



# Notice to attend the extraordinary general meeting in ÅAC Microtec AB (publ)

2019-04-18 ÅAC Microtec AB

The shareholders in ÅAC Microtec AB (publ), reg. no. 556677-0599, are hereby given notice to attend the extraordinary general meeting at 13:00 p.m. on Wednesday 8 May 2019 at Clarion Hotel Gillet, Dragarbrunnsgatan 23, 753 20 Uppsala, Sweden. Registration for the meeting commences at 12:30 p.m.

## Notice

Shareholders wishing to participate at the meeting must:

- (i) be entered in the shareholders' register, kept by Euroclear Sweden AB (the Swedish Central Securities Depository & Clearing Organisation), on the record day which is Thursday 2 April 2019; and
- (ii) notify the company of their attendance and any assistant no later than Thursday 2 May 2019. Notification can be made via letter to ÅAC Microtec AB, Attn: Ann-Christin Lejman, Uppsala Science Park, SE-751 83 Uppsala, Sweden or by e-mail to [finance@aacmicrotec.com](mailto:finance@aacmicrotec.com).

Notification shall include full name, personal identification number or corporate registration number, address and daytime telephone number and, where appropriate, information about representative, proxy and assistants. The number of assistants may not be more than two. In order to facilitate entry to the meeting, notification should, where appropriate, be accompanied by powers of attorney, registration certificates and other documents of authority.

## Nominee registered shares

Shareholders who have their shares registered in the name of a nominee must request temporary entry in the transcription of the share register kept by Euroclear Sweden AB in order to be entitled to participate and vote for their shares at the meeting. The shareholder must inform the nominee well in advance of Thursday 2 May 2019, at which time the register entry must have been made.

## Proxy

A shareholder represented by proxy shall issue a power of attorney which shall be dated and signed by the shareholder. If issued by a legal entity, the power of attorney shall be accompanied by registration certificate or, if not applicable, equivalent documents of authority. Power of attorney forms for those shareholders wishing to participate by proxy are available on the company's website [www.aacmicrotec.com](http://www.aacmicrotec.com). The original version of the power of attorney shall also be presented at the meeting.

## Proposed agenda

0. Opening of the meeting
1. Election of chairman of the meeting;
2. Preparation and approval of the voting list;
3. Approval of the agenda;
4. Election of one (1) or two (2) persons who shall approve the minutes of the meeting;
5. Determination of whether the meeting has been duly convened;



6. Resolution on preferential rights issue; and
7. Closing of the meeting.

#### **The board of directors' proposed resolutions**

The board of directors of the company has presented the following proposed resolution in relation to item 6 in the proposed agenda.

#### ***Item 6. Resolution on preferential rights issue***

The board of directors proposes the extra general meeting resolves to increase the company's share capital by not more than SEK 1,099,517.24 through the issuance of not more than 27,487,931 shares, on the following terms and conditions:

1. SEK 3,00 shall be paid for each share.
2. Subscription of shares shall be made by exercise of subscription rights. The right to receive subscription rights for subscription of new shares with preferential rights shall vest in those who, on the record date, are registered as shareholders and thereby are allotted subscription rights in relation to their shareholding as of the record date.
3. The record date for subscription rights and right to participate in the issue with preferential rights shall be 15 May 2019.
4. Each existing share entitles to one (1) subscription right. Five (5) subscription rights entitle to subscription of two (2) shares.
5. Insofar as all shares are not subscribed for with preferential rights, allotment of the remaining shares shall be made within the highest amount of the issue:
  - (i) firstly, to those who have subscribed for shares with subscription rights (regardless of whether they were shareholders on the record date or not) and who have applied for subscription of shares without subscription rights and if allotment to these cannot be made in full, allotment shall be made pro rata in relation to the number of subscription rights that each and every one of those, who have applied for subscription of shares without subscription rights, have exercised for subscription of shares;
  - (ii) secondly, to those who have subscribed for shares without subscription rights and if allotment to these cannot be made in full, allotment shall be made pro rata in relation to the total number of shares the subscriber has applied to subscribe for; an
  - (iii) thirdly, to those who have provided guarantee undertakings with regard to subscription of shares, and if allotment to these cannot be made in full, allotment shall be made in proportion to such guarantee undertakings.

To the extent that allotment in any section above cannot be done pro rata, allotment shall be determined by drawing of lots.

6. Subscription of shares by subscription rights shall be made through cash payment during the time period from and including 20 May 2019 up to and including 3 June 2018. Subscription of shares without subscription rights shall be made on a special application form during the same time period. Payment for shares subscribed for without subscription rights shall be made in accordance with the instructions within the contract notes which will be sent to those who receive allotment. The board of directors shall have the right to extend the time period for subscriptions and payments.



7. The new shares shall be convey rights to dividend from the first dividend record date occurring after the issue resolution.
8. The company's CEO shall be authorized to make such minor formal adjustments of the issue resolution which might prove necessary in connection with registration with the Swedish Companies Registration Office or Euroclear Sweden AB.

#### **Number of shares and votes in the company**

The total number of shares in the company at the time of issuance of this notice is 68,719,829. The company does not hold any of its own shares.

#### **Shareholders' right to request information**

Pursuant to Chapter 7 section 32 of the Swedish Companies Act (Sw. aktiebolagslagen (2005:551)) the board of directors and the managing director are under a duty to, if any shareholder so requests and the board of directors deems that it can be made without material damage to the company, provide information, regarding circumstances which may affect the assessment of a matter on the agenda or of the company's economic situation. Such duty to provide information also comprises the company's relation to the other group companies, the consolidated financial statements and such circumstances regarding subsidiaries which are set out in the foregoing sentence.

#### **Documentation**

Complete proposal in relation to item 6 and related documentation pursuant to the Swedish Companies Act will be kept available at the company's office not later than two weeks before the meeting. The documents will be sent free of charge to shareholders who so request and state their postal address. The documents will also be made available not later than the aforementioned date on the company's website [www.aacmicrotec.com](http://www.aacmicrotec.com). All the above mentioned documents will also be presented at the general meeting.

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Uppsala, April 2019

*The board of directors*

#### **Official version of notice to attend the extraordinary general meeting**

The official version of the notice to attend the annual general meeting is in the Swedish language and available for download at [www.aacmicrotec.com](http://www.aacmicrotec.com).

#### **FOR MORE INFORMATION:**

Please visit: [www.aacmicrotec.com](http://www.aacmicrotec.com) and [www.clyde.space](http://www.clyde.space) or contact:

Acting CEO Mats Thideman, [investor@aacmicrotec.com](mailto:investor@aacmicrotec.com)

Chairman of the Board, Rolf Hallencreutz, [investor@aacmicrotec.com](mailto:investor@aacmicrotec.com)

#### **ABOUT AAC MICROTEC AB**

ÅAC Microtec and its subsidiary Clyde Space offer a full turnkey mission service from design to on-orbit operations including reliable platforms in the range of 1 to 50 Kg; customizable to suit our customers' requirements. Our end-to-end service package enables our customers to reach their mission goals with a single, trusted point of contact. In addition, we supply a full range of subsystems for cube satellites and small satellites.

ÅAC Microtec's shares are traded on Nasdaq First North Stockholm. G&W Fondkommission, e-mail [ca@gwkapital.se](mailto:ca@gwkapital.se), phone +46 8 503 000 50, is the Certified Adviser.