

N.B. The English text is an in-house translation.

Protokoll från årsstämma  
i **Dometic Group AB (publ)** (org. nr  
556829-4390) tisdagen den 13 april  
2021 i Stockholm.

*Minutes of the annual shareholders'  
meeting of **Dometic Group AB  
(publ)** (reg. no. 556829-4390) held  
on Tuesday, April 13, 2021, in  
Stockholm.*

**§ 1 Val av ordförande vid stämman, m.m. / Election of Chairman of the Meeting, etc.**

Utsågs, i enlighet med valberedningens förslag, Fredrik Cappelen, till ordförande vid stämman. Antecknades att styrelsen uppdragit åt bolagets chefsjurist Anna Smieszek att föra protokollet vid stämman.

*Fredrik Cappelen was appointed chairman of the meeting in accordance with the Nomination Committee's proposal. It was noted that the Board had asked the company's General Counsel, Mrs. Anna Smieszek, to keep the minutes of the meeting.*

Noterades att stämman genomfördes enligt 20 och 22 §§ lagen (2020:198) om tillfälliga undantag för att underlätta genomförandet av bolags- och föreningsstämmor innebärande att aktieägare fått utöva sin rösträtt vid stämman endast genom att rösta på förhand, s.k. poströstning.

*It was noted that the meeting was carried out in accordance with sections 20 and 22 of the Act (2020:198) on temporary exceptions to facilitate the execution of general meetings in companies and other associations, allowing shareholders to exercise their voting rights at the meeting only by voting in advance, so-called postal voting.*

Kallelsen till stämman bilades protokollet, Bilaga 1. Det formulär som använts för poströstning bilades protokollet, Bilaga 2. Redovisning av resultatet av poströster avseende varje punkt på dagordningen bilades protokollet, Bilaga 3, vari framgår de uppgifter som anges i 26 § ovan angivna lag (2020:198). Noterades särskilt att ingen aktieägare begärt att beslut under en eller flera punkter ska anstå till fortsatt bolagsstämma.

*The notice to attend the meeting was attached to the minutes, Appendix 1. The form used for postal voting was attached to the minutes, Appendix 2. A compilation of the result of postal voting for each item on the agenda was attached to the minutes, Appendix 3, which includes the information specified in section 26 of the abovementioned Act (2020:198). It was specifically noted that no shareholder had requested that a resolution on one or several of the matters on the Agenda should be deferred to a so-called continued general meeting.*

**§ 2 Val av justeringspersoner / Election of Persons to Approve the Minutes**

Utsågs Magnus Billing, representant för Alecta och Jan Särllvik, representant för Nordea Fonder, att jämte ordföranden justera dagens protokoll.

*Mr. Magnus Billing, representing Alecta and Mr. Jan Särllvik, representing Nordea Funds, were appointed to verify the minutes of the meeting along with the chairman.*

**§ 3 Upprättande och godkännande av röstlängd / Preparation and Approval of the Voting List**

Den förteckning, Bilaga 4, som upprättats av Euroclear Sweden AB på uppdrag av bolaget godkändes såsom röstlängd vid stämman.

*The list, Appendix 4, which had been drawn up by Euroclear Sweden AB on behalf of the company was approved as the voting list for the meeting.*

- § 4 Godkännande av dagordning / Approval of the Agenda**  
Godkändes det förslag till dagordning som intagits i kallelsen till stämman.  
*The agenda, listed in the notice convening the meeting, was approved.*
- § 5 Prövning av om stämman blivit behörigen sammankallad / Determination of Whether the Meeting Had Been Duly Convened**  
Antecknades att kallelsen till stämman varit införd i Post- och Inrikes Tidningar den 12 mars 2021, att kallelsen sedan den 9 mars 2021 hållits tillgänglig på bolagets hemsida och att annons om att kallelse skett varit införd i Svenska Dagbladet den 12 mars 2021. Konstaterades att stämman var i behörig ordning sammankallad.  
*It was noted that the notice convening the meeting had been entered into the Swedish Official Gazette on March 12, 2021, that the notice had been available on the company's website since March 9, 2021 and that a short form notice convening the meeting had been published in Svenska Dagbladet on March 12, 2021. It was concluded that the meeting was duly convened.*
- § 6 Framläggande av årsredovisningen och revisionsberättelsen samt av koncernredovisningen och koncernrevisionsberättelsen / Presentation of the Annual Report and the Auditor's Report as well as the Consolidated Financial Statements and the Auditor's Report for the Group**  
Antecknades att årsredovisningen och revisionsberättelsen samt koncernredovisningen och koncernrevisionsberättelsen för 2020 jämte revisorsyttrandet om tillämpning av riktlinjerna för ersättning till ledande befattningshavare framlagts genom att handlingarna hållits tillgängliga hos bolaget och på bolagets webbplats, [www.dometic.com](http://www.dometic.com).  
*It was noted that the annual report and the auditor's report, the consolidated financial statements and the consolidated auditor's report, as well as the auditor's statement regarding compliance with the guidelines for remuneration, had been presented by being available at the company and on the company's website, [www.dometic.com](http://www.dometic.com).*
- En sammanställning av frågor som inkommit från aktieägare samt svar från verkställande direktören och styrelsen har hållits tillgänglig på bolagets webbplats.  
*A summary of questions received from shareholders as well as answers from the CEO and the board of directors have been made available on the company's website.*
- § 7 Beslut om / Resolution on:**
- a. fastställande av resultaträkningen och balansräkningen samt av koncernresultaträkningen och koncernbalansräkningen / approval of the profit and loss account and balance sheet as well as the consolidated profit and loss account and consolidated balance sheet**  
Beslutades att fastställa resultat- och balansräkningarna jämte koncernresultat- och koncernbalansräkningarna i framlagt skick.  
*The profit and loss account and the balance sheet and the consolidated profit and loss account and the consolidated balance sheet were approved as presented.*
- b. dispositioner beträffande bolagets resultat enligt den fastställda balansräkningen / approval of allocation of the company's result according to the adopted balance sheet**  
Konstaterades att styrelsens förslag till vinstutdelning, inklusive styrelsens yttrande enligt ABL 18 kap. 4 §, framlagts genom att hållas tillgängligt hos bolaget och på bolagets webbplats. Beslutades, i enlighet med styrelsens förslag, om en utdelning om 2,30 kronor per aktie, med avstämningsdag torsdagen den 15 april 2021, och att återstående vinstmedel efter utdelning ska balanseras i ny räkning.  
*It was noted that the proposal by the board of directors on dividend distribution, as well as the statement by the board of directors under Chapter 18 Section 4 of the Swedish Companies Act, had been presented by being held available at the company and on the company's website. It was resolved, in accordance with the proposal by the board of directors, on a dividend to the shareholders of SEK 2.30 per share, with the record date Thursday, April 15, 2021, and that the remaining earnings after distribution of the dividend shall be brought forward.*

**c. ansvarsfrihet åt styrelseledamöterna och verkställande direktören / discharge of the members of the board of directors and the CEO from liability**

Beviljades styrelsens ledamöter och verkställande direktören ansvarsfrihet för den tid årsredovisningen omfattade. Antecknades att berörda personer, i den mån de var upptagna i röstlängden, inte deltagit i beslutet såvitt avsåg dem själva.

*The members of the board of directors and the company's CEO were discharged from liability in respect of their management of the company's business during the period covered by the annual report. It was noted that persons concerned, if listed in the voting register for the meeting, had not participated in the resolution in respect of themselves.*

**§ 8 Fastställande av antalet styrelseledamöter, styrelsesuppleanter, revisorer och revisorssuppleanter / Determination of the Number of Members of the Board of Directors, Deputy Members of the Board of Directors, Auditors and Deputy Auditors**

Beslutades, i enlighet med valberedningens förslag, att styrelsen ska bestå av åtta ordinarie ledamöter utan suppleanter samt att bolaget ska ha ett registrerat revisionsbolag som revisor, utan revisorssuppleant.

*In accordance with the proposal by the nomination committee, it was resolved that the board of directors shall consist of eight members with no deputies and that the company shall have a registered auditing firm as auditor, without deputy auditor.*

**§ 9 Fastställande av arvoden åt styrelseledamöter och revisor / Determination of Fees to the Members of the Board of Directors and the Auditor**

Beslutades, i enlighet med valberedningens förslag, att styrelsearvode för perioden till och med årsstämman 2022 ska utgå med 1 100 000 kronor till styrelsens ordförande och 450 000 kronor vardera till övriga ledamöter som inte är anställda i bolaget. Vidare ska arvode för kommittéarbete utgå med 150 000 kronor till revisionsutskottets ordförande och 75 000 kronor vardera till övriga ledamöter samt med 100 000 kronor till ersättningsutskottets ordförande och 50 000 kronor vardera till övriga ledamöter.

*In accordance with the proposal by the nomination committee, it was resolved that remuneration to the board of directors for the period up until the 2022 annual shareholders' meeting shall be paid in an amount of SEK 1,100,000 to the chairman of the board of directors and SEK 450,000 to each of the other members of the board of directors who are not employed by the company. In addition, remuneration for committee work shall be paid by SEK 150,000 to the chairman of the audit committee and SEK 75,000 to each of the other committee members and by SEK 100,000 to the chairman of the remuneration committee and SEK 50,000 to each of the other committee members.*

Beslutades, i enlighet med valberedningens förslag, att revisorsarvode ska utgå enligt godkänd räkning inom ramen för offert.

*In accordance with the proposal by the nomination committee, it was resolved that remuneration to the auditor shall be paid in accordance with approved invoices within the auditor's quotation.*

**§ 10 Val av styrelseledamöter och styrelseordförande / Election of the Members of the Board of Directors and Chairman of the Board of Directors**

Antecknades att en redogörelse över samtliga föreslagna styrelseledamöters uppdrag hållits tillgänglig hos bolaget och på bolagets webbplats.

*It was noted that a report of other assignments of all nominated members of the board of directors had been available at the company and on the company's website.*

Fredrik Cappelen, Erik Olsson, Heléne Vibbleus, Jacqueline Hoogerbrugge, Magnus Yngen, Peter Sjölander och Rainer E. Schmückle omvaldes och Mengmeng Du nyvaldes, i enlighet med valberedningens förslag, till ordinarie styrelseledamöter för tiden intill slutet av årsstämman 2022. Fredrik Cappelen omvaldes, i enlighet med valberedningens förslag, till styrelsens ordförande.

*In accordance with the proposal by the nomination committee, Mr. Fredrik Cappelen, Mr. Erik Olsson, Mrs. Heléne Vibbleus, Mrs. Jacqueline Hoogerbrugge, Mr. Magnus Yngen, Mr. Peter Sjölander and Mr. Rainer E. Schmückle were re-elected and Mrs. Mengmeng Du was newly elected as members of the board of directors for the period up to the end of the*

2022 annual shareholders' meeting. In accordance with the proposal by the nomination committee, Mr. Fredrik Cappelen was re-elected as chairman of the board of directors.

**§ 11 Val av revisor / Election of Auditor**

Revisionsbolaget PricewaterhouseCoopers AB omvaldes, i enlighet med valberedningens förslag, till revisor för tiden intill slutet av årsstämman 2022. Antecknades att den auktoriserade revisorn Anna Rosendal kommer att fortsätta som huvudansvarig revisor.

*In accordance with the proposal by the nomination committee, the auditing firm PricewaterhouseCoopers AB was re-elected as auditor for the period until the end of the 2022 annual shareholders' meeting. It was noted that the authorized public accountant Mrs. Anna Rosendal would remain auditor in charge.*

**§ 12 Beslut om principer för utseende av valberedning / Resolution on principles for appointment of the Nomination Committee**

Beslutades att anta principer för utseende av valberedning i enlighet med valberedningens förslag.

*It was resolved to adopt principles for appointment of the nomination committee in accordance with the proposal by the nomination committee.*

**§ 13 Beslut om godkännande av ersättningsrapport / Resolution on approval of remuneration report**

Antecknades att styrelsens rapport över ersättningar upprättad i enlighet med 8 kap 53 a § aktiebolagslagen framlagts genom att den hållits tillgänglig hos bolaget och på bolagets webbplats.

*It was noted that the board of directors' report regarding remuneration prepared in accordance with Chapter 8, Section 53 a of the Swedish Companies Act had been presented by being available at the company and on the company's website.*

Beslutades, i enlighet med styrelsens förslag, om godkännande av ersättningsrapporten.

*It was resolved, in accordance with the board of directors' proposal, to approve the remuneration report.*

**§ 14 Beslut om bemyndigande avseende emission av aktier / Resolution on Authorization regarding Issuance of New Shares**

Antecknades att styrelsens förslag till emissionsbemyndigande framgått av kallelsen och framlagts genom att det hållits tillgängligt hos bolaget och på bolagets webbplats. Beslutades, i enlighet med styrelsens förslag, att bemyndiga styrelsen att vid ett eller flera tillfällen under tiden intill nästa årsstämma fatta beslut om emission av aktier, med eller utan avvikelse från aktieägarnas företrädesrätt. Bemyndigandet ska innefatta rätt att besluta om emission mot kontant betalning, betalning genom kvittning eller betalning med apportegendom. Det totala antalet aktier som kan komma att emitteras med stöd av bemyndigandet ska rymmas inom bolagsordningens gränser och får inte överstiga tio (10) procent av totalt antal aktier i bolaget vid tidpunkten för styrelsens emissionsbeslut.

*It was noted that the board of director's proposal for an authorization to issue new shares had been included in the notice convening the meeting and had been presented by being available at the company and on the company's website. It was resolved, in accordance with the board's proposal, to authorize the board of directors to resolve, on one or several occasions until the next annual shareholders' meeting, on the issuance of new shares with or without deviation from the shareholders' pre-emptive right. Such resolution may provide for payment in cash, against set-off of claims or in kind. The number of shares that may be issued in total under the authorization shall be within the limits of the articles of association and shall not exceed ten (10) per cent of the total number of shares in the company at the time of the board's resolution to issue new shares.*

Syftet med bemyndigandet och skälet till eventuell avvikelse från aktieägarnas företrädesrätt är att möjliggöra betalning genom emission av egna aktier i samband med eventuella företagsförvärv samt att möjliggöra kapitalanskaffning i syfte att finansiera sådana förvärv. Emissionskursen ska fastställas i enlighet med gällande marknadsförhållanden.

*The purpose of the authorization, and the reasons for any deviation from the shareholders' pre-emptive right, is to enable payment through the issuance of own shares in connection with potential corporate acquisitions as well as to raise capital in order to finance such acquisitions. The issue price shall be determined in accordance with prevailing market conditions.*

Styrelsen, eller den som styrelsen utser, ska ha rätt att göra mindre ändringar i beslutet som kan erfordras i samband med registreringen vid Bolagsverket.

*The board of directors, or any person appointed by it, shall be authorized to make any minor adjustments to the resolution that may be necessary to enable registration with the Swedish Companies Registration Office (Sw. Bolagsverket).*

Antecknades att beslutet biträtts av aktieägare representerande minst två tredjedelar av såväl de avgivna rösterna som de vid årsstämman företrädde aktierna.

*It was noted that shareholders representing at least two-thirds of the votes cast as well as the shares represented at the meeting had supported the resolution.*

**§ 15      **Beslut om ändring av bolagsordningen / Resolution on amendments to the articles of association****

Beslutades, i enlighet med styrelsens förslag, om ändring av bolagsordningen varvid bolagsordningen ska ha den lydelse som framgår av Bilaga 5. Antecknades att beslutet biträtts av aktieägare representerande minst två tredjedelar av såväl de avgivna rösterna som de vid årsstämman företrädde aktierna samt att verkställande direktören bemyndigats att vidta de smärre justeringar av beslutet som kan visa sig nödvändiga i samband med registreringen av bolagsordningen vid Bolagsverket.

*It was resolved, in accordance with the board of directors' proposal, on amendments of the articles of association as a result of which the articles of association shall have the wording set out in Appendix 5. It was noted that shareholders representing at least two-thirds of the votes cast as well as the shares represented at the meeting had supported the resolution and that the CEO had been authorized to make any minor adjustments necessary in connection with the registration of the articles of association with the Swedish Companies Registration Office (Sw. Bolagsverket).*

Vid protokollet:  
Minutes taken by:

\_\_\_\_\_  
Anna Smieszek

Justeras:  
Verified by:

\_\_\_\_\_  
Fredrik Cappelen

\_\_\_\_\_  
Magnus Billing

\_\_\_\_\_  
Jan Särllvik



## **Notice of Annual Shareholders' Meeting of Dometic Group AB (publ)**

The shareholders in Dometic Group AB (publ) (Reg. No. 556829-4390) are hereby summoned to the annual shareholders' meeting on Tuesday, April 13, 2021.

Due to the coronavirus, the board of directors has decided that the annual shareholders' meeting will be conducted without the physical presence of shareholders, representatives or third parties and that the shareholders before the meeting will only be able to exercise their voting rights in advance (postal voting). Information on the resolutions passed at the meeting will be disclosed on April 13, 2021, as soon as the outcome of the postal voting has been finally confirmed.

### **Registration and notification**

Anyone wishing to participate in the annual shareholders' meeting by postal voting must

- be recorded as a shareholder in the share register prepared by Euroclear Sweden AB relating to the circumstances on Thursday, April 1, 2021, and
- give notice of their intention to participate no later than Monday, April 12, 2021, by casting their postal votes in accordance with the instructions under the heading *Postal voting* below so that the postal voting form is received by Euroclear Sweden AB no later than that day. Please note that the notification to the annual shareholders' meeting can be made only by postal voting.

For shareholders who have their shares registered through a bank or other nominee, the following applies in order to be entitled to participate in the meeting. In addition to giving notice of participation in the meeting by submitting the postal votes, such shareholder must register its shares in its own name so that the shareholder is recorded in the share register prepared by Euroclear Sweden AB as of the record date Thursday, April 1, 2021. Such re-registration may be temporary (so-called voting rights registration) and the request for such registration shall be made to the nominee, in accordance with the nominee's routines, at such a time in advance as decided by the nominee. Voting rights registrations that have been completed by the nominee no later than Wednesday, April 7, 2021 will be taken into account in the preparation of the share register.

### **Postal voting**

The board of directors has decided that shareholders will be able to exercise their voting rights only by postal voting in accordance with section 22 of the Act (2020:198) on temporary exceptions to facilitate the execution of general meetings in companies and other associations. A special form must be used for the postal votes. The form for postal voting is valid as a notice to participate in the meeting and is available on the company's website [www.dometic.com](http://www.dometic.com) and is sent to shareholders who so request. Completed and signed postal voting forms can be sent by mail to Dometic Group AB (publ) c/o Euroclear Sweden AB, "AGM", Box 191, SE-101 23 Stockholm, Sweden or by e-mail to [generalmeetingservice@euroclear.com](mailto:generalmeetingservice@euroclear.com). Completed forms must be received by Euroclear Sweden no later than April 12, 2021. Shareholders who are natural persons may also cast their votes electronically through verification with BankID via the Euroclear Sweden AB's website <https://anmalan.vpc.se/euroclearproxy>. Such electronic votes must be submitted no later than April 12, 2021.

The shareholders may not provide special instructions or conditions to the postal vote. If so, the entire postal vote is invalid. Further instructions and conditions can be found in the postal voting form and at <https://anmalan.vpc.se/euroclearproxy>.



### **Powers of attorney**

If the shareholder submits its postal vote by proxy, a written and dated power of attorney for the proxy must be attached to the postal voting form. A form of power of attorney is available at the company's website, [www.dometic.com](http://www.dometic.com), and will be sent to shareholders who so request. A power of attorney is valid one year from its issue date or such longer time period as set out in the power of attorney, however not more than five years. If the power of attorney is issued on behalf of a legal entity, a certified copy of a registration certificate for the legal entity (or corresponding document), evidencing the authority to issue the proxy, shall also be attached to the form. The certificate of registration shall evidence the circumstances on the date of the annual shareholders' meeting and should not be older than one year at the time of the meeting.

### **Proposed Agenda**

1. Election of chairman of the meeting.
2. Election of persons to approve the minutes.
3. Preparation and approval of the voting list.
4. Approval of the agenda.
5. Determination of whether the meeting has been duly convened.
6. Presentation of the annual report and the auditor's report as well as the consolidated financial statements and the auditor's report for the group.
7. Resolution on:
  - a. approval of the profit and loss account and balance sheet as well as the consolidated profit and loss account and consolidated balance sheet;
  - b. approval of allocation of the company's result according to the adopted balance sheet; and
  - c. discharge of the members of the board of directors and the CEO from liability.
8. Determination of the number of members of the board, deputy members of the board, auditors and deputy auditors.
9. Determination of fees to the members of the board and the auditor.
10. Election of the members of the board and chairman of the board.
11. Election of auditor.
12. Resolution on principles for appointment of the Nomination Committee.
13. Resolution on approval of remuneration report.
14. Resolution to authorize the board to issue new shares.
15. Resolution on amendments to the articles of association.

### **Election of chairman of the meeting (item 1)**

The Nomination Committee, comprising the Nomination Committee's chairman Magnus Billing (Alecta), Henrik Didner (Didner & Gerge Funds), Jan Särilvik (Nordea Funds) and Fredrik Cappelen (chairman of the board of directors of Dometic), proposes that Fredrik Cappelen be elected chairman of the annual shareholders' meeting, or in the event he is prevented from participating, the person instead appointed by the board of directors.

### **Election of persons to approve the minutes (item 2)**

The board of directors proposes that Magnus Billing (Alecta) and Jan Särilvik (Nordea Funds), or if one or both of them are prevented from participating, the person(s) appointed by the board of directors, be elected to check the minutes. The assignment to check the minutes also include checking the voting list and that the received postal votes are correctly reflected in the minutes of the meeting.

### **Preparation and approval of the voting list (item 3)**

The voting list proposed to be approved is the voting list prepared by Euroclear Sweden AB on behalf of the company, based on the shareholders' meeting share register and received postal votes, controlled and approved by the persons assigned to check the minutes.

**Allocation of the Company's Result (item 7b)**

The board of directors proposes that the annual shareholders' meeting resolves on a dividend of SEK 2.30 per share. The record date for the right to receive dividend is proposed to be Thursday, April 15, 2021. Subject to resolution by the annual shareholders' meeting in accordance with this proposal, dividend is expected to be distributed by Euroclear Sweden AB on Tuesday, April 20, 2021.

**Board of Directors, etc. (items 8–11)**

The Nomination Committee proposes the following:

- The board of directors shall consist of eight board members with no deputy board members. The company shall have a registered auditing firm as auditor without deputy auditor (item 8).
- Remuneration to the board of directors for the period up until the annual shareholders' meeting 2022 shall be paid in an amount of SEK 1,100,000 to the chairman of the board of directors and SEK 450,000 to each of the other members of the board of directors who are not employed by the company. In addition, remuneration for committee work shall be paid by SEK 150,000 to the chairman of the audit committee and SEK 75,000 to each of the other committee members and by SEK 100,000 to the chairman of the remuneration committee and SEK 50,000 to each of the other committee members. As a result, the total remuneration, including remuneration for committee work and based on the proposed composition of the committees, amounts to SEK 4,750,000. This is an increase by SEK 880,000 in relation to the previous year (which also includes remuneration to one additional board member, as the number of board members is proposed to be increased to eight) (item 9).
- Remuneration to the auditor shall be paid in accordance with approved invoices within the auditor's quotation (item 9).
- Re-election of all the current board members: Fredrik Cappelen, Erik Olsson, Heléne Vibbleus, Jacqueline Hoogerbrugge, Magnus Yngen, Peter Sjölander and Rainer E. Schmückle and election of Mengmeng Du as a new member of the board, for the period up to the end of the 2022 annual shareholders' meeting (item 10).
- Re-election of Fredrik Cappelen as chairman of the board of directors (item 10).
- Re-election of the auditing firm PricewaterhouseCoopers AB for the period up to the end of the 2022 annual shareholders' meeting (item 11).

Mengmeng Du, born 1980, has a Master of Economics and Business Administration from Stockholm School of Economics as well as a Master of Computer Science from Royal Institute of Technology in Stockholm. Currently she is working as a startup advisor in her own company Iridis AB and is a member of the board of NetonNet, Saminvest, Clas Ohlson and Swappie. She has previously had a number of managerial positions at Spotify, been COO at Acast, VP product development at Stardoll and management consultant at Bain & Company.

Further information on the proposed members of the board of directors is available at the company's website, [www.dometic.com](http://www.dometic.com).

**Resolution on principles for appointment of the Nomination Committee (item 12)**

The Nomination Committee proposes that the annual shareholders' meeting resolves to adopt the following principles for appointment of the Nomination Committee which shall apply until further notice.

The Nomination Committee shall be composed of the chairman of the board of directors together with one representative of each of the three largest shareholders, based on ownership in the company as of August 31. Should any of the three largest shareholders renounce its right to appoint one representative to the Nomination Committee, such right shall transfer to the shareholder, who then in turn, after these three, is the largest shareholder in the company. The board of directors shall convene the Nomination



Committee. The member representing the largest shareholder shall be appointed chairman of the Nomination Committee, unless the Nomination Committee unanimously appoints someone else.

Should a shareholder having appointed a representative to the Nomination Committee no longer be among the three largest shareholders at a point in time falling three months before the annual shareholders' meeting at the latest, the representative appointed by such shareholder shall resign and the shareholder who is then among the three largest shareholders shall have the right to appoint one representative to the Nomination Committee. Should such change in the ownership occur during the three-month period prior to the annual shareholders' meeting, the already established composition of the Nomination Committee shall remain unchanged. Should a member resign from the Nomination Committee before his or her work is completed, the shareholder who has appointed such member shall appoint a new member, unless that shareholder is no longer one of the three largest shareholders, in which case the largest shareholder in turn shall appoint the substitute member. A shareholder who has appointed a representative to the Nomination Committee shall have the right to discharge such representative and appoint a new representative.

Changes to the composition of the Nomination Committee shall be announced immediately. The term of the office for the Nomination Committee ends when the next Nomination Committee has been appointed. The Nomination Committee shall carry out its duties as set out in the Swedish Code of Corporate Governance.

#### **Resolution on approval of remuneration report (item 13)**

The board of directors proposes that the annual shareholders' meeting resolve to approve the board of directors' report regarding compensation prepared in accordance with Chapter 8, Section 53 a of the Swedish Companies Act.

#### **Resolution to Authorize the Board to Issue New Shares (item 14)**

The board of directors proposes that the annual shareholders' meeting authorises the board of directors to resolve, on one or several occasions until the next annual shareholders' meeting, on the issuance of new shares with or without deviation from the shareholders' pre-emptive right. Such resolution may provide for payment in cash, against set-off of claims or in kind. The number of shares that may be issued in total under the authorization shall be within the limits of the articles of association and shall not exceed ten (10) % of the total number of shares in the company at the time of the board's resolution to issue new shares.

The purpose of the authorisation, and the reasons for any deviation from the shareholders' pre-emptive right, is to enable payment through the issuance of own shares in connection with potential corporate acquisitions as well as to raise capital in order to finance such acquisitions. The issue price shall be determined in accordance with prevailing market conditions.

The board of directors, or any person appointed by it, shall be authorised to make any minor adjustments to the resolution that may be necessary to enable registration with the Swedish Companies Registration Office (*Sw. Bolagsverket*).

A resolution in accordance with the proposal requires the approval by at least two-thirds of the votes cast and of the shares represented at the annual shareholders' meeting.

#### **Resolution on amendments to the articles of association (item 15)**

The board of directors proposes, in order to be able to use the alternatives provided by the Swedish Companies Act to decide on proxy collection and postal voting before any future shareholders' meetings, that the shareholders' meeting resolves to amend the articles of association so that a new § 11, with the wording set out below, is included in the articles of association and that the articles of association be re-numbered as a result thereof so that the

current § 11 becomes § 12, the current § 12 becomes § 13 and the current § 13 becomes § 14. Further, the board of directors proposes minor amendments to § 1, § 6 and § 10 of the articles of association, in order to align the articles of association with legislative changes (the proposed changes are marked in *italic* here below). The board of directors further proposes that the CEO shall be authorised to make any minor adjustments to the resolutions below that may be necessary in connection with the registration of the articles of association with the Swedish Companies Registration Office (Sw. *Bolagsverket*).

#### **Current wording**

##### **§ 1 Name**

The company's name is Dometic Group AB (publ)

##### **§ 6 CSD company**

The company's shares shall be registered in a securities register in accordance with the Swedish Financial Instruments Accounts Act (1998:1479).

##### **§ 10 Participation in shareholders' meetings**

Shareholders who wish to participate in a shareholders' meeting shall *be registered as shareholders on a transcript of the entire share register as stipulated in Chapter 7, Section 28, third paragraph of the Swedish Companies Act (2005:551) that relates to the conditions prevailing five workdays prior to the meeting and shall also* provide notification of their intention to attend the meeting no later than on the date stipulated in the notice convening the shareholders' meeting. The latter mentioned day must not be a Sunday, any other public holiday, Saturday, Midsummer's Eve, Christmas Eve or New Year's Eve and must not be more than the fifth weekday prior to the meeting. If a shareholder wishes to be joined by proxy (not more than two proxies) at the shareholders' meeting, the number of proxies must be stated in the notice of participation.

#### **Suggested wording**

##### **§ 1 *Business name***

The company's *business* name is Dometic Group AB (publ)

##### **§ 6 CSD company**

The company's shares shall be registered in a *central securities depositary* register in accordance with the Swedish *Central Securities Depositories and Financial Instruments Account Act* (SFS 1998:1479).

##### **§ 10 Participation in shareholders' meetings**

Shareholders who wish to participate in a shareholders' meeting shall provide notification of their intention to attend the meeting no later than on the date stipulated in the notice convening the shareholders' meeting. The *aforementioned* day must not be a Sunday, any other public holiday, Saturday, Midsummer's Eve, Christmas Eve or New Year's Eve and must not *fall earlier* than the fifth weekday prior to the meeting. If a shareholder wishes to be *accompanied by advisors* (not more than two *advisors*) at the shareholders' meeting, the number of *advisors* must be stated in the notice of participation.

##### **§ 11 Collection of proxies and postal voting**

*The board of directors may, before a shareholder's meeting, collect proxies pursuant to the procedure stated in Chapter 7, Section 4, second paragraph of the Swedish Companies Act (2005:551).*

*Before a shareholders' meeting, the board of directors may resolve that the shareholders shall be able to exercise their voting rights in advance (postal voting) pursuant to the procedure stated in Chapter 7, Section 4 a*

*of the Swedish Companies Act (2005:551).*

The meeting's resolution on this item 15 is valid only if shareholders representing at least two-thirds of the votes cast and of the shares represented at the annual shareholders' meeting approves the resolution.

\*\*\*\*

### **Shares**

As per the date of this notice, there are 295,833,333 shares in the company outstanding, each with one vote per share, corresponding to 295,833,333 votes. As per the date of this notice, the company does not hold any of its own shares.

### **Shareholders' right to receive information**

The board of directors and CEO shall, if any shareholder so request and the board of directors deems that it can be done without material harm to the company, provide information regarding circumstances that may affect the assessment of an item on the agenda, circumstances that can affect the assessment of the company's or its subsidiaries' financial situation and the company's relation to other companies within the group. A request for such information shall be made in writing to the company no later than ten days prior to the annual shareholders' meeting, i.e. no later than Saturday, April 3, 2021, at the address Hemvärnsgatan 15, SE-171 54 Solna or by email to [ir@dometicgroup.com](mailto:ir@dometicgroup.com). The questions and responses will be made available on the company's website [www.dometic.com](http://www.dometic.com) and on the company's head office, Hemvärnsgatan 15, SE-171 54 Solna, no later than Thursday, April 8, 2021. The information will also be sent to the shareholder who requested it and stated its address.

### **Documents, etc.**

The complete proposals to the shareholders' meeting are presented above. The proposals are, together with the annual report, the audit report, the auditor's statement pursuant to Chapter 8, Section 54 of the Swedish Companies Act regarding the guidelines for remuneration, the board of directors' remuneration report pursuant to Chapter 8, Section 53 a of the Swedish Companies Act as well as the board of directors' statement pursuant to Chapter 18, Section 4 of the Swedish Companies Act, presented by being available at the company, Hemvärnsgatan 15, SE-171 54 Solna, and on the company's website, [www.dometic.com](http://www.dometic.com), no later than three weeks prior to the meeting and will also be sent to shareholders who so request and state their address. The shareholders' register for the meeting will also be available at Dometic Group AB's office, Hemvärnsgatan 15, SE-171 54 Solna.

### **Processing of Personal Data**

For information on how personal data is processed in connection with the annual shareholders' meeting, see <https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

Stockholm, March 2021  
**Dometic Group AB (publ)**  
*The board of directors*

**DOMETIC GROUP AB (PUBL) – NOTIFICATION OF PARTICIPATION AND FORM FOR ADVANCE VOTING BEFORE ANNUAL SHAREHOLDERS' MEETING 2021**

*by postal voting in accordance with section 22 of the Act (2020:198) on temporary exceptions to facilitate the execution of general meetings in companies and other associations*

**To be received by Euroclear Sweden AB no later than Monday, April 12, 2021.**

The shareholder set out below hereby notifies the Company of its participation and exercises its voting right for all of the shareholder's shares in Dometic Group AB (publ), Reg. No. 556829-4390 (the "**Company**") at the annual shareholders' meeting on Tuesday, April 13, 2021. The voting right is exercised in accordance with the voting options marked below.

Shareholder	Personal identity number/registration number

**Assurance (if the undersigned is a legal representative of a shareholder who is a legal entity):** I, the undersigned, am a board member, the CEO or a signatory of the shareholder and solemnly declare that I am authorized to submit this postal vote on behalf of the shareholder and that the contents of the postal vote correspond to the shareholder's decisions

**Assurance (if the undersigned represents the shareholder by proxy):** I, the undersigned, solemnly declare that the enclosed power of attorney corresponds to the original and that it has not been revoked

<b>Place and date</b>	
<b>Signature</b>	
<b>Clarification of signature</b>	
<b>Telephone number</b>	<b>E-mail</b>

**Instructions:**

- Complete the information above
- Select the preferred voting options below
- Print, sign and send the form in original to Dometic Group AB (publ) c/o Euroclear Sweden AB, "AGM", Box 191, SE-101 23 Stockholm, Sweden. A completed and signed form may also be submitted electronically and shall, in such case, be sent to

[generalmeetingservice@euroclear.com](mailto:generalmeetingservice@euroclear.com). Shareholders who are natural persons may also cast their votes electronically through verification with BankID via the Euroclear Sweden AB's website <https://anmalan.vpc.se/euroclearproxy>.

- If the shareholder is a natural person who is personally voting in advance, it is the shareholder who should sign under *Signature* above. If the postal vote is submitted by a proxy of the shareholder, it is the proxy who should sign. If the postal vote is submitted by a legal representative of a legal entity, it is the representative who should sign.
- A power of attorney shall be enclosed if the shareholder postal votes by proxy. A form of power of attorney is available at the company's website, [www.dometic.com](http://www.dometic.com), and will be sent to shareholders who so request. A power of attorney is valid one year from its issue date or such longer time period as set out in the power of attorney, however not more than five years.
- If the shareholder is a legal entity, a registration certificate or a corresponding document for the legal entity shall be enclosed with the form. The certificate of registration shall evidence the circumstances on the date of the annual shareholders' meeting and should not be older than one year at the time of the meeting.
- **Please note that a shareholder whose shares are registered in the name of a bank or other nominee must register its shares in its own name to vote.** Instructions regarding this are included in the notice convening the meeting.

A shareholder cannot give any other instructions than selecting one of the options specified at each item in the form. If a shareholder wishes to abstain from voting in relation to a matter, kindly refrain from selecting an option. A vote (*i.e.* the postal voting in its entirety) is invalid if the shareholder has provided the form with specific instructions or conditions or if pre-printed text is amended or supplemented. One form per shareholder will be considered. If more than one form is submitted, the form with the latest date will be considered. The form latest received by the Company will be considered if two forms are dated at the same date. An incomplete or wrongfully completed form may be discarded without being considered.

The postal voting form, together with any enclosed authorization documentation, shall be received by the Euroclear Sweden no later than Monday, April 12, 2021. A postal vote can be withdrawn up to and including Monday, April 12, 2021 by contacting Euroclear Sweden at email [generalmeetingservice@euroclear.com](mailto:generalmeetingservice@euroclear.com) or by phone +46 8 402 91 26.

For complete proposals regarding the items on the agenda, kindly refer to the notice convening the annual shareholders' meeting and the Company's website. The complete proposals will be made available on the Company's website no later than three weeks prior to the annual shareholders' meeting.

For information on how your personal data is processed, see the integrity policy that is available at Euroclear's website [www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf](http://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf).



## Annual shareholders' meeting in Dometic Group AB (publ) on April 13, 2021

The voting options below comprise the proposals submitted by the board of directors and the nomination committee, included in the notice convening the annual shareholders' meeting.

<b>1. Election of a chairman of the meeting</b> Yes <input type="checkbox"/> No <input type="checkbox"/>
<b>2. Election of persons to approve the minutes</b>
2.1 Magnus Billing ( <i>Alecta</i> ) Yes <input type="checkbox"/> No <input type="checkbox"/>
2.2 Jan Särllvik ( <i>Nordea Funds</i> ) Yes <input type="checkbox"/> No <input type="checkbox"/>
<b>3. Preparation and approval of the voting list</b> Yes <input type="checkbox"/> No <input type="checkbox"/>
<b>4. Approval of the agenda</b> Yes <input type="checkbox"/> No <input type="checkbox"/>
<b>5. Determination as to whether the meeting has been duly convened</b> Yes <input type="checkbox"/> No <input type="checkbox"/>
<b>7a. Resolution on approval of the profit and loss account and balance sheet as well as the consolidated profit and loss account and consolidated balance sheet</b> Yes <input type="checkbox"/> No <input type="checkbox"/>
<b>7b. Resolution on allocation of the company's result according to the adopted balance sheet</b> Yes <input type="checkbox"/> No <input type="checkbox"/>
<b>7c. Resolution on discharge of the members of the board of directors and the CEO from liability</b>
7c. 1 Fredrik Cappelen Yes <input type="checkbox"/> No <input type="checkbox"/>
7c. 2 Erik Olsson Yes <input type="checkbox"/> No <input type="checkbox"/>
7c. 3 Heléne Vibbleus Yes <input type="checkbox"/> No <input type="checkbox"/>
7c. 4 Jacqueline Hoogerbrugge Yes <input type="checkbox"/> No <input type="checkbox"/>

<p><i>7c. 5 Magnus Yngen</i></p> <p>Yes <input type="checkbox"/> No <input type="checkbox"/></p>
<p><i>7c. 6 Peter Sjölander</i></p> <p>Yes <input type="checkbox"/> No <input type="checkbox"/></p>
<p><i>7c. 7 Rainer E. Schmückle</i></p> <p>Yes <input type="checkbox"/> No <input type="checkbox"/></p>
<p><i>7c. 8 Juan Vargues</i></p> <p>Yes <input type="checkbox"/> No <input type="checkbox"/></p>
<p><b>8. Determination of the number of members of the board, deputy members of the board, auditors and deputy auditors</b></p> <p>Yes <input type="checkbox"/> No <input type="checkbox"/></p>
<p><b>9. Determination of fees to the members of the board and the auditor</b></p>
<p><i>9.1 Fees to the members of the board</i></p> <p>Yes <input type="checkbox"/> No <input type="checkbox"/></p>
<p><i>9.2 Fees to the auditor</i></p> <p>Yes <input type="checkbox"/> No <input type="checkbox"/></p>
<p><b>10. Election of the members of the board and chairman of the board</b></p>
<p><i>10.1 Fredrik Cappelen (re-election)</i></p> <p>Yes <input type="checkbox"/> No <input type="checkbox"/></p>
<p><i>10.2 Erik Olsson (re-election)</i></p> <p>Yes <input type="checkbox"/> No <input type="checkbox"/></p>
<p><i>10.3 Helène Vibbleus (re-election)</i></p> <p>Yes <input type="checkbox"/> No <input type="checkbox"/></p>
<p><i>10.4 Jacqueline Hoogerbrugge (re-election)</i></p> <p>Yes <input type="checkbox"/> No <input type="checkbox"/></p>
<p><i>10.5 Magnus Yngen (re-election)</i></p> <p>Yes <input type="checkbox"/> No <input type="checkbox"/></p>
<p><i>10.6 Peter Sjölander (re-election)</i></p> <p>Yes <input type="checkbox"/> No <input type="checkbox"/></p>
<p><i>10.7 Rainer E. Schmückle (re-election)</i></p> <p>Yes <input type="checkbox"/> No <input type="checkbox"/></p>
<p><i>10.8 Mengmeng Du (new election)</i></p> <p>Yes <input type="checkbox"/> No <input type="checkbox"/></p>

<i>10.9 Election of the chairman of the board Fredrik Cappelen (re-election)</i> Yes <input type="checkbox"/> No <input type="checkbox"/>
<b>11. Election of auditor</b> Yes <input type="checkbox"/> No <input type="checkbox"/>
<b>12. Resolution on principles for appointment of the Nomination Committee</b> Yes <input type="checkbox"/> No <input type="checkbox"/>
<b>13. Resolution on approval of remuneration report</b> Yes <input type="checkbox"/> No <input type="checkbox"/>
<b>14. Resolution to authorize the board to issue new shares</b> Yes <input type="checkbox"/> No <input type="checkbox"/>
<b>15. Resolution on amendments to the articles of association</b> Yes <input type="checkbox"/> No <input type="checkbox"/>

<i>The shareholder wishes that the resolutions under one or several items in the form above be deferred to a continued shareholders' meeting</i> <i>(Completed only if the shareholder has such a wish)</i>  Item/items (use numbering):
---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

BILAGA 3

## Postal votes - final outcome (26§ 2020:198)

	Total
Present shares	192 807 534
Present votes	192 807 534,0
Issued share capital	295 833 333

	Votes			Shares			% of given votes			% present shares			% of issued share capital		
	For	Against	Not voted	For	Against	Not voted	For	Against	Not voted	For	Against	Not voted	For	Against	No vot./rep.
<b>1 - Val av ordförande vid stämman</b>															
	191 462 197,0	0,0	1 345 337,0	191 462 197	0	1 345 337	100,000%	0,000%	0,698%	99,302%	0,000%	0,698%	64,720%	0,000%	35,280%
<b>2.1 - Val av justeringspersoner - Magnus Billing (Alecta)</b>															
	191 462 197,0	0,0	1 345 337,0	191 462 197	0	1 345 337	100,000%	0,000%	0,698%	99,302%	0,000%	0,698%	64,720%	0,000%	35,280%
<b>2.2 - Val av justeringspersoner - Jan Särilvik (Nordea Fonder)</b>															
	191 462 197,0	0,0	1 345 337,0	191 462 197	0	1 345 337	100,000%	0,000%	0,698%	99,302%	0,000%	0,698%	64,720%	0,000%	35,280%
<b>3 - Upprättande och godkännande av röstlängd</b>															
	191 462 197,0	0,0	1 345 337,0	191 462 197	0	1 345 337	100,000%	0,000%	0,698%	99,302%	0,000%	0,698%	64,720%	0,000%	35,280%
<b>4 - Godkännande av dagordning</b>															
	191 462 197,0	0,0	1 345 337,0	191 462 197	0	1 345 337	100,000%	0,000%	0,698%	99,302%	0,000%	0,698%	64,720%	0,000%	35,280%
<b>5 - Prövning av om stämman blivit behörigen sammankallad</b>															
	191 462 197,0	0,0	1 345 337,0	191 462 197	0	1 345 337	100,000%	0,000%	0,698%	99,302%	0,000%	0,698%	64,720%	0,000%	35,280%
<b>7.a - Beslut om fastställande av resultaträkningen och balansräkningen samt av koncernresultaträkningen o</b>															
	192 457 976,0	349 558,0	0,0	192 457 976	349 558	0	99,819%	0,181%	0,000%	99,819%	0,181%	0,000%	65,056%	0,118%	34,826%
<b>7.b - Beslut om dispositioner beträffande bolagets resultat enligt den fastställda balansräkningen</b>															
	192 641 390,0	166 144,0	0,0	192 641 390	166 144	0	99,914%	0,086%	0,000%	99,914%	0,086%	0,000%	65,118%	0,056%	34,826%
<b>7.c1 - Beslut omansvarsfrihet åt styrelseledamöterna och verkställande direktören - Fredrik Cappelen</b>															
	191 473 241,0	420 153,0	914 140,0	191 473 241	420 153	914 140	99,781%	0,219%	0,474%	99,308%	0,218%	0,474%	64,723%	0,142%	35,135%
<b>7.c2 - Beslut omansvarsfrihet åt styrelseledamöterna och verkställande direktören - Erik Olsson</b>															
	192 387 381,0	420 153,0	0,0	192 387 381	420 153	0	99,782%	0,218%	0,000%	99,782%	0,218%	0,000%	65,032%	0,142%	34,826%
<b>7.c3 - Beslut omansvarsfrihet åt styrelseledamöterna och verkställande direktören - Heléne Vibbleus</b>															
	192 387 381,0	420 153,0	0,0	192 387 381	420 153	0	99,782%	0,218%	0,000%	99,782%	0,218%	0,000%	65,032%	0,142%	34,826%
<b>7.c4 - Beslut omansvarsfrihet åt styrelseledamöterna och verkställande direktören - Jacqueline Hoogerbrugg</b>															
	192 387 381,0	420 153,0	0,0	192 387 381	420 153	0	99,782%	0,218%	0,000%	99,782%	0,218%	0,000%	65,032%	0,142%	34,826%
<b>7.c5 - Beslut omansvarsfrihet åt styrelseledamöterna och verkställande direktören - Magnus Yngen</b>															
	192 387 381,0	420 153,0	0,0	192 387 381	420 153	0	99,782%	0,218%	0,000%	99,782%	0,218%	0,000%	65,032%	0,142%	34,826%
<b>7.c6 - Beslut omansvarsfrihet åt styrelseledamöterna och verkställande direktören - Peter Sjölander</b>															
	192 387 381,0	420 153,0	0,0	192 387 381	420 153	0	99,782%	0,218%	0,000%	99,782%	0,218%	0,000%	65,032%	0,142%	34,826%
<b>7.c7 - Beslut omansvarsfrihet åt styrelseledamöterna och verkställande direktören - Rainer E. Schmückle</b>															
	192 387 381,0	420 153,0	0,0	192 387 381	420 153	0	99,782%	0,218%	0,000%	99,782%	0,218%	0,000%	65,032%	0,142%	34,826%

<b>7.c8 - Beslut omansvarsfrihet åt styrelseledamöterna och verkställande direktören - Juan Vargues</b>														
191 653 898,0	420 153,0	733 483,0	191 653 898	420 153	733 483	99,781%	0,219%	0,380%	99,402%	0,218%	0,380%	64,784%	0,142%	35,074%
<b>8 - Fastställande av antalet styrelseledamöter, styrelsesuppleanter, revisorer och revisorssuppleanter</b>														
192 807 534,0	0,0	0,0	192 807 534	0	0	100,000%	0,000%	0,000%	100,000%	0,000%	0,000%	65,174%	0,000%	34,826%
<b>9.1 - Fastställande av arvoden till styrelseledamöter</b>														
192 807 534,0	0,0	0,0	192 807 534	0	0	100,000%	0,000%	0,000%	100,000%	0,000%	0,000%	65,174%	0,000%	34,826%
<b>9.2 - Fastställande av arvoden till revisor</b>														
191 483 981,0	434 823,0	888 730,0	191 483 981	434 823	888 730	99,773%	0,227%	0,461%	99,314%	0,226%	0,461%	64,727%	0,147%	35,126%
<b>10.1 - Val av styrelseledamöter och styrelseordförande - Fredrik Cappelen (omval)</b>														
191 761 507,0	131 887,0	914 140,0	191 761 507	131 887	914 140	99,931%	0,069%	0,474%	99,457%	0,068%	0,474%	64,821%	0,045%	35,135%
<b>10.2 - Val av styrelseledamöter och styrelseordförande - Erik Olsson (omval)</b>														
190 700 191,0	1 218 613,0	888 730,0	190 700 191	1 218 613	888 730	99,365%	0,635%	0,461%	98,907%	0,632%	0,461%	64,462%	0,412%	35,126%
<b>10.3 - Val av styrelseledamöter och styrelseordförande - Heléne Vibbleus (omval)</b>														
192 807 534,0	0,0	0,0	192 807 534	0	0	100,000%	0,000%	0,000%	100,000%	0,000%	0,000%	65,174%	0,000%	34,826%
<b>10.4 - Val av styrelseledamöter och styrelseordförande - Jacqueline Hoogerbrugge (omval)</b>														
192 807 534,0	0,0	0,0	192 807 534	0	0	100,000%	0,000%	0,000%	100,000%	0,000%	0,000%	65,174%	0,000%	34,826%
<b>10.5 - Val av styrelseledamöter och styrelseordförande - Magnus Yngen (omval)</b>														
191 541 630,0	377 174,0	888 730,0	191 541 630	377 174	888 730	99,803%	0,197%	0,461%	99,343%	0,196%	0,461%	64,746%	0,127%	35,126%
<b>10.6 - Val av styrelseledamöter och styrelseordförande - Peter Sjölander (omval)</b>														
192 807 534,0	0,0	0,0	192 807 534	0	0	100,000%	0,000%	0,000%	100,000%	0,000%	0,000%	65,174%	0,000%	34,826%
<b>10.7 - Val av styrelseledamöter och styrelseordförande - Rainer E. Schmückle (omval)</b>														
192 538 121,0	269 413,0	0,0	192 538 121	269 413	0	99,860%	0,140%	0,000%	99,860%	0,140%	0,000%	65,083%	0,091%	34,826%
<b>10.8 - Val av styrelseledamöter och styrelseordförande - Mengmeng Du (nyval)</b>														
192 807 534,0	0,0	0,0	192 807 534	0	0	100,000%	0,000%	0,000%	100,000%	0,000%	0,000%	65,174%	0,000%	34,826%
<b>10.9 - Val av styrelseordförande Fredrik Cappelen (omval)</b>														
191 822 221,0	71 173,0	914 140,0	191 822 221	71 173	914 140	99,963%	0,037%	0,474%	99,489%	0,037%	0,474%	64,841%	0,024%	35,135%
<b>11 - Val av revisor</b>														
191 089 472,0	829 332,0	888 730,0	191 089 472	829 332	888 730	99,568%	0,432%	0,461%	99,109%	0,430%	0,461%	64,594%	0,280%	35,126%
<b>12 - Beslut omprinciper för utseende av valberedning</b>														
192 736 361,0	71 173,0	0,0	192 736 361	71 173	0	99,963%	0,037%	0,000%	99,963%	0,037%	0,000%	65,150%	0,024%	34,826%
<b>13 - Beslut om godkännande av ersättningsrapport</b>														
135 236 629,0	57 526 845,0	44 060,0	135 236 629	57 526 845	44 060	70,157%	29,843%	0,023%	70,141%	29,836%	0,023%	45,714%	19,446%	34,841%
<b>14 - Beslut om bemyndigande avseende emission av aktier</b>														
192 807 534,0	0,0	0,0	192 807 534	0	0	100,000%	0,000%	0,000%	100,000%	0,000%	0,000%	65,174%	0,000%	34,826%
<b>15 - Beslut om ändring av bolagsordningen</b>														
192 807 534,0	0,0	0,0	192 807 534	0	0	100,000%	0,000%	0,000%	100,000%	0,000%	0,000%	65,174%	0,000%	34,826%



**BOLAGSORDNING**  
**ARTICLES OF ASSOCIATION**  
**för / for**  
**Dometic Group AB (publ)**  
**(org.nr / Reg. No. 556829-4390)**

Antagen på årsstämma den 13 april 2021  
*Adopted at the annual shareholders' meeting on 13 April 2021*

- § 1. Företagsnamn / Business Name**  
Bolagets företagsnamn är Dometic Group AB (publ).  
*The company's business name is Dometic Group AB (publ).*
- § 2. Säte / Registered office**  
Styrelsen har sitt säte i Stockholm.  
*The board of directors' registered office shall be situated in Stockholm.*
- § 3. Bolagets verksamhet / Object of the company's business**  
Bolaget har till föremål för sin verksamhet att, direkt eller indirekt, äga och förvalta fast och lös egendom. Bolaget skall därtill samordna de verksamheter som bedrivs av bolagets dotterbolag och/eller av andra företag vilka står i koncern- eller annan intressegemenskap med bolaget samt bedriva därmed förenlig verksamhet.  
*The object of the company's business is to, directly or indirectly, own and manage real property and chattels. The company shall also coordinate the business conducted by the company's subsidiaries and/or other group or affiliated companies and conduct other activities compatible therewith.*
- § 4. Aktiekapital / Share capital**  
Bolagets aktiekapital skall uppgå till lägst femhundra tusen (500.000) kronor och till högst två miljoner (2.000.000) kronor.  
*The company's share capital shall be not less than five hundred thousand SEK (500,000) and not more than two million SEK (2,000,000).*
- § 5. Antal aktier / Number of shares**  
Antalet aktier i bolaget skall uppgå till lägst tvåhundra miljoner (200.000.000) stycken och till högst åttahundra miljoner (800.000.000) stycken.  
*The company shall have not less than two hundred million (200,000,000) shares and not more than eight hundred million (800,000,000) shares.*
- § 6. Avstämningsbolag / CSD company**  
Bolagets aktier skall vara registrerade i ett avstämningsregister enligt lagen (1998:1479) om värdepapperscentraler och kontoföring av finansiella instrument.  
*The company's shares shall be registered in a central securities depository register in accordance with the Swedish Central Securities Depositories and Financial Instruments Account Act (SFS 1998:1479).*

**§ 7.**

**Styrelse / Board of directors**

Styrelsen skall, till den del den utses av bolagsstämman, bestå av lägst tre (3) och högst åtta (8) styrelseledamöter, med högst tre (3) suppleanter.

*The board of directors elected by the shareholders' meeting shall consist of not less than three (3) and not more than eight (8) members with not more than three (3) deputy board members.*

**§ 8.**

**Revisor / Auditor**

Bolaget skall ha lägst en (1) och högst två (2) revisorer samt högst två (2) revisorssuppleanter. Till revisor samt, i förekommande fall, revisorssuppleant skall utses auktoriserad revisor eller registrerat revisionsbolag.

*The company shall have not less than one (1) and not more than two (2) auditors and two (2) deputy auditors. As auditor and, when applicable, deputy auditor, shall an authorized public accountant or a registered public accounting firm be elected.*

**§ 9.**

**Kallelse till bolagsstämma / Notice of shareholders' meeting**

Kallelse till bolagsstämma skall ske genom annonsering i Post- och Inrikes Tidningar och genom att kallelsen hålls tillgänglig på bolagets webbplats. Samtidigt som kallelse sker ska bolaget genom annonsering i Svenska Dagbladet upplysa om att kallelse har skett.

*Notice of shareholders' meetings shall be published in the Swedish Official Gazette and be kept available on the company's website. At the time of the notice, an announcement with information that the notice has been issued shall be published in Svenska Dagbladet.*

**§ 10.**

**Deltagande i bolagsstämma / Participation in shareholders' meetings**

Aktieägare som vill delta i bolagsstämman ska anmäla detta till bolaget senast den dag som anges i kallelsen till stämman. Nämda dag får inte vara söndag, annan allmän helgdag, lördag, midsommarafton, julafton eller nyårsafton och inte infalla tidigare än femte vardagen före stämman. Aktieägaren får vid bolagsstämman medföra biträden (högst två), dock endast om aktieägaren anmält detta enligt föregående stycke.

*Shareholders who wish to participate in a shareholders' meeting shall provide notification of their intention to attend the meeting no later than on the date stipulated in the notice convening the shareholders' meeting. The aforementioned day must not be a Sunday, any other public holiday, Saturday, Midsummer's Eve, Christmas Eve or New Year's Eve and must not fall earlier than the fifth weekday prior to the meeting. If a shareholder wishes to be accompanied by advisors (not more than two advisors) at the shareholders' meeting, the number of advisors must be stated in the notice of participation.*

**§ 11.**

**Insamling av fullmakter samt poströstning / Collection of proxies and postal voting**

Styrelsen får inför en bolagsstämma samla in fullmakter enligt det förfarande som anges i 7 kap. 4 § andra stycket aktiebolagslagen (2005:551).

*The board of directors may, before a shareholder's meeting, collect proxies pursuant to the procedure stated in Chapter 7, Section 4, second paragraph of the Swedish Companies Act (2005:551).*

Styrelsen får inför en bolagsstämma besluta att aktieägarna skall kunna utöva sin rösträtt på förhand (poströstning) enligt vad som anges i 7 kap. 4 a § aktiebolagslagen (2005:551).

*Before a shareholders' meeting, the board of directors may resolve that the shareholders shall be able to exercise their voting rights in advance (postal voting) pursuant to the procedure stated in Chapter 7, Section 4 a of the Swedish Companies Act (2005:551).*

**§ 12. Ort för bolagsstämma / Place for shareholder's meetings**

Bolagsstämma ska hållas i Stockholm eller Solna.

*Shareholder's meeting shall be held in Stockholm or Solna.*

**§ 13. Ärenden på årsstämma / Business at annual shareholders' meeting**

Vid årsstämma skall följande ärenden förekomma till behandling:

1. val av ordförande vid bolagsstämman;
2. upprättande och godkännande av röstlängd;
3. godkände av dagordningen;
4. val av en eller två justeringspersoner att justera protokollet;
5. prövning av om bolagsstämman blivit behörigen sammankallad;
6. framläggande av årsredovisning och revisionsberättelse samt, i förekommande fall, koncernredovisning och koncernrevisionsberättelse;
7. beslut om:
  - a. fastställande av resultaträkning och balansräkning samt, i förekommande fall, koncernresultaträkning och koncernbalansräkning;
  - b. dispositioner beträffande bolagets vinst eller förlust enligt den fastställda balansräkningen;
  - c. ansvarsfrihet åt styrelseledamöter och verkställande direktör;
8. fastställande av antalet styrelseledamöter och styrelsesuppleanter och, i förekommande fall, antalet revisorer och revisorssuppleanter;
9. fastställande av arvoden åt styrelsen och revisorerna;
10. val av styrelseledamöter;
11. val av, i förekommande fall, revisorer och revisorssuppleanter;
12. annat ärende, som ankommer på bolagsstämman enligt aktiebolagslagen eller bolagsordningen.

*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 and, where applicable, the consolidated financial statements and the auditors' report for the group;*
7. *Resolutions regarding:*
  - a. *adoption of the income statement and the balance sheet and, when applicable, the consolidated income statement and the consolidated balance sheet;*
  - b. *allocation of the company's profits or losses in accordance with the adopted balance sheet;*
  - c. *discharge of the members of the board of directors and the managing director from liability;*
8. *Determination of the number of members and deputy members of the board of directors to be elected by the shareholders' meeting and, where applicable, the number of auditors and deputy auditors;*
9. *Determination of fees for members of the board of directors and auditors;*
10. *Election of the members of the board of directors*
11. *Election, where applicable, of auditors and deputy auditors;*
12. *Other matters, which should be resolved by the shareholders' meeting according to the Swedish Companies Act or the company's articles of association.*

**§ 14. Räkenskapsår / Financial year**

Bolagets räkenskapsår skall vara kalenderår.

*The company's financial year shall be the calendar year.*

---