

ARTICLES OF ASSOCIATION  
for  
Mycronic AB (publ)  
(Reg. No. 556351-2374)

**1§ BUSINESS NAME**

The company's business name is Mycronic AB (publ).

**2§ REGISTERED OFFICE OF THE BOARD OF DIRECTORS**

The board of directors' registered office shall be situated in the municipality of Täby, county of Stockholm, Sweden.

**3§ BUSINESS**

The object of the company's business is to, directly or indirectly, conduct development, marketing and sales of production equipment and services within the optical and electronics industry and to conduct any other business compatible therewith.

**4§ SHARE CAPITAL AND SHARES**

The share capital shall be not less than fifty million Swedish kronor (50,000,000) and not more than two hundred million Swedish kronor (200,000,000). The number of shares shall be not less than fifty million (50,000,000) and not more than two hundred million (200,000,000).

**5§ CSD-REGISTERED COMPANIES**

The company's shares shall be registered in a securities register in accordance with the Swedish Central Securities Depositories and Financial Instruments (Accounts) Act (1998:1479).

**6§ FINANCIAL YEAR**

The company's financial year shall be 1 January – 31 December.

**7§ BOARD OF DIRECTORS**

The board of directors shall consist of not less than three (3) members and not more than ten (10) members, with not more than two (2) deputy members.

**8§ AUDITORS**

The company shall have not less than one (1) and not more than two (2) auditors, with not more than two (2) deputy auditors. As auditor and, when applicable, deputy auditor, shall be elected an authorised public accountant or a registered public accountant firm.

**9§ NOTICE OF SHAREHOLDERS' MEETING**

Notice of shareholders' meetings shall be done through notice in Post- och Inrikes Tidningar and on the company web site. Information about the notice shall be published by an advertisement in Svenska Dagbladet at the same date.

**10§ SHAREHOLDERS' RIGHT TO PARTICIPATE IN SHAREHOLDERS' MEETINGS**

Shareholders' who want to participate in shareholders' meetings shall notify the company not later than 12:00 pm the day which is specified in the notice to the meeting. This day may not be a Sunday, other public holiday, Saturday, Midsummer Eve, Christmas Eve or New Years Eve and not fall earlier than the fifth weekday prior to the meeting.

Shareholders or representatives may bring up to two counsels at shareholders' meetings only if the shareholder is giving notice of the number of counsels to the company in accordance with the previous section.

#### 11§ **COLLECTION OF PROXY FORMS AND VOTING BY POST**

The Board of Directors may collect proxies pursuant to the procedure stated in Chapter 7, Section 4, second paragraph of the Swedish Companies Act (2005:551).

The Board of Directors may decide before a General Meeting, if special circumstances exist according to the Board of Directors' assessment, that the shareholders shall be able to exercise their voting rights by post before the General Meeting pursuant to the procedure stated in Chapter 7, Section 4 a of the Swedish Companies Act (2005:551).

#### 12§ **SHAREHOLDERS' MEETINGS**

Shareholders' meetings shall be held in the municipality of Täby (Sweden) or in the municipality of Stockholm (Sweden). The following business shall be addressed at the annual shareholders' meetings:

1.  
Election of a chairman of the meeting;
2.  
Preparation and approval of the voting list;
3.  
Approval of the agenda;
4.  
Election of one or two persons who shall approve the minutes of the meeting;
5.  
Determination of whether the meeting was duly convened;
6.  
Submission of the annual report and the auditors' report as well as the consolidated financial statements and the auditors' report for the group;
7.  
Resolutions regarding the adoption of the income statement as well as the balance sheet and the consolidated income statement and the consolidated balance sheet;
8.  
Resolutions regarding appropriation of the company's profit or loss pursuant to the adopted balance sheet;
9.  
Resolutions regarding discharge of the members of the board of directors and the managing director from liability;
10.  
Determination of the number of members and deputy members of the board of directors as well as, where applicable, the number of auditors and deputy auditors;
11.  
Determination of fees for the members of the board of directors and, where applicable, the auditors;
12.  
Election of the members and deputy members of the board of directors as well as, where applicable, auditors and deputy auditors;
13.  
Resolution on guidelines regarding remuneration for the management;

Other matters, which rest upon the shareholders' meeting, pursuant to the Swedish Companies Act or the articles of association.