



Notice of extra general meeting in Frisq Holding AB (publ)

The shareholders of Frisq Holding AB (publ), reg. no. 556959-2867 (the "Company", are hereby convened to the extra general meeting to be held on Thursday 30 January 2020, at Baker & McKenzie Advokatbyrå's premises at Vasagatan 7 in Stockholm at 14.00 CET. The doors to the meeting will open at 13.45 CET.

Right to attend the extra general meeting and notice:

Shareholders wishing to attend the extra general meeting must:

- i. on the record date, which is Friday 24 January 2020, be registered in the share register maintained by Euroclear Sweden AB. Shareholders, whose shares are registered in the name of a nominee, must temporarily register the shares in their own name at Euroclear Sweden AB in order to be entitled to participate at the general meeting and no later than on Friday 24 January 2020, via their nominee, temporarily register the shares in their own; and
- ii. notify the participation at the general meeting no later than Friday 24 January 2020. Notice of participation at the general meeting shall be sent by regular mail to Frisq Holding AB, Attn: Thomas Edlund, Lästmakargatan 20, 111 44 Stockholm or by e-mail to bolagsstamma@frisq.se. Upon notification, the shareholder should state their full name, personal identification number or corporate registration number, address and telephone number, and, where applicable, details of representatives, proxy holders and advisors. A shareholder who wishes to be represented by proxy shall issue a written and dated proxy to the proxy holder. If the proxy is issued by a legal entity, a certified copy of the registration certificate or corresponding document ("**Registration Certificate**") shall be enclosed. The proxy must not be more than one year old, however, the proxy may be older if it is stated that it is valid for a longer term, maximum five years. The proxy in original and the Registration Certificate, if any, must be available at the general meeting and a copy should well before the meeting be sent to the Company by regular mail to the address set out above, and should, in order to facilitate the entrance to the general meeting, be at the Company's disposal no later than on 24 January 2020. A form proxy will be available for downloading on the Company's website www.frisqholding.se.

Proposed agenda

1. Opening of the meeting and election of the chairman of the general meeting
2. Preparation and approval of the voting register

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3. Election of one or two persons to approve the minutes
4. Determination as to whether the meeting has been duly convened
5. Approval of the agenda for the meeting
6. Resolution regarding approval of the board of directors' resolution on a rights issue
7. Resolution regarding authorization for the board to issue shares
8. Closing of the meeting

Proposals for resolutions:

Item 1: Opening of the meeting and election of the chairman of the general meeting

The board of directors proposes that Ian Gulam, LL.M., Baker & McKenzie Advokatbyrå, is appointed as chairman of the general meeting.

Item 6: Resolution regarding approval of the board of directors' resolution on a rights issue

The board of directors proposes that the extra general meeting resolves to approve the board of directors resolution on a rights issue of a maximum of 7,175,460 shares in accordance with the following:

The total increase of the Company's share capital can amount to a maximum of SEK 358,773.00.

The subscription price for the new shares is SEK 9.00 per share, in total SEK 64,579,140.00 if all shares are subscribed for.

Those who on the record date 31 January 2020 are recorded as a holder of shares in the share register kept by Euroclear Sweden AB shall have a preferential right, to subscribe for new shares at a subscription price of SEK 9.00 per share. Shareholders receive one subscription right for each share held as of the record date. Ten subscription rights entitle the holder to subscribe for three new shares in the rights issue.

Subscription for shares with subscription rights shall be made by payment in cash during the period from 4 February 2020 up until and including 18 February 2020. Subscription for shares without subscription rights shall be made on a subscription list during the period from 4 February 2020 up until and including 18 February 2020. Payment for shares subscribed for shall be made no later than three days following issue of a transfer note that include a decision of allotment. The board of directors is



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entitled to extend the subscription period and the last day for payment.

If all of the new shares are not subscribed for with subscription rights, the board will decide on allotment of new shares subscribed for without subscription rights. Allotment will then be made firstly to persons who have applied for subscription without subscription rights and who have subscribed for shares with subscription rights, regardless of whether or not the subscriber was a shareholder on the record date, and in case of oversubscription, allocation shall be made in relation to the total number of shares allotted through exercise of subscription rights, and to the extent that this is not possible, by drawing of lots. Secondly, allocation shall be made to other persons who have applied for subscription without subscription rights, and in the case of oversubscription, pro rata to the new number of shares subscribed for in the application form, and to the extent that this is not possible, by drawing of lots. Finally, allotment of the remaining shares shall be made to the investors who have provided guarantees and in accordance with the conditions of their respective guarantee.

The new shares will entitle to dividends for the first time on the record date for dividends that occurs following the registration of the new shares with the Swedish Companies Registration Office and Euroclear Sweden AB.

The board of directors or anyone appointed by the board of directors is given the right to make the adjustments necessary in connection with the registration of the resolution at the Companies Registration Office and Euroclear Sweden AB.

Item 7: Resolution regarding authorization for the board to issue shares

The board of directors of the Company proposes that the extra general meeting of the shareholders shall resolve to authorize the board, on one or more occasions, with deviation from the shareholders' preferential rights, to issue shares, to be paid by set-off.

The reason for the authorization and deviation from the shareholders' preferential rights is to enable issue of shares to the guarantors in the rights issue who choose to receive shares as guarantee fee.

The board of directors or a person appointed by the board of directors shall be authorized to make such minor adjustments in the above resolution that may be required in connection with the registration with the Swedish Companies Registration Office.



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Majority requirements

A resolution in accordance with item 7 is valid where supported by shareholders

representing at least two thirds of the votes cast and the shares represented at the general meeting.

Number of shares and votes

The total number of shares and votes in the Company as of the date hereof amounts to 23,918,202. The Company holds no shares of its own.

Further information

The complete proposals, documents in accordance with Ch. 13 Sec. 6 of the Swedish Companies Act and proxy form, are held available at the Company at Lästmakargatan 20 in Stockholm and at the Company's website www.frisqholding.se, at least two weeks in advance of the extra general meeting and will be sent to shareholders who request it and provide their e-mail or postal address.

The shareholders hereby notified regarding the right to, at the extra general meeting, request information from the board of directors and managing director according to Ch. 7 § 32 of the Swedish Companies Act.

Processing of personal data

For information on how personal data is processed in relation the meeting, see the Privacy notice available on Euroclear Sweden AB's website:

<https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammorengelska.pdf>.

Stockholm in January 2020

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The board of directors