



Nordax Bank

Notice of Extraordinary General Meeting in Nordax Group AB (publ)

At the request of NDX Intressenter AB, which after completion of its mandatory public cash offer to the shareholders of Nordax Group AB (publ) ("**Nordax**" or "**Company**") holds approximately 97 per cent of the total number of shares and votes in Nordax, the shareholders of Nordax are given notice of the Extraordinary General Meeting to be held on Wednesday 2 May 2018 at 09.00 (CET) at Mannheimer Swartling's offices, Norrlandsgatan 21, Stockholm Sweden.

Registration from 08.30 (CET).

Notifications etc.

Shareholders who wish to attend the Extraordinary General Meeting shall

- both*** be registered in the shareholders' register kept by Euroclear Sweden AB on Wednesday 25 April 2018;
- and*** make a notification to the Company to attend the Extraordinary General Meeting not later than Wednesday 25 April 2018.

Notification to attend the Extraordinary General Meeting shall be made either by email to ir@nordax.se, in writing under address Nordax Group AB (publ), Att: Investor Relations, P.O. Box 23124, SE - 104 35 Stockholm, Sweden or by telephone at +46 8 690 18 22 (between 14.00-15.00 CET during weekdays).

The notification shall include the following: name, social security/company registration number, address, telephone number (daytime), registered shareholding, information on potential assistants (maximum two) and where applicable, information on deputies or representatives.

Shares registered in the name of a custodian

Shareholders who have registered their shares in the name of a custodian through a bank or through another authorised depository must, in order to have the right to attend the Extraordinary General Meeting, request to have the shares re-registered in their own name in the shareholders' register kept by Euroclear Sweden AB (so called voting-rights registration) so that the shareholder is registered in the shareholders' register kept by Euroclear Sweden AB on Wednesday 25 April 2018. This means that shareholders who wish to make such registration should inform their custodian well in advance of 25 April 2018. Such registration may be temporary.

Powers of attorney

Powers of attorney, certificates of incorporation and other authorising documents must be available at the Extraordinary General Meeting and should, to facilitate admission to the Extraordinary General Meeting, be submitted to the Company no later than Wednesday 25 April 2018. Powers of attorney must be presented in original and may not be older than one year unless a longer validity period (maximum five



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years) is stated in the power of attorney. A power of attorney form is available on www.nordaxgroup.com..



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Proposal on agenda

- 1 Opening of the Extraordinary General Meeting
- 2 Election of Chairman of the meeting
- 3 Preparation and approval of the voting list
- 4 Approval of the agenda
- 5 Election of one (1) or two (2) persons to approve the minutes
- 6 Examination of whether the meeting has been duly convened
- 7 Determination of the number of Board Members
- 8 Determination of fees to the Board Members
- 9 Election of the members of the Board of Directors and Chairman of the Board
- 10 Closing of the Extraordinary General Meeting



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Proposals for resolutions

Items 7-9 Proposals for the composition of the Board of Directors and Board fees

The Company has been informed that NDX Intressenter AB will present proposals for resolutions no later than in connection with the Extraordinary General Meeting.



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Shares and votes

There are in total 110 945 598 shares and votes in the Company at the time of the notice. The Company holds 230 000 own shares.

Other information

The Board of Directors and the CEO shall, if a shareholder so requests and it in the opinion of the Board of Directors may take place without significant harm to the Company, at the Extraordinary General Meeting provide information on circumstances which may affect the assessment of a matter on the agenda or the Company's relations with another Group company.

Personal data retrieved from the notifications, powers of attorney and from the share register kept by Euroclear Sweden AB will be used for necessary registration and to make up the voting list for the Extraordinary General Meeting.

Stockholm in April 2018

Board of Directors of Nordax Group AB (publ)