

Translation of Minutes from the Extraordinary General Meeting of shareholders of Tele2 AB (publ), reg. no. 556410-8917, August 22, 2019, at Tele2's premises in Kista, Stockholm, Sweden.

Time: 13.00-13.15

**Present:** Shareholders and proxy holders, Appendix 1, stating the number of shares and votes, and others present, Appendix 2.

Furthermore, noted as present were the Chairman of the Board Carla Smits-Nusteling, the Board Members Anders Björkman, Cynthia Gordon, Eva Lindqvist, Lars-Åke Norling, Company and Group CEO Anders Nilsson, Group CFO Mikael Larsson and Group Legal Counsel Stefan Backman.

### **§ 1**

#### Opening of the Extraordinary General Meeting (agenda item 1)

Carla Smits-Nusteling opened the Extraordinary General Meeting.

### **§ 2**

#### Election of Chairman of the Extraordinary General Meeting (agenda item 2)

The Meeting elected Charlotte Levin, member of the Swedish Bar Association, as Chairman of the Extraordinary General Meeting.

The Chairman informed that Stefan Backman, Group Legal Counsel, had been appointed to act as minutes keeper at the Extraordinary General Meeting, that the Extraordinary General Meeting was simultaneously interpreted, that an audio and video recording for internal use was made and that other audio or video recording was not permitted.

The Meeting resolved that shareholders who had not registered their shares for voting, invited guests, representatives of media and other persons who were not shareholders were entitled to attend the Extraordinary General Meeting, but without the rights to address the Extraordinary General Meeting or participate in the Extraordinary General Meeting's resolution.

### **§ 3**

#### Preparation and approval of the voting list (agenda item 3)

The Meeting approved the procedure for drawing up the voting list and that the list of shareholders who had given notice to attend and were present at the Extraordinary General Meeting, Appendix 1, should be the voting list at the Extraordinary General Meeting.

### **§ 4**

Approval of the agenda (agenda item 4)

The Meeting approved the proposed agenda of the Meeting, Appendix 3, which had been included in the notice to attend the Meeting.

The Chairman informed that the complete proposals and additional documents to the Extraordinary General Meeting have been available to the shareholders during at least three weeks before the Extraordinary General Meeting.

**§ 5**

Election of one or two persons to check and verify the minutes (agenda item 5)

The Meeting elected Jan Särllvik representing Nordea Fonder, and Johan Strandberg representing SEB Investment Management, to check and verify the minutes jointly with the Chairman of the Meeting.

**§ 6**

Determination of whether the Extraordinary General Meeting had been duly convened (agenda item 6)

The Chairman found that notice had been made in accordance with the provisions in the Swedish Companies Act and the Articles of Association.

The Meeting resolved to approve the notice procedure and declared the Extraordinary General Meeting duly convened.

**§ 7**

Resolution on extraordinary dividend (agenda item 7)

The Meeting resolved, in accordance with the Board's proposal, that an extraordinary dividend of SEK 6.00 (six) per share shall be paid.

The Meeting further determined, in accordance with the Board's proposal, that the record date for entitlement to payment of the dividend shall be August 26, 2019.

The Chairman informed that the payment of dividend was expected to be paid out to the shareholders on August 29, 2019.

It was further noted that the resolved extra dividend will not affect the payment of the ordinary dividend resolved by the AGM on May 6, 2019, and for which the record date for the second instalment is set to October 2, 2019.

**§ 8**

Closing of the Extraordinary General Meeting (agenda item 8)

The Chairman declared the Extraordinary General Meeting closed.

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Minutes checkers:

At the minutes:

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Charlotte Levin

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Stefan Backman

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Jan Särllvik

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Johan Strandberg

**PROPOSED AGENDA**

1. Opening of the Extraordinary General Meeting.
2. Election of Chairman of the Extraordinary General Meeting.
3. Preparation and approval of the voting list.
4. Approval of the agenda.
5. Election of one or two persons to check and verify the minutes.
6. Determination of whether the Extraordinary General Meeting has been duly convened.
7. Resolution on extraordinary dividend.
8. Closing of the Extraordinary General Meeting.