

Resolution on authorizing the Board of Directors to resolve upon new issues

The Board of Directors proposes that the Annual General Meeting authorizes the Board of Directors to, on one or several occasions and until the end of the next Annual General Meeting, with or without deviation of the shareholders' preferential rights, resolve to issue new shares of class B, or convertible bonds or warrants entitling to shares of class B, corresponding to no more than ten (10) percent of the total number of outstanding shares in the company on the date when the authorization is utilized for the first time (this does not prevent convertible bonds or warrants from being combined with conversion terms which, if applied, may result in a different number of shares), against payment in cash, through set off or payment in kind. The purpose of the authorization and reason for any deviation from the shareholders' preferential rights is that the company shall be able to issue shares or other instruments in connection with acquisition of companies or businesses as well as to be able to execute issues with deviation from the shareholders' preferential rights for the purpose of raising funds to the company, for example in connection with financing of game production. The issue price may not be lower than a fair market price. Other terms and conditions shall be determined by the Board of Directors and made on fair market terms.

Majority requirements

According to the Swedish Companies Act (2005:551), the Annual General Meeting's resolution to authorize the Board of Directors to resolve on new share issue requires that shareholders holding no less than two thirds of the votes cast as well as the shares represented at the Annual General Meeting vote in favor of the proposal.

Stockholm, April 2023
Starbreeze AB (publ)
The Board of Directors