

**MINUTES from the Extraordinary
General Meeting with the share-
holders of SWECO AB (publ) held on
Thursday October 22, 2020**

Participants: according to the voting register, Appendix 1.

§ 1

Election of a chairman for the general meeting (item 1 on the agenda)

The general meeting resolved to appoint Johan Nordström as chairman of the meeting. It was noted that Lisa Lagerwall was assigned to take the minutes from the meeting.

It was noted that the extraordinary general meeting was held in accordance with Sections 20 and 22 of the Act (2020:198) regarding Temporary Exemptions to Facilitate the Execution of General Meetings of Companies and Associations, meaning that participation in the meeting was only available through postal voting.

A compilation of the result of the postal voting for each item on the agenda is attached as Appendix 2, including such information as stated in Section 26 of the abovementioned Act.

§ 2

Preparation and approval of the voting list (item 2 on the agenda)

The general meeting resolved to approve the voting list for the general meeting pursuant to Appendix 1.

§ 3

Approval of the agenda (item 3 on the agenda)

The general meeting resolved to adopt the agenda proposed in the notice convening the general meeting.

§ 4

Election of two scrutinisers of the minutes of the meeting (item 4 on the agenda)

The Meeting resolved to appoint the shareholder Olle Nordström and Caroline Sjösten, representing Swedbank Robur Fonder, to approve the meeting minutes together with the chairman.

§ 5

Determination of whether the meeting has been duly convened (item 5 on the agenda)

It was noted that the notice convening the meeting had been published in Post- och Inrikes Tidningar September 22, 2020 and that an announcement stating that the notice had issued was published in Svenska Dagbladet on that same day.

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The general meeting resolved to declare the meeting duly convened.

§ 6

Resolution on dividend distribution (item 6 on the agenda)

It was noted that the Board of Directors' proposal regarding an extraordinary dividend had been included in the notice convening of the meeting, and that the Board's motivated statement pursuant to Chapter 18, Section 4 of the Swedish Companies Act, as well as the Board's report on material events and the auditors' statement hereto pursuant to Chapter 18, Section 6 of the Swedish Companies Act, had been available at the company's headquarters and web page since September 22, 2020.

The general meeting resolved in accordance with the Board of Directors' proposal on an extraordinary dividend of 3,1 SEK per share.

The general meeting resolved in accordance with the Board of Directors' proposal that the record day for the extraordinary dividend shall be Monday October 26, 2020, and it was noted that the extraordinary dividend is therefore estimated to be distributed to the shareholders on October 29, 2020.

§ 7

Resolution on amendment of the Articles of Association (item 7 on the agenda)

It was noted that the Board of Directors' proposal regarding amendment of the Articles of Association, Appendix 3, had been included in the notice convening the meeting.

The general meeting resolved to amend the Articles of Association whereby the Articles of Association was given the new wording set out in Appendix 4.

The CEO, or such person the CEO designates, was authorised to make such minor adjustments to the resolution as may prove necessary in connection with the registration of the resolution.

It was noted that the resolution was supported by shareholders holding more than two thirds of the votes cast and shares represented at the general meeting.

It was noted that since the postal voting under item 8 on the agenda had resulted in an approval of the Board of Directors' proposal on a share split, the condition regarding the resolution to amend the Articles of Association that was set out in the convening notice had been met.

§ 8

Resolution on a split of the company's share (item 8 on the agenda)

It was noted that the Board of Directors' proposal regarding a split of the company's share with a ratio of 3:1 had been included in the notice of the Meeting.

The Meeting resolved in accordance with the Board of Directors' proposal on a split of the company's share whereby one existing share of the company is split into three shares of the same class of shares (share split, 3:1).

It was noted that after the completion of the share split, the number of shares of the company will increase from 121 083 819 to 363 251 457, comprising 31 157 139 A shares and 332 094 318 B shares. The number of votes will increase from 21 455 523,6 votes to 64 366 570,8 votes. The quotient value of each share after the split will be approximately 0,33 SEK.

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The Board of Directors' was authorised to set a record date for the share split, which at the time of the meeting was expected to be Wednesday November 11, 2020 which would mean that the first day of trading in the company's shares after the split will be Tuesday November 10, 2020.

The record day may however not be set to occur before the resolution on the share split has been registered with the Swedish Companies Registration Office.

The CEO, or such person the CEO designates, was authorised to make such minor adjustments to the resolution as may prove necessary in connection with the registration of the resolution.

§ 9

Conclusion of the meeting (item 9 on the agenda)

It was noted that all items on the agenda had been resolved, hereafter the meeting was declared closed.

Minutes kept by:

Lisa Lagerwall

Approved:

Johan Nordström

Olle Nordström

Caroline Sjösten