

ARTICLES OF ASSOCIATION FOR MAGNOLIA BOSTAD AB

Reg. nr 556797-7078

Adopted at the Annual General Meeting on 27 April 2021

§ 1 Name

The name of the Company (Sw. *företagsnamn*) is Magnolia Bostad AB. The Company is public (publ).

§ 2 Domicile of the Board of Directors

The Board of Directors is domiciled in Stockholm.

§ 3 Operations

The Company shall - directly or indirectly through subsidiaries - acquire, own, manage, develop and sell properties, carry out project activities regarding properties and own and manage securities as well as any related operations.

§ 4 Share capital and the number of shares

The share capital consists of at the least SEK 120,000,000 and at the most SEK 480,000,000.

The total number of shares shall be at the least 30,000,000 and at the most 120,000,000.

§ 5 Board of Directors

The Board of Directors shall consist of three to seven members.

§ 6 Auditors

The Company shall have one to two auditors, of which one can be a registered accounting firm, with a maximum of two deputy auditors.

§ 7 Notice of General Meeting

Notice of General Meeting shall be announced in Post- och Inrikes Tidningar and by publishing the notice on the Company's website. At the same time as the notice is published, the Company shall advertise in Dagens Industri that a notice has been published.

§ 8 Participants at the Meeting

Shareholders that wish to participate in a General Meeting shall notify the Company of their intention to participate no later than on the date specified in the notice convening the meeting. Such day must not be a Sunday, other public holiday, Saturday, Midsummer's Eve, Christmas Eve or New Year's Eve and not occur earlier than the fifth weekday prior to the meeting.

Shareholders may not have more than two assistants at the General Meeting, and only when they notify the Company of the number of assistants prior to the Meeting as indicated in the previous paragraph.

The Board of Directors may gather proxies according to the procedure stated in Chapter 7, Section 4, second paragraph of the Swedish Companies Act (2005:551).

The Board of Directors may before a General Meeting resolve that the shareholders shall be entitled to vote by post prior to the General Meeting.

§ 9 Opening of the meeting

The Chair of the Board or a person appointed by the Board opens the Annual General Meeting and leads the proceedings until the Chair of the Meeting is elected.

§ 10 Annual General Meeting

The Annual General Meeting is held annually within six months after the end of the financial year.

At the Annual General Meeting the following business is conducted.

1. Election of the Chair of the Meeting;
2. Preparation and approval of the voting list;
3. Approval of the meeting agenda;
4. Election of one or two adjusters;
5. Resolution concerning the due convening of the meeting;
6. Presentation of the annual report and the auditor's report and, where appropriate, consolidated financial statements and consolidated auditor's report;
7. Resolution regarding
 - a. adoption of the income statement, balance sheet and, where appropriate, consolidated income statement and consolidated balance sheet,
 - b. dispositions concerning profit or loss as stated in the adopted balance sheet,
 - c. discharge of the members of the Board and the CEO from liability;
8. Determination of the number of members for the Board of Directors, auditors and deputy auditors, who shall be appointed by the Meeting;
9. Adoption of fees paid to members of the Board and auditors;
10. Election to the Board of Directors and auditor;
11. Any business that arises at the Meeting in accordance with the Swedish Companies Act or the Articles of Association of the Company.

§ 11 Fiscal year

The Company's fiscal year shall be a calendar year.

§ 12 Record day provision

The Company's shares shall be registered in a securities register according to the Central Securities Depositories and Financial Instruments Accounts Act (1998:1479).