

## **BOARD OF DIRECTORS' OF STRAX AB (PUBL) COMPLETE PROPOSAL FOR ADOPTION OF NEW ARTICLES OF ASSOCIATION**

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The Board of Directors' of the company proposes that the Extraordinary General Meeting adopts new articles of association to change the reporting currency of the company in order to adapt the company's reporting currency to the reporting currency that applies to part of the rest of the group.

When changing the reporting currency to euro it is required to insert in the articles of association an article with the meaning that the company's reporting currency shall be euro. After the Swedish Companies Registration Office (the "SCRO") has converted the company's share capital to the new reporting currency, it is also required that the company adapts its articles of association so that the highest and lowest share capital is stated in euro. This means that the required changes of the company's articles of association in order to change the reporting currency are, in accordance with the Board of Directors' proposal, to insert a new article 4 that governs the company's reporting currency, and thus rearrange the rest of the articles, and to change the company's highest and lowest share capital and thus to report the share capital in euro.

The Board of Directors' of the company proposes that the Extraordinary General Meeting of 22 December 2016, as a first step in changing the reporting currency, adopts new articles of association to insert a new article 4 stating that the company's reporting currency shall be euro as set out in the table below.

<b>Article</b>	<b>Current wording</b>	<b>Proposed wording</b>
<b>4.</b>	<b>[New paragraph]</b>	<b>Reporting currency</b> The company's reporting currency is euro.

The complete articles of association that is proposed to be adopted at the Extraordinary General Meeting is attached as [Appendix 1](#).

If the Extraordinary General Meeting adopts the proposed articles of association, it will be registered by the SCRO and the SCRO will then convert the company's share capital to euro. Following the registration and conversion by the SCRO, the General Meeting of the company will resolve to change the articles of association regarding that the highest and lowest share capital shall be stated in euro as set out in the table below (and as presented in the notice). This should be resolved upon no later than at the next Annual General Meeting of the company.

<b>Article</b>	<b>Current wording</b>	<b>Proposed wording</b>
<b>5. (4.)</b>	<b>Share capital and shares</b> The share capital shall be not less than seventy million Swedish kronor (SEK 70,000,000) and not more than two hundred eighty million Swedish kronor (SEK 280,000,000). The number of shares shall be not less than seventy million (70,000,000) and not more than two hundred eighty million (280,000,000).	<b>Share capital and shares</b> The share capital shall be not less than ten million euro (EUR 10,000,000) and not more than forty million euro (EUR 40,000,000). The number of shares shall be not less than one hundred million (100,000,000) and not more than four hundred million (400,000,000).

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*N.B. This is an in-house translation of the Swedish original.*

**ARTICLES OF ASSOCIATION  
for  
Strax AB  
(Reg. No. 556539-7709)**

Adopted at the extraordinary shareholders' meeting on December 22, 2016

- 1 § Name**  
The company's name is Strax AB. The company is a public company (publ).
- 2 § Registered office of the board of directors**  
The board of directors' registered office shall be situated in Stockholm, Sweden.
- 3 § Business**  
The object of the company's business shall be to own and manage real property and movables, primarily through investments directly or indirectly in subsidiaries or affiliated companies in order to design, develop, manufacture and sell products and accessories for personal devices such as mobile phones and tablets as well as other related products, related services and all actions and business measures which appear necessary or useful for the fulfillment of the objective of the company.
- 4 § Reporting currency**  
The company's reporting currency is euro.
- 5 § Share capital and shares**  
The share capital shall be not less than seventy million Swedish kronor (SEK 70,000,000) and not more than two hundred eighty million Swedish kronor (SEK 280,000,000). The number of shares shall be not less than seventy million (70,000,000) and not more than two hundred eighty million (280,000,000).
- 6 § VPC company**  
The company's shares shall be registered in a securities register in accordance with the Swedish Financial Instruments Accounts Act (1998:1479).
- 7 § Financial year**  
The company's financial year shall be 1 January – 31 December.
- 8 § Board of directors**  
The board of directors shall consist of not less than three (3) members and not more than six (6) members, with not more than two (2) deputy members.
- 9 § Auditors**  
The company shall have one (1) auditor, with not more than one (1) deputy auditor. As auditor and, when applicable, deputy auditor, shall be elected an authorised public accountant or a registered public accounting firm.

**10 § Notice of shareholders' meeting**

A notice of a shareholders' meeting shall be published in Post- och Inrikes Tidningar (the Swedish Official Gazette) as well as on the company's website. At the time of the notice, information regarding the publication of the notice shall be published in Svenska Dagbladet.

**11 § Shareholders' right to participate in shareholders' meetings**

Shareholders who want to participate in shareholders' meetings, shall be listed in print-outs or other representation of the entire shareholders' register concerning the circumstances five weekdays prior to the meeting, and notify the company not later than 4.00 pm the day which is specified in the notice to the meeting. The last-mentioned day may not be a Sunday, other public holiday, Saturday, Midsummer Eve, Christmas Eve or New Years Eve and not fall earlier than the fifth weekday prior to the meeting.

Shareholders or representatives may bring up to two counsels at shareholders' meetings only if the shareholder is giving notice of the number of counsels to the company in accordance with the previous section.

**12 § Annual shareholders' meetings**

The following business shall be addressed at annual shareholders' meetings:

1. Election of a chairman of the meeting;
2. Preparation and approval of the voting list;
3. Approval of the agenda;
4. Election of one or two persons who shall approve the minutes of the meeting;
5. Determination of whether the meeting was duly convened;
6. Submission of the annual report and the auditors' report as well as, where applicable, the consolidated financial statements and the auditors' report for the group;
7. Resolutions regarding the adoption of the income statement and the balance sheet as well as, where applicable, the consolidated income statement and the consolidated balance sheet;
8. Resolutions regarding appropriation of the company's profit or loss pursuant to the adopted balance sheet;
9. Resolutions regarding discharge of the members of the board of directors and the managing director from liability;
10. Determination of the number of members and deputy members of the board of directors as well as, where applicable, the number of deputy auditors;
11. Determination of fees for the members of the board of directors and, where applicable, the auditors;
12. Election of the members and deputy members of the board of directors as well as, where applicable, auditor and deputy auditor;

Other matters, which rest upon the shareholders' meeting pursuant to the Swedish Companies Act or the articles of association.

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