to vote, may vote for the full number of owned and represented shares, without the limitation of voting rights.

### **§ 10 Central securities depository register**

The Company's shares shall be registered in a central securities depository register in accordance with the Swedish Central Securities Depositories and Financial Instruments (Accounts) Act (1998:1479).