

## **NOTICE OF EXTRAORDINARY GENERAL MEETING IN OMBORIGRID AB (PUBL)**

The shareholders in OmboriGrid AB (publ), reg. no 556841-1333 (the “**Company**”), are convened to the extraordinary general meeting on Thursday 18 August 2022.

The board of directors has resolved, in accordance with the act (2022:121) on temporary exceptions to facilitate the execution of general meetings in companies and other associations, that the general meeting shall be held without the physical presence of shareholders, proxies or any third parties, and that the shareholders’ voting rights may only be exercised in advance by postal voting.

### **Right to participate at the general meeting**

Shareholders who wish to attend the general meeting must:

- be recorded as a shareholder in the share register prepared by Euroclear Sweden AB (“**Euroclear**”) relating to the circumstances on 10 August 2022; and
- notify their intention to attend the general meeting no later than 17 August 2022 by submitting their postal vote in accordance with the instructions set forth under the header “Postal voting” below.

### **Nominee-registered shares**

Shareholders whose shares are registered in the name of a nominee must, in addition to notify their intention to attend the general meeting, re-register their shares in their own name so that the shareholder is recorded in the share register on 10 August 2022. Such registration may be temporary (so-called voting right registration) and is requested from the nominee in accordance with the nominee’s procedures and in such time in advance as the nominee determines. Voting right registrations duly effected by the nominee no later than 12 August 2022 will be regarded in the preparation of the share register.

### **Postal voting**

The shareholders may exercise their voting rights at the general meeting only by postal voting in accordance with sections 20 and 22 of the act (2022:121) on temporary exceptions to facilitate the execution of general meetings in companies and other associations. A special form shall be used for the postal voting, which is available on the Company’s website. The postal vote will also constitute the shareholders’ notification of participation. Shareholders may not provide the postal vote with any special instructions or conditions. If so, the postal vote in its entirety is invalid. Further instructions and conditions are set forth in the postal voting form.

The completed postal voting form must have been received by the Company no later than 17 August 2022. The form shall be sent by e-mail to [mia.anderberg@ombori.com](mailto:mia.anderberg@ombori.com) or by post to OmboriGrid AB (publ), att. Maria Anderberg, Saltmätargatan 8, 113 59 Stockholm. Shareholders who are legal entities shall enclose a certificate of registration or equivalent document to the postal voting form.

A shareholder may request that one or several matters in the proposed agenda is resolved to be postponed until a continued general meeting, which may not be held solely by postal voting. Such a continued general meeting shall be convened should the general meeting so adopt or if shareholders representing of not less than one-tenth of all shares in the Company so request.

## **Proxy**

Shareholders who wish to vote through a proxy must submit a dated proxy form. If the proxy is executed by a legal person, a copy of the certificate of registration or equivalent document must be enclosed. The proxy form may not be valid for a period longer than five years from its issuance. The original proxy form and certificate of registration should be enclosed to the postal voting form. The Company provides a form of proxy at request and it is also available at the Company's website, [www.ombori.com](http://www.ombori.com).

## **Proposed agenda**

1. Opening of the general meeting and election of chairman of the general meeting
2. Preparation and approval of the voting list
3. Approval of the agenda
4. Election of one or two persons to verify the minutes
5. Determination of whether the meeting has been duly convened
6. Election of board of directors
7. Close of the general meeting

## **Proposals to resolutions**

### *Item 1 – Election of chairman of the general meeting*

The board of directors proposes that Andreas Hassellöf is elected as chairman of the general meeting.

### *Item 2 – Preparation and approval of the voting list*

The proposed voting list is the voting list prepared by the Company, based on the Company's EGM share register and the received postal votes.

### *Item 4 – Election of one or two persons to verify the minutes*

The board of directors proposes that Maria Anderberg is elected to verify the minutes of the general meeting.

### *Item 6 – Election of board of directors*

According to the Company's articles of association, the board of directors shall consist of no less than three and no more than seven ordinary members and no more than seven deputy members. The board of directors proposes that, until the next annual general meeting, the board shall consist of six ordinary board members and one deputy board member.

The board of directors proposes that Oskar Jakobsson and Nick Hughes are elected as new members of the board, where Nick Hughes shall replace Frida Karlsson as board member.

Oskar Jakobsson, born 1976, has been Chief Product Officer (CPO) at the Company since May 2021 and has a background from H&M where he held several global tech and IT positions between 2012 and 2021. Before that, he held the position as Senior IT Manager at Systembolaget.

Nick Hughes, born 1969, holds joint roles for SVP Strategy and Transformation and SVP Retail Technology portfolio at ITAB Shop Concept AB and has held a number of positions

since joining the company in 2010. Previous to this, he has held a senior role in a number of consumer facing technology companies in the UK.

It is also proposed that Björn Ström is elected as new deputy board member, replacing Limei Hassellöf as deputy board member.

Björn Ström, born 1960, is Chief Experience Officer (CXO) at the Company since 2018 and has earlier held the position as Retail Experience Specialist and Business Strategist at Visual Art.

The board of directors will also be composed of Maria Anderberg (chair of the board), Andreas Hassellöf, Andréas Elgaard and Johan Reventberg, which were all elected as ordinary board members at the annual general meeting 2022.

### **Information to shareholders**

Upon the request of a shareholder, and where the board of directors believes that so may take place without significant harm to the Company, the board of directors and the CEO shall provide information in respect of any circumstances which may affect the assessment of a matter on the agenda, and any circumstances which may affect the assessment of the Company's financial position. A request for such information shall be sent by e-mail to [mia.anderberg@ombori.com](mailto:mia.anderberg@ombori.com) or by post to OmboriGrid AB (publ), att. Maria Anderberg, Saltmätargatan 8, 113 59, no later than 8 August 2022.

The information will be held available at the Company's offices and on the Company's website no later than 13 August 2022, and will also be sent, within the same period of time, to a shareholder who has so requested and in connection therewith provided its postal address.

### **Documentation**

The board of directors' complete proposals as well as other documents according to the Swedish Companies Act will be held available at the Company's office with address Saltmätargatan 8 in Stockholm not later than two weeks before the meeting, *i.e.* not later than 4 August 2022. The documents will also be sent, without charge, to shareholders who so request and inform the Company of their postal address.

### **Processing of personal data**

For information on the Company's processing of personal data in connection with the general meeting, please refer to <https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

Stockholm in August 2022

***OmboriGrid AB (publ)***

***The board of directors***