

## **Minutes from Extraordinary General Meeting of ICA Gruppen AB (publ)**

Tuesday, 22 September 2020, 4.00 p.m., at ICA Gruppen's headquarters at Kolonnvägen 20, Solna.

### **§ 1 Opening of the meeting**

Claes-Göran Sylvén, Chairman of the Board called the Extraordinary General Meeting (EGM) to order.

### **§ 2 Election of a chairman for the meeting**

The EGM resolved, in accordance with the Board's proposal, to elect Claes-Göran Sylvén as chairman of the meeting.

It was noted that the General Counsel Per Behm was given the task to be secretary for the EGM.

It was noted that the Board had decided to hold the general meeting pursuant to Sections 20 and 22 of the Swedish Act (2020:198) on Temporary Exemptions to Facilitate the Execution of General Meetings in Companies and Associations and that participation at the EGM is only possible by mail voting.

The notice to the EGM is attached as Appendix 1.

The form of mail vote is attached as Appendix 2.

A compilation of the aggregate result of the mail votes, on each matter subject to mail vote, is attached as Appendix 3, by which the information according to § 26 in the above-mentioned law is presented.

### **§ 3 Election of two minutes-checkers to attest the minutes**

The EGM elected Tommi Saukkoriipi, representing SEB Investment Management, and Anna-Karin Liljeholm, representing ICA-handlarnas Förbund, to check the minutes together with the chairman and to check the voting list.

### **§ 4 Preparation and approval of the voting list**

The EGM resolved to approve the list in Appendix 4 as voting list for the EGM.

### **§ 5 Approval of the agenda**

The EGM resolved to approve the proposed agenda as included in the EGM notice.

**§ 6 Determination of whether the meeting has been duly convened**

It was noted that the EGM notice was published on the Company's website on Tuesday, 19 August 2020 and in the Official Swedish Gazette (Post- och Inrikes Tidningar) on Friday, 21 August 2020. It was noted that an advertisement announcing publication of the EGM notice was published in Svenska Dagbladet on Friday, 21 August 2020.

The EGM determined that the meeting had thereby been duly convened.

**§ 7 Resolution on disposition of the Company's profits**

The EGM resolved, by required majority and in accordance with the Board's proposal, that a dividend of SEK 6,00 per share to be distributed. 24 September 2020 was set as record date for profit distribution.

**§ 8 Resolution on amendment of the Articles of Association**

The EGM resolved, by required majority and in accordance with the Board's proposal, to amend the Articles of Association by which the Articles of Association will have the wording as presented in Appendix 5.

**§ 9 Conclusion of the meeting**

Claes-Göran Sylvén declared the AGM proceedings concluded.

Minutes taken by

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Per Behm  
EGM secretary

Minutes checked by:

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Claes-Göran Sylvén  
Chairman

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Anna-Karin Liljeholm  
Minutes-checker

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Tommi Saukkoriipi  
Minutes-checker

Appendices

- Appendix 1 EGM Notice
- Appendix 2 Form of mail vote
- Appendix 3 Compilation of the aggregate result of the mail votes
- Appendix 4 Voting list for the EGM.
- Appendix 5 Articles of Association