

**Articles of association**  
**for**  
**Cinis Fertilizer AB**  
Reg. no. 559154-0322

*N.B. This is an in-house translation of the authorised Swedish Articles of Association and for convenience only.*

**§ 1      Business name**

The company's business name (Sw. *Företagsnamn*) is Cinis Fertilizer AB. The company is a public company (publ).

**§ 2      Registered office**

The board of directors shall have its domicile in the municipality of Örnsköldsvik. General meetings can also be held in the municipality of Stockholm.

**§ 3      Objective**

The company shall develop, manufacture and market mineral fertilizers and conduct other business compatible therewith.

**§ 4      Share capital**

The share capital shall be not less than SEK 1,225,264 and not more than SEK 4,901,056.

**§ 5      Number of shares**

The number of shares shall be not less than 122,526,400 and not more than 490,105,600.

**§ 6      Board of directors**

The board of directors shall consist of no less than 3 and no more than 10 board members without any deputy board members.

**§ 7      Auditors**

The company shall have 1-2 auditors and a maximum of 2 deputy auditors or 1 registered accounting firm.

**§ 8      Notice of general meetings**

Notice of a general meeting shall be published in the Official Swedish Gazette (Sw. *Post- och Inrikes Tidningar*) as well as on the company's website. At the time of the notice, an announcement with information that the notice has been issued shall be published in Dagens industri.

To be able to participate in a General Meeting, a shareholder shall give the company notice of her or his intention to attend not later than on the day mentioned in the notice convening the meeting. This day may not be a Sunday,

any other public holiday, Saturday, Midsummer Eve, Christmas Eve or New Year's Eve and may not be earlier than the fifth working day before the general meeting.

## **§ 9 Matters at the annual general meeting**

At an annual general meeting the following matters shall be dealt with:

1. Election of chairman of the meeting
2. Preparation and approval of voting list
3. Election of one or two persons to approve the minutes
4. Determination as to whether the meeting has been duly convened
5. Approval of the agenda
6. Presentation of the annual report and auditor's report and, the consolidated annual report and the consolidated auditor's report
7. Resolution on:
  - a. adoption of the profit and loss statement and balance sheet and the consolidated profit and loss statement and consolidated balance sheet;
  - b. allocation of the company's profit or loss in accordance with the adopted balance sheet; and
  - c. discharge from liability for the directors of the board and the managing director
8. Determination of the number of members of the board and the number of auditors
9. Determination of remuneration for the board members and auditors
10. Election of board members, chairman of the board and auditors
11. Other matters to be dealt with at the meeting pursuant to the Swedish Companies Act (2005:551) or the articles of association

## **§ 10 Financial year**

The financial year of the Company shall be 1 January – 31 December.

## **§ 11 Postal voting**

The board of directors has the right, before a general meeting, to decide that shareholders shall be able to exercise their right to vote by post before the general meeting in accordance with Chapter 7, Section 4a of the Swedish Companies Act (2005:551).

## **§ 12 CSD clause**

The shareholder or nominee who on the record date is registered in the share register and noted in a central securities depository register pursuant to Chapter 4 of the Central Securities Depositories and Financial Instruments Accounts Act (1998:1479) or any person who is registered in a central securities depository account pursuant to Chapter 4, Section 18 paragraph 6-8 of the mentioned Act,

shall be deemed to be authorised to exercise the rights set out in Chapter 4, Section 39 of the Swedish Companies Act (2005:551).

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Adopted at the extraordinary general meeting on 15 May 2025