

The Board of Directors' proposal on resolution regarding amendment of the Articles of Association (item 15)

The Board of Directors of Karnov Group AB (publ), org.nr. 559016-9016, (the “**Company**”) proposes that the AGM resolves to amend § 12 in the Company’s Articles of Association due to expected legislative changes. The proposal means that the Articles of Association § 12 is amended from its current wording:

§ 12 Right to participate at general meetings

Those who wish to attend a general meeting must be entered as a shareholder in a transcription or other presentation of the share register relating to the circumstances five weekdays prior to the general meeting and give notice of attendance to the Company no later than the day set out in the notice to attend the general meeting. Such day may not be a Sunday, other public holiday, Saturday, Midsummer’s Eve, Christmas Eve or New Year’s Eve and must not be earlier than the fifth weekday prior to the general meeting.

Shareholders may be accompanied by not more than two advisors at the general meeting, however, only if the shareholder has notified the Company of the number of advisors in the manner stated in the previous paragraph.

To the following wording:

§ 12 Right to participate at general meetings

Those who wish to attend a general meeting must be entered as a shareholder in the share register in the manner prescribed by the Companies Act and give notice of attendance to the Company no later than the day set out in the notice to attend the general meeting. Such day may not be a Sunday, other public holiday, Saturday, Midsummer’s Eve, Christmas Eve or New Year’s Eve and must not be earlier than the fifth weekday prior to the general meeting.

Shareholders may be accompanied by not more than two advisors at the general meeting, however, only if the shareholder has notified the Company of the number of advisors in the manner stated in the previous paragraph.

The Board of Directors, or anyone appointed by the Board of Directors, shall be authorised to make such minor adjustments of the resolution of the AGM that may be necessary in connection with registration with the Swedish Companies Registration Office.

In order to be valid, a resolution regarding amendment of the Company’s Articles of Association requires approval of at least two thirds of the votes cast and the share represented at the AGM.

Stockholm in March 2020
Karnov Group AB (publ)
Board of Directors