

**The board of directors proposal for
resolutions to the annual shareholders' meet-
ing in Mentice AB on 6 May 2021, at 3.00 p.m.**

Table of Contents

Item 8 (b) – The board of directors’ proposal regarding allocation of the company’s profit according to the adopted balance sheet.

Item 11 - The board’s proposal for resolution to authorise the board of directors to resolve on issue of shares

Item 8 (b) – The board of directors’ proposal regarding allocation of the company’s profit in accordance with the adopted balance sheet.

The board of directors proposes to distribute in total SEK 0 of the company’s profit of SEK 116,605,160 available to the shareholders’ meeting, to the shareholders.

The board of directors of Mentice AB

Item 11 - The board's proposal for resolution to authorise the board of directors to resolve on issue of shares

The board of directors in Mentice AB proposes that the annual shareholders' meeting resolves to authorise the board of directors, until the next annual shareholders' meeting, on one or several occasions, with or without deviation from the shareholders' preferential rights, to resolve on new issues of shares and/or issues of warrants, entitling the holders to subscribe for new shares and/or issues of convertibles, entitling the holders to convert the convertibles to new shares. Issues may be undertaken against cash payment and/or with provisions regarding issue in kind or set off or other provision.

The maximum number of shares to be issued under this authorisation together with any shares possibly issued in connection with use of options and converting of convertibles shall not exceed 2,476,885 shares, implying a maximum dilution of equity of approximately 10 per cent of all outstanding shares in Mentice AB at the time of this resolution proposal.

The incentive for this proposal and the reasons for deviation from the shareholders' preferential rights and/or the possibility to resolve on issuing of new shares with provisions on issue in kind, set off or other provisions, is to provide the board of directors with flexibility within the company financing and to enable an accelerated expansion and development of the company, its markets and products by e.g. acquisition of enterprises, businesses or other assets where payment wholly or partially shall be made with new issued shares and/or the enable the board of directors to swiftly obtain funds for such acquisitions.

The board of directors or the person appointed by the board of directors is authorised, to make such minor formal adjustments to the resolution, which may be required for registration with the Swedish Companies Registration Office and Euroclear Sweden AB. For a valid resolution, this proposal has to be supported by shareholders with at least two thirds of the votes cast as well as of the shares represented at the meeting.

The board of directors in Mentice AB