

Proposal by the Board of Directors of Nobia AB (publ), reg. no. 556528-2752, regarding a reduction of share capital by withdrawal of treasury shares

The Board of Directors of Nobia AB (publ) (“**Nobia**”) proposes that the Annual General Meeting resolve to reduce Nobia’s share capital. The following conditions shall apply.

1. The purpose of the reduction of the share capital is for transfer to non-restricted equity.
2. The share capital shall be reduced by a maximum amount of SEK 1,666,640.568952 by withdrawal of a maximum amount of 5,000,000 shares.
3. The reduction shall take place by withdrawal of shares.
4. The shares that are to be withdrawn consist of treasury shares held by Nobia.

According to the Swedish Companies Act the resolution to reduce the share capital may be executed as soon as the resolution has been registered with the Swedish Companies Registration Office and a permit from the Swedish Companies Registration Office has been obtained. The Board of Directors shall apply for registration of the resolution in the Companies Register no later than four months following the resolution.

A valid resolution requires approval from at least two thirds of the votes cast as well as the shares present at the Annual General Meeting.

Furthermore, the Board of Directors proposes that the Annual General Meeting resolve to authorise the Board of Directors, or whomever the Board of Directors appoints, to make the necessary adjustments of the resolution above for the application of registration of the resolution with the Swedish Companies Registration Office and Euroclear Sweden AB or otherwise necessary to execute the resolution.

The Board of Directors, March 2018