

This document is a translation of the Swedish original. In the event of discrepancies, the Swedish original shall prevail.

Minutes kept at the Annual General Meeting of Qliro AB, reg. no 556962-2441, (the “**Company**”) Wednesday 17 May 2022 in Stockholm.

§ 1

The Annual General Meeting was declared opened by Henrik Fritz on behalf of the Board of Directors.

It was resolved to appoint attorney-at-law Henrik Fritz to Chairman of the Annual General Meeting in accordance with the Nomination Committee’s proposal. It was noted that Kristian Cardell was appointed to keep the minutes from the Annual General Meeting.

It was noted that the Annual General Meeting was held in accordance with section 20 and 22 of the Act (2022:121) on temporary exceptions to facilitate the execution of general meetings in companies and other associations, allowing shareholders to exercise their voting rights at the Annual General Meeting only through voting in advance, so-called postal voting.

It was further noted that the shareholders had been given the opportunity to request in writing information from the Company in accordance with section 23 of the Act on temporary exceptions to facilitate the execution of general meetings in companies and other associations and Chapter 7 section 32 and 57 in the Swedish Companies Act (2005:551), and that no such request had been received by the Company within the stipulated deadline.

The notice to attend the Annual General Meeting was attached to the minutes, [Appendix 1](#).

The form used for postal voting was attached to the minutes, [Appendix 2](#).

A compilation of the result of postal voting for each item on the agenda was attached to the minutes, [Appendix 3](#), which states the information specified in section 26 of the Act on temporary exceptions to facilitate the execution of general meetings in companies and other associations.

§ 2

It was resolved that the minutes shall be approved by a person in addition to the Chairman of the Annual General Meeting. Thomas Krishan was appointed to approve the minutes.

§ 3

The attached voting list, [Appendix 4](#), prepared by Computershare AB on behalf of the Company, was approved as the voting list for the Annual General Meeting.

§ 4

The proposed agenda as set out in the notice to the Annual General Meeting was approved.

§ 5

It was noted that the notice was published and made available on the Company's website on 7 April 2022. It was further noted that the notice was published in Post- och Inrikes Tidningar on 11 April 2022 and that an advertisement stating that the notice had been published was made in Svenska Dagbladet on 12 April 2022. It was declared that the Annual General Meeting had thus been duly convened.

§ 6

It was noted that the annual report and the consolidated balance sheet for the financial year 2021 and the report submitted by the auditor on such financial reports had been sent to all shareholders upon request and been held available on the Company's website and at the head office three weeks before the Annual General Meeting.

The annual report and the report of the auditor as well as the consolidated balance sheet and the consolidated report of the auditor for the financial year 2021, Appendix 5, were therefore considered to have been duly presented.

§ 7 a

It was resolved to adopt the presented income statement and the balance sheet as well as the consolidated income statement and the consolidated balance sheet for the financial year 2021, in accordance with the recommendation from the auditor.

§ 7 b

It was resolved to, in accordance with the Board of Director's proposal, which was recommended by the auditor, that no dividend would be paid for the financial year 2021 and that profits available for distribution of SEK 381,820,664 should be carried forward.

§ 7 c

It was resolved to, in accordance with the recommendation of the auditor, to discharge liability for the present members of the Board of Directors and the CEO for the financial year of 2021.

It was noted that the present members of the Board of Directors and the CEO who are shareholders in the Company did not participate in the resolution, themselves or through proxies, on discharge from liability regarding themselves.

§ 8

It was resolved, in accordance with the Nomination Committee's proposal, that the Board of Directors shall consist of six (6) members, without any deputy members, and that the number of auditors shall consist of one (1) auditor and no deputy auditor.

§ 9

It was resolved, in accordance with the Nomination Committee's proposal:

- that the remuneration for the Board of Directors shall be SEK 600,000 to the Chairman and SEK 300,000 to each of the other members, until the time of the next Annual General Meeting,
- that the remuneration shall be SEK 125,000 to the Chairman and SEK 75,000 to each of the other members of the Risk, Capital, Audit, and Compliance Committee,
- that the remuneration shall be SEK 50,000 to the Chairman and SEK 25,000 to each of the other members of the Remuneration Committee, and
- that the fees of the auditor shall be paid against approved invoice.

§ 10

It was resolved, in accordance with the Nomination Committee's proposal, to re-elect Alexander Antas, Monica Caneman, Lennart Francke, and Helena Nelson as members of the Board of Directors, and to elect Patrik Enblad and Mikael Kjellman as new members of the Board of Directors, for the period up until the end of the next Annual General Meeting. It was further decided to elect Patrik Enblad as new Chairman of the Board of Directors until the next Annual General Meeting.

It was resolved, in accordance with the Nomination Committee's proposal, to re-elect the auditing company, KPMG AB, with the authorised public accountant, Mårten Asplund, in charge of the audit, for the period up until the end of the next Annual General Meeting.

§ 11

It was noted that the Board of Directors' remuneration report, according to Chapter 8 section 53 a of the Swedish Companies Act had been held available on the Company's website and at the head office three weeks before the Annual General Meeting.

It was resolved to approve the Board of Directors' remuneration report for 2021, [Appendix 6](#).

§ 12

It was resolved, in accordance with the Board of Directors' proposal, to authorise the Board of Directors to, on one or more occasions during the period up until the next Annual General Meeting, decide upon issuances of new shares with or without preferential rights for the shareholders and with or without provision on non-cash contribution, set-off or other condition, [Appendix 7](#).

It was noted that the resolution was approved by shareholders representing at least two thirds of both the votes cast and the shares represented at the Annual General Meeting.

It was noted that the proposal had been accounted for in the notice and duly presented by being held available therein and separately at the head office and on the Company's website.

§ 13

It was resolved to approve the Board of Director's decision to carry out a new issue of no more than 550,000 shares, entailing an increase in the share capital of not more than SEK 1,540,000, [Appendix 8](#). The right to subscribe to the new shares shall vest in Patrik Enblad.

The resolution of the Annual General Meeting was supported by a majority of shareholders representing nine tenths of the votes cast and the shares represented at the Annual General Meeting.

§ 14

The Annual General Meeting was declared closed.

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(Signature page follows)

Minutes recorded by:

Kristian Cardell

Approved by:

Henrik Fritz

Thomas Krishan