

PROPOSED NEW ARTICLES OF ASSOCIATION

Adopted by the annual general meeting held on 6 May 2021

ARTICLES OF ASSOCIATION

§ 1 Company name

The company name is MIPS AB. The company is a public (publ) company.

§ 2 Registered office

The registered office of the company's board of directors is in Stockholm.

§ 3 Objects of the company

The company shall, directly or indirectly, further develop, customize, license, manufacture or outsource manufacturing of, and market, solutions to prevent rotational motion and other types of forces that occur in connection with different types of external impacts, as well as engage in other activities compatible therewith.

§ 4 Share capital

The share capital shall be not less than SEK 2,000,000 and not more than SEK 8,000,000.

§ 5 Number of shares

The number of shares in the company shall be not less than 20,000,000 and not more than 80,000,000.

§ 6 Board of directors

The board of directors shall consist of not less than three (3) and not more than eight (8) directors. The directors of the board are elected annually at the annual general meeting for the period until the end of the next annual general meeting.

§ 7 Auditors

One or two auditors or a registered auditing company shall be elected at the annual general meeting. The appointment as auditor shall apply until the close of the annual general meeting that is held during the first, second, third or fourth financial year after the election of the auditor.

§ 8 Convening of general meeting

Notice of a general meeting shall be published in the Swedish Official Gazette and on the company's website. It shall be announced in Svenska Dagbladet that notice of a general meeting has been made.

§ 9 Notification of attendance and right to attend the general meeting

Shareholders wishing to participate at a general meeting must notify the company no later than the day stipulated in the notice convening the general meeting.

§ 10 General meeting

The general meeting shall be held in the locality in which the company maintains its registered office or in Täby.

The following items shall be addressed at the annual general meeting.

1. Election of chairman of the general meeting.
2. Drawing up and approval of the voting list.
3. Election of two persons to check and verify the minutes.
4. Determination of whether the general meeting has been duly convened.
5. Approval of the agenda.
6. Presentation of the annual report and the auditors' report and the consolidated financial statements and the auditor's report for the group.
7. Resolutions regarding
 - a) adoption of the income statement and balance sheet and the consolidated income statement and consolidated balance sheet,
 - b) disposition of the company's profit or loss in accordance with the adopted balance sheet, and
 - c) discharge from liability of the directors of the board and the CEO.
8. Determination of the number of directors of the board and the number of auditors.
9. Determination of the remuneration to the board of directors and the auditors.
10. Election of the directors of the board and, where applicable, auditors.
11. Other matters to be addressed by the general meeting in accordance with the Swedish Companies Act or the articles of association.

§ 11 Postal voting

Before a general meeting, the Board may decide that the shareholders shall be able to exercise their vote by post before the general meeting.

§ 12 Financial year

The company's financial year shall be 1 January – 31 December.

§ 13 CSD clause

The company's shares shall be registered in a central securities depository (CSD) register pursuant to the Swedish Central Securities Depositories and Financial Instruments Accounts Act (1998:1479).
