## NOTICE OF ANNUAL GENERAL MEETING IN PETROGRAND AB (PUBL)

The shareholders in Petrogrand AB (publ), reg. no. 556615-2350 are hereby convened to the Annual General Meeting on Wednesday, 30 June 2021, at 10:00 a.m. at Nybrogatan Business Center, Nybrogatan 34, 114 39, Stockholm. Entry to the meeting begins 9:30 a.m.

#### **General information**

Due to COVID-19 and continued travelling restrictions only the Swedish directors will attend the meeting. The meeting will be held short and the customary presentation and Q&A session will be limited. Petrogrand encourage all shareholders to follow recommendations that have been issued by the authorities. Participants displaying symptoms of illness or are part of a risk group are asked not to participate in the meeting. No food or beverages will be served.

## **Right to Participate**

Shareholders who wish to participate in the annual general meeting must:

- Be recorded in the shareholders' register, which is kept by Euroclear Sweden AB (the Swedish Central Securities Depository), no later than Monday, 21 June 2021.
- notify the Company of their attendance and any attending assistants no later than Tuesday, 22 June 2021, either in writing to Petrogrand AB (publ), BOX 5216, 102 45 Stockholm, or via e-mail agm@petrogrand.se stating the full name, and preferably personal registration number or corporate registration number, address, telephone, number of shares and when applicable, information regarding assistant, and preferably information regarding legal representative, proxy. The number of assistants may at the most be two (2). In order to facilitate entry to the meeting, the notice shall, when applicable, be accompanied by power of attorney in original, registration certificates and other authorization documents.

Shareholders having trustee-registered shares with a bank or other trustee must temporarily re-register the shares in their own names with Euroclear Sweden AB so that they are recorded in the shareholders' register kept by Euroclear Sweden AB on Monday 21 June 2021 to be entitled to participate in the meeting. Such registration must be completed in accordance with the routines of the bank or broker meaning that shareholders must request their trustees (banks or brokers) for such re-registration in ample time prior to this date. A registration made by the bank or broker not later than Wednesday 23 June 2021 will be taken into account when the share register is drawn up.

### **Proxy**

A shareholder that is to participate through proxies must ensure that such proxy brings to the meeting a signed and dated power of attorney in original executed by the shareholder. A proxy for a legal entity should also present a certificate of registration (or any other relevant documentation) evidencing the signatory rights of the individuals executing the power of attorney on behalf of the legal entity. The power of attorney and the registration certificate (or the relevant documentation) must not have been issued earlier than five years prior to the meeting.

## **Proxy Forms**

Proxy forms are available on the company website <u>www.petrogrand.se</u>, and will be sent without charge to the shareholders that request the form and thereby indicate their addresses.

### **Number of Shares and Votes**

As of the date when the notice is issued, the total number of shares and votes in the Company amounts to 40 265 898.

# **Proposed Agenda**

- 1. Opening of the AGM and election of chairman of the AGM
- 2. Preparation and approval of the voting list
- 3. Approval of the agenda
- 4. Election of one or two persons to approve the minutes
- 5. Determination as to whether the AGM has been duly convened
- 6. Presentation of the annual report and the auditor's report as well as of the consolidated accounts and the auditor's report for the group
- 7. Resolutions regarding:
  - a) approval of the profit and loss account and the balance sheet as well as of the consolidated profit and loss account and the consolidated balance sheet,
  - b) allocation of the Company's result in accordance with the adopted balance sheet, and
  - c) discharge from liability for the members of the board of directors and the managing director
- 8. Determination of number of members of the board of directors and, if applicable, deputy directors and the number of Auditors and any deputy auditors
- 9. Determination of the fees payable to the board of directors and the auditors
- 10. Election of members of the board of directors, alternates as well as the chairman of the board and auditor and any alternate auditors
- 11. Proposal for adoption of changes in the articles of association
- 12. Closing of the AGM

#### PROPOSALS FOR DECISIONS

#### Item 1

The Chairman of the Board, Gunnar Danielsson, is proposed to be elected Chairman at the Annual General Meeting of shareholders.

### Item 8

Shareholders holding approximately 55 % of the outstanding votes propose the following number of members of the board and number of auditors:

It is proposed that the board shall consist of four regular Board members without deputy directors. It is also proposed that the company shall have one auditor, without deputy auditors.

### Item 9

Shareholders holding approximately 55 % of the outstanding votes propose the following fees to be payable to the board of directors and the auditors:

It is proposed that fees to non-employee members of the Board of Directors shall be SEK 134,000 for the Chairman of the Board and SEK 107,000 for the remaining regular members of the Board. A Board member that is employed part-time shall have the right to 50 % of the ordinary fees.

Fees to the auditors are proposed to be paid according to approved invoice.

#### Item 10

Shareholders holding approximately 55 % of the outstanding votes propose to re-elect the following members to the board of Petrogrand:

- Maxim Korobov
- Gunnar Danielsson
- Jesper Sevelin
- Stefano Germani

It is proposed to re-elect Gunnar Danielsson the chairman of the board.

Shareholders holding approximately 55 % of the outstanding votes propose to re-elect the authorized auditing firm Winthers Revisionsbyrå AB, with the authorized auditor Mr. Ragnar Santesson as principally responsible auditor, until the end of the next AGM.

#### Item 11

The Board proposes certain editorial changes to the articles of association. The reason for proposing these changes is because of earlier and current amendments to the Swedish Companies Act, where, among other, changes to the latest date to be recorded in the shareholders' register prior to a general meeting have been adopted. Certain wordings in the Swedish Companies Act have also been introduced and replaced compared to earlier.

The Board proposes the following changes:

The wording of § 1 in the English version of the articles of association already corresponds to the proposed changes of the Swedish version, thus the wording is proposed to remain as:

#### § 1. Name

The name of the Company is Petrogrand AB (publ).

Proposed new wording of § 10:

## § 10. Participation in a Shareholder's meeting

Shareholders who wish to participate in a General Meeting of shareholders shall give notice to the company of his or her intention to participate in the meeting the day that is set forth in the notice of the meeting. The aforementioned final day shall not be a Sunday nor any other public holiday. Saturday, Midsummer's Eve, Christmas Eve or New Year's Eve and shall not fall prior to the fifth weekday before the meeting.

Proposed new wording of § 12:

### § 12. Record date provision

Shares of the company shall be registered in the share register in accordance with the Swedish Central Securities Depositories and Financial Instruments Accounts Act (1998:1479).

# **Majority requirements**

A decision under item 11 must be supported by at least two-thirds of both the votes cast and shares represented at the AGM.

### **Miscellaneous**

The shareholders may request the board of directors and the managing director to provide information in respect of any circumstances which may affect the assessment of a matter on the agenda of the annual general meeting and any circumstances which may affect the assessment of the company's financial position, including all companies in the group. The board of directors and the managing director shall provide such information at the annual general meeting where the board of directors believes that such may take place without significant harm to the company.

Accounting documents and auditor's report, the board of directors' complete proposals for decisions in accordance with the above, will be available for the shareholders at the company's office, address as stated above, and on the company website <a href="www.petrogrand.se">www.petrogrand.se</a> at the latest as from two, and when applicable three weeks before the AGM. Copies of the documents will also be sent without charge to the shareholders who ask for the documents and thereby indicate their addresses.