

**ARTICLES OF ASSOCIATION NOTE AB (publ)**  
**Corporate Identity Number 556408-8770**

**1. ~~Registered~~ Business name**

The ~~registered~~ business name of the company is NOTE AB (publ).

**2. Registered office**

The Board of Directors shall have its registered office in Stockholm municipality, Stockholm county.

**3. Business**

Directly or through holdings of shares and participations in other companies, the company will conduct the purchase, production and sale of electronic components, and other associated business.

**4. Share Capital**

The Company's share capital shall be a minimum of 4,500,000 Swedish kronor and a maximum of 18,000,000 Swedish kronor.

**5. Number of shares**

The number of shares in the company shall total no less than 9,000,000 shares and no more than 36,000,000 shares.

**6. Board of Directors**

The Board of Directors shall consist of a minimum of three and a maximum of ten ordinary members. Board members will be elected annually at the Annual General Meeting for a term lasting until the closing of the next Annual General Meeting.

**7. Auditors**

The company shall have one or two auditors, with or without deputy auditors, which will be appointed at the Annual General Meeting.

~~**8. Notice of the Annual General Meeting, registration etc**~~

**8. Time and mode of convening and shareholders' notice to attend the general meeting etc.**

Notice of an Annual General Meeting and an Extraordinary General Meeting where the issue of an amendment of the Articles of Association will be considered, shall be issued at earliest six weeks and at latest four weeks before the meeting. Notice of other Extraordinary General Meetings shall be issued at earliest six weeks and at latest three weeks before the meeting.

Notice to convene a shareholders' meeting shall be published in the Official Swedish Gazette (Post- och Inrikes Tidningar) and on the company's website. In connection herewith, the company shall publish a notice in Svenska Dagbladet that a shareholders' meeting has been convened. Should Svenska Dagbladet cease to be a national newspaper, the announcement shall be published in Dagens Industri.

~~A shareholder shall, in order to be entitled to attend at the shareholders' meeting, be listed on a transcript from the shareholder register as of five weekdays before the shareholders' meeting as well as notify the company at latest on the day that follows from the notice. This day who wish to attend at the General Meeting shall notify the Company no later than the day specified in the notice to attend the general meeting. Such a date may not be a Sunday, other public holiday, Saturday, Midsummer Eve, Christmas Eve or New Year's Eve, ~~and not be earlier than five weekdays before the shareholders' meeting, and may not occur earlier than the fifth weekday prior to the general meeting.~~~~

~~Shareholders may bring at the most two assistants to the Annual General Meeting, however only if the shareholder has made a notification to this effect in accordance with the previous paragraph.~~

~~Assistants to shareholders may be brought to the shareholders' meeting only if the shareholder has notified the company of the number of assistants, the maximum being two, no later than the day specified in the notice.~~

**9. Business that shall appear on the AGM agenda**

The Annual General Meeting shall transact the following business:

1. Electing a Chairman of the Meeting.

2. Preparation and approval of the voting list.
3. Approval of the agenda.
4. Election of one or two people to verify the minutes.
5. Consideration whether the Meeting has been duly convened.
6. Submission of the annual accounts and consolidated accounts and report of the auditor and the consolidated report of the auditor.
7. Resolutions
  - a) on the adoption of the Income Statement and Balance Sheet and the Consolidated Income Statement and Consolidated Balance Sheet,
  - b) on the appropriation of profits or losses in accordance with the adopted Balance Sheet,
  - c) on discharging the members of the Board of Directors and the Chief Executive Officer from liability for the period covered by the accounts.
8. Consideration of the number of Board Members, auditors and deputy auditors that will be elected at the meeting.
9. Consideration of remuneration to the Board of Directors and auditors.
10. Election of
  - a) the Board,
  - b) auditors.
11. Any other business pertinent to the Annual General Meeting in accordance with the Swedish Companies Act or the Articles of Association.

#### **10. Financial year**

The calendar year shall be the Company's financial year.

#### **11. Record day provision**

The ~~company's~~ Company's shares shall be registered in a share central securities depository register in accordance with the ~~law (1998:1479) regarding the account management of financial instruments.~~ Swedish Central Securities Depositories and Financial Instruments (Accounts) Act (1998:1479).

~~Articles of Association adopted at the Annual General Meeting 20 April 2017.~~