### **MINUTES FROM 2019 ANNUAL GENERAL MEETING**

Minutes from the Annual General Meeting of John Mattson Fastighetsföretagen AB, Corp. Reg. No. 556802-2858, held on 11 March 2019 at 3:00 p.m. at John Mattson Fastighets AB's office, Larsbergsvägen 10, Lidingö, Sweden.

List of shareholders in attendance:	Number of shares	Number of votes
AB Borudan Ett through Anders Nylander by power of attorney	9,984,019	9,984,019
Tagehus Holding AB through Anders Nylander by power of attorney	1,223,344	1,223,344
Siv Malmgren	6,130	6,130
Maria Sidén through Anders Nylander by power of attorney	4,072	4,072
Jonas Hermansson through Anders Nylander by power of attorney	3,284	3,284
Anna Bellander through Anders Nylander by power of attorney	2,495	2,495
together representing all	11,223,344 shares and votes	

# Other attendees:

Ulrika Danielsson, Chairman Christer Olofsson, Board Member Johan Ljungberg, Board Member Håkan Blixt, Board Member Jonas Svensson, EY Erik Kronqvist, Head of Investor Relations

# Item 1. Election of Chairman of the Meeting

The Meeting was opened by the Chairman of the Board Anders Nylander, who was elected as Chairman of the Meeting. It was resolved that Siv Malmgren should keep the minutes for the meeting.

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### Item 2. Approval of the voting list

The Meeting resolved to approve the above list of attending shareholders to be used as the voting list at the Meeting, after which it was concluded that all shares and votes were represented.

# Item 3. Approval of the agenda and official notice

<u>The Meeting resolved to approve</u> the proposed agenda in the official notice as the agenda for the Meeting.

### Item 4. Election of officer to verify the minutes

The Meeting resolved to elect the Chairman to verify the minutes.

# Item 5. Official notice of the Meeting

Given that all shares and votes in the company were represented at the Meeting it was declared that the Meeting was duly convened and authorised.

# Item 6. Presentation of the annual report and the auditors' report, etc.

The company's annual report and auditors' report was presented together with the consolidated financial statements and consolidated auditors' report for the 2018 financial year.

# Item 7. Resolution to adopt the income statement and the balance sheet, etc.

The Meeting resolved to: (a) adopt the company's income statement and balance sheet and the consolidated income statement and balance sheet for the 2018 financial year; (b) appropriate the company's earnings in accordance with the Board's proposal; and (c) discharge the Board of Directors and Chief Executive Officer from liability for their administration of the company's affairs during the financial year.

#### Item 8. Number of Board members and auditors

<u>The Meeting resolved</u> that the Board is to comprise six (6) full Board members and no deputies and that one (1) auditor with one (1) deputy is to be appointed.

#### Item 9. Determination of fees

The Meeting resolved that: (i) remuneration be paid to the Board in the amount of SEK 355,000 to the Chairman and SEK 155,000 to each of the other Board members; (ii) remuneration be paid to the members of

the Finance Committee in the amount of SEK 50,000 to the Committee Chairman and SEK 25,000 to each of the other Committee members; and (iii) that auditors' fees be paid in return for approved invoices.

#### Item 10. Election of Board members and auditors

<u>The Meeting resolved</u> to re-elect Anders Nylander, Christer Olofsson, Håkan Blixt, Anna Sander, Ulrika Danielsson and Johan Ljungberg to the Board for the period until the close of the next annual general meeting. <u>The Meeting also resolved</u> to re-elect Anders Nylander as Chairman of the Board for the period until the close of the next annual general meeting.

The Meeting also resolved to re-elect Authorised Public Accountant Jonas Svensson as the company's auditor for the period until the close of the next annual general meeting and Authorised Public Accountant Ingemar Rindstig as deputy auditor for the period until the close of the next annual general meeting.

# Item 11. Resolutions on guidelines for remuneration of senior executives

<u>The Meeting resolved</u> to approve the guidelines for remuneration of senior executives in accordance with the Board's proposal, Appendix 1.

# Item 12. Resolution on principles for the appointment of the Nomination Committee

<u>The Meeting resolved</u> to approve the principles for the appointment of a Nomination Committee in accordance with the Board's proposal, Appendix 2.

It was noted that the resolution to approve the principles for the appointment of a Nomination Committee is conditional on the company's shares being admissible for trading, free of any restriction, on Nasdaq Stockholm or an equivalent marketplace in 2019.

#### Item 13. Resolution regarding change of company category

<u>The Meeting resolved</u> to change company category from a privatelyowned limited liability company to a public limited liability company and consequently change the Articles of Association according to <u>Appendix 3.</u>

It was noted that the resolution to adopt the principles for the appointment of a Nomination Committee are conditional on the company's shares being admissible for trading, free of any restriction, on Nasdaq Stockholm or an equivalent marketplace in 2019.

It was found that the decision was unanimous.

# Item 14. Resolution regarding split of the company's shares

<u>The Meeting resolved</u> to conduct a split of the company's shares, whereby each share was split into three (3) new shares, such that the new number of shares outstanding in the company was 33,670,032.

The Meeting also resolved that the Board, or someone appointed by the Board, be authorized to establish the record date and make the minor changes to the resolution on the merger that may be required in conjunction with registration with the Swedish Companies Registration Office and Euroclear Sweden AB.

It was found that the decision was unanimous.

Item 15.	Resolution regarding change of procedures for notification of a
	general meeting

It was noted that this resolution was taken under Item 13 and the item was therefore struck from the agenda.

# Section 16. The meeting was declared closed.

It was noted that no other issues remained to be addressed and the Chairman thanked attendees and declared the AGM closed.

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Keeper of the minutes: Verified by:	
Siv Malmgren	Anders Nylander