OFFICIAL NOTIFICATION OF ANNUAL GENERAL MEETING OF AB FASTATOR (PUBL)

Shareholders of Aktiebolaget Fastator (publ), Corp. Reg. No. 556678-6645, are hereby invited to the Annual General Meeting (AGM) on Wednesday, May 3, 2017 at 1:00 p.m. at Skeppsbron 24 in Stockholm.

RIGHT TO PARTICIPATE IN THE MEETING

Shareholders who wish to participate in the Meeting must be registered in the printout of the share register pertaining to the conditions on Wednesday, April 26, 2017, and notify the company in writing of their intent to attend the Meeting at the following address: Nybrogatan 3, SE-114 34 Stockholm, Sweden not later than Wednesday, April 26, 2017.

In their notification of attendance, shareholders must state their name, personal identification number or corporate registration number, address, telephone number, the number of shares represented and the names of any proxies or assistants who will be participating.

Proxies and representatives for legal entities are asked to submit an original proxy form, registration certificate and other authorisation papers to the company well in advance of the AGM.

Shareholders whose shares are registered with a nominee must temporarily re-register their shares in their own name in the share register maintained by Euroclear Sweden AB to be able participate in the Meeting. Such re-registration, known as registration of voting rights, must have been completed not later than Wednesday, April 26, 2017, which means that the shareholder must have informed the nominee in good time prior to this date.

PROPOSED AGENDA

1. Opening of the Meeting
2. Election of the Chairman of the Meeting
3. Preparation and approval of the voting list
4. Approval of the agenda
5. Determination of whether the Meeting has been duly convened
6. Election of keeper of the minutes and one or two minutes checkers
7. Address by the CEO
8. Presentation of the annual report and the auditors’ report and of the consolidated financial accounts for 2016 and the auditor’s report on the consolidated financial accounts for 2016
9. Resolutions regarding
   a) adoption of the income statement and balance sheet and of the consolidated income statement and consolidated balance sheet for 2016
   b) the discharge of the members of the Board and the CEO from personal liability for their administration for 2016
c) appropriation of the company’s profit/loss according to the adopted balance sheet for 2016
10. Resolutions concerning number of members of the Board, deputy members of the Board and auditors
11. Determination of fees to be paid to the Board and the auditor
12. Election of Board members
13. Election of auditor
14. Resolution concerning guidelines for remuneration of senior executives
15. Resolution concerning guidelines for Nomination Committee
16. Resolutions concerning authorisation to issue shares, warrants and convertibles
17. Resolution on amendment to the Articles of Association regarding share series, etc.
18. Closing of the meeting

MOTIONS FOR RESOLUTION

Election of the Chairman of the Meeting (item 2)
The Board of Directors proposes that Attorney Jan Litborn be appointed Chairman of the Meeting.

Resolutions concerning appropriation of profit (item 9c)
The Board proposes that the Meeting resolve that no dividend be paid for the 2016 financial year and that all unappropriated earnings be carried forward.

Determination of the number of Board members and auditors (item 10)
Owners representing approximately 60% intend to supplement the notification with a complete motion on the number of Board members and deputies.

The Board of Directors proposes that the Meeting resolve on the appointment of a registered firm of auditors.

Determination of fees to be paid to the Board and the auditor (item 11)
The Board of Directors proposes that the annual fees payable to members of the Board, who do not receive a salary from the company or another company in the company’s group, be payable in an amount of SEK 350,000 to the Chairman of the Board and SEK 200,000 to each of the other members, and that the auditor be paid in return for an approved invoice.

If, in individual instances, the company commissions a specific Board member to perform an assignment on behalf of the Board outside the scope of the member’s normal Board duties and Committee work, the Board is to decide on remuneration, which is to be market-based and reasonable.
A Board member may, following special agreement with the company, invoice his or her director’s fees, along with social security contributions and statutory VAT, through a company owned by the Board member, provided such payment is cost-neutral for the company.

Election of Board members (item 12.)
Owners representing approximately 60% intend to supplement the notification with a complete motion on the number of Board members.

Election of auditor (item 13)
The Board of Directors proposes that the Meeting resolve to re-elect the current auditing firm Öhrlings PricewaterhouseCoopers AB as auditors, with Magnus Ivar Thorling as auditor-in-charge.

Resolution concerning guidelines for remuneration of senior executives (item 14)
The guidelines for salaries and other remuneration of senior executives are to primarily entail that the total annual remuneration is to be market-based and competitive and that outstanding performance is to be reflected in the overall remuneration. These benefits are to comprise fixed salary, possible variable remuneration, other standard fringe benefits and pension. The fixed salary is to reflect local salary levels and take into account the qualifications and experience of the individual. Fixed salary is reviewed every year. Variable remuneration is to be paid in cash and be based on performance outcomes in relation to established targets and be consistent with shareholders’ interests. Variable remuneration may amount to a maximum of 50% of fixed salary. Pension benefits are to be defined-contribution and pension premiums may total a maximum of 35% of pensionable salary. Employees are normally entitled to receive a pension from the age of 65. Variable remuneration is primarily not to be pensionable. The Board is entitled to deviate from the abovementioned guidelines if the Board believes that there are special reasons to warrant such deviation in a specific case.

The combined total of fixed salary during a period of notice and severance pay may not exceed an amount corresponding to two years’ fixed salary. These guidelines are to apply until the conclusion of the next AGM and relate to employment contracts signed after the Meeting’s resolution and for cases in which changes are made to existing employment terms and conditions after this date.

Resolution concerning guidelines for Nomination Committee (item 15)
The Chairman of the Board of Directors shall be assigned to convene three of the company’s largest owners in terms of shares to, jointly with the Chairman, form a Nomination Committee. The composition of the Nomination Committee will be announced not later than six months
before the 2018 AGM. The Chairman of the Nomination Committee will be the member representing the shareholder with the largest number of votes. The Nomination Committee’s mandate period continues until the next Nomination Committee has been appointed. The Nomination Committee shall prepare motions for the following resolutions at the 2018 AGM: (i) Chairman of the Meeting, (ii) proposals for the election of Board members, (iii) motion on the election of the Chairman, (iv) motion on remuneration of the Board, with a division between the Chairman and the other Board members, (v) motion on the election of the Company’s auditors and remuneration of the company’s auditors, and (vi) motion on the principles for the structure of the Nomination Committee ahead of the next Annual General Meeting.

**Authorisation to issue Series B shares (item 16)**

The Board proposes that the Meeting authorise the Board, on one or more occasions prior to the next AGM, with or without disapplication of shareholders’ preferential rights, to resolve on a new issue of Series B shares. The authorisation is to apply to no more than one issue of shares, for a total subscription price of SEK 100,000,000. Shares may be issued on the basis of cash payment, non-cash consideration or offset, or otherwise be subscribed for under the conditions stipulated in Chapter 13, Section 5, first paragraph, point 6 of the Swedish Companies Act. The Board should also be authorised to otherwise determine the terms and conditions of the share issue. If the Board decides on a share issue without preferential rights for shareholders, the reason must be to broaden the owner base, acquire or facilitate the acquisition of working capital, increase the liquidity of the share, carry out company acquisitions or acquire or facilitate the acquisition of capital for company acquisitions. For a decision on share issues without preferential rights for shareholders, the subscription price is to be market-based on the date of the issue decision. The Board should be authorised to make any minor adjustments to this resolution that may prove to be necessary in connection with registration.

**Resolution on amendment of the Articles of Association regarding share series (item 17)**

The Board of Directors proposes that the Articles of Association be changed in accordance with Appendix 1, consisting of the division into different series of shares being suspended and all shares being assigned one (1) vote each. The Board’s assessment is that the division of shares into Series A and Series B no longer fulfils a practical function, since the number of Series A shares amounts to only 52,988 of the company’s total of 14,020,321 shares. Series A shares carry an administrative management cost that is no longer justified. Accordingly, the Board proposes that the division into share series be suspended so that all shares subsequently represent ordinary shares with the same rights. This also means that the section of the Articles of Association regarding pre-emption will be removed, since this applies only to Series A shares. This also means that the authorisation contained in item 16 will pertain to ordinary shares. Holders of more than 60% of the Series A shares will vote in favour of the proposal.
Other matters
The documents to be presented at the AGM in accordance with the Swedish Companies Act, together with proxy forms, will be available to shareholders on the company’s website (www.fastator.se) as of three weeks prior to the Meeting and will also be available at the company, and will be sent by shareholders who have requested the documentation and provided their postal address. There were a total of 14,020,321 shares and 14,497,213 voting rights in Aktiebolaget Fastator Fastator (publ) on the date of publication of this official notification.

Information regarding the AGM
At the AGM, shareholders are entitled to ask questions regarding the company, the company’s financial situation and the business and motions to be addressed at the Meeting, provided this can be done without material damage to the company. Information that can be considered new or that could potentially influence the share price will not be provided during the Annual General Meeting, since this would contravene the listing contract.

Special majority requirement
For valid resolutions in accordance with item 16, the resolution must have the support of not less than two-thirds of both the votes cast and the number of shares represented at the Meeting.

For valid resolutions in accordance with item 17, the resolution must have the support of not less than two-thirds of both the votes cast and the number of shares represented at the Meeting, and owners of half of all of the Series A shares and nine-tenths of the Series A shares represented at the Meeting must approve the amendment.

Stockholm, April 2017

AKTIEBOLAGET FASTATOR (PUBL)

The Board of Directors

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