Notice convening the Annual General Meeting

The shareholders of WeDon'tHaveTime AB (publ) are hereby invited to participate in the Annual General Meeting (AGM) on Tuesday 16 May 2023 at 2 p.m. CET. The AGM will be held in the form of a video conference broadcast from the company’s premises at Malmgårdsvägen 63, 2nd floor, Stockholm, Sweden.

Right to participate in the AGM

Shareholders wishing to participate in the AGM via video link, and intend to vote, shall

- be included in the share register kept by Euroclear Sweden AB on Monday 8 May 2023 (the record date)
- verify that their intention to participate in the AGM has been registered with their Nominee financial institution by no later than Monday 8 May 2023 (the record date)
- notify the company of their intention to participate in the AGM by no later than Friday 12 May 2023

The application shall be submitted in writing by email to ceo@wedonthavetime.org. The application must include the shareholder’s name, address, phone number, email, personal or corporate identity no. and shareholding.

Shareholders represented by proxy shall produce a written and dated Power of Attorney. The Power of Attorney must be dated within the five years preceding the date of the AGM. An original copy of the Power of Attorney, or a signed authorized copy, as well as certification of incorporation or other documentation indicating the authorized representative of a legal entity must be submitted to the company at the above address.

Proposed agenda

1. Opening of the AGM and election of the Chairman
2. Election of one or two persons to attest the Minutes
3. Preparation and approval of the voting register
4. Resolution that non-shareholders are entitled to participate in the AGM
5. Approval of the Agenda
6. Determine whether the AGM has been duly convened
7. Presentation of the Annual Report and Audit Report
8. Resolution to adopt the Income Statement and Balance Sheet
9. Resolution regarding appropriation of the company’s profit in accordance with the approved Balance Sheet
10. Resolution to discharge Board members and the CEO of liability
11. Determine fees payable to the Board and Auditor
12. Election of Board members and Auditor
13. Resolution to authorize new share issue

Proposed resolutions

Item 3 (Resolution that non-shareholders are entitled to participate in the AGM)

The Board proposes that non-shareholders be entitled to participate in the AGM as the AGM will be held via video link and the company cannot guarantee that non-shareholders will not partake of the information presented at the AGM.

Items 11 and 12 (Resolutions to appoint Board members and the Auditor):
Shareholders representing more than half of the votes and shares have announced their intention to present nominations for Board members to the Annual General Meeting.

It is proposed that Auditor’s fees are payable according to invoice. It is proposed that Audit firm Ernst & Young AB act as the company’s Auditor for the period until the end of the AGM 2024.

Item 13 (Resolution regarding authorization of new share issue):

The Board proposes that the AGM authorize the Board to resolve, in the period until the next AGM is held, on one or several occasions and with or without derogation from existing shareholders’ preferential rights, to issue new shares, warrants and/or convertibles. The authorization encompasses both Class A and Class B shares. Payment shall be made in cash, in the form of a non-cash issue, through offset or other netting, or otherwise in accordance with the terms and conditions. The company’s share capital and number of shares may, on the basis of the authorization, be increased by a maximum amount/no. within the framework of the Articles of Association as applicable from time to time. Derogation from shareholders’ preferential rights shall, for Class A shares, be permissible in order to ensure that the votes represented by Class A shares retain or achieve a qualified majority of the total number of votes in the company, and at a share price corresponding to the quotient value of the shares. The Chairman of the Board, the CEO, or such party as appointed by the Board, shall be entitled to make such minor adjustments to the resolution as may prove requisite in connection with registration.

Number of shares and votes

At the time of publication of this Notice convening the AGM, the total number of shares in the company amounted to 19,544,666.

Right to disclosure and documentation ahead of the AGM

At the AGM, the Board and CEO shall, upon request by a shareholder and provided that the Board considers that it does not entail material damage to the company, disclose information about conditions that could influence the assessment of items on the Agenda and conditions that might influence the assessment of the company’s financial situation.

The Annual Report and the Audit Report for the financial year 2022 will be made available on the company’s website www.wedonthavetime.org by no later than Tuesday 25 April 2023, and be dispatched to shareholders who provide their address on request.

Stockholm, Sweden, 18 April 2023
WeDontHaveTime AB (publ)

The Board