

## **§ 1**

Based on the proposal by the Nomination Committee, attorney-at-law Eva Hägg was appointed Chairman of the Annual General Meeting.

It was noted that the General Counsel Mikael Schmidt served as secretary at the Annual General Meeting.

It was noted that the Annual General Meeting was held in accordance with Sections 20 and 22 of the Swedish Act (2022:121) on temporary exceptions to facilitate the execution of general meetings in companies and other associations; entailing that the shareholders have exercised their voting rights at the Annual General Meeting only by voting in advance, so-called postal voting.

The notice to the Annual General Meeting, as well as the form used for advance voting, was attached to the minutes. (Appendix 1 and 2).

A compilation of the result of advance votes for each item on the agenda subject to voting in advance was attached to the minutes, wherein the information specified in Section 26 of the abovementioned Act is stated. (Appendix 3).

## **§ 2**

Madeleine Wallmark, AB Industrivärden, and Anders Oscarsson, AMF and AMF Fonder, were appointed to check the minutes together with the Chairman.

## **§ 3**

The attached list (Appendix 4), prepared by Euroclear Sweden AB on behalf of the company, was approved as the voting list for the Annual General Meeting.

## **§ 4**

It was noted that the Annual General Meeting had been duly convened as the notice convening the Annual General Meeting had been published on the company's website on 22 February 2022 and published in Post- och Inrikes Tidningar on 24 February 2022. An announcement stating that the notice had been issued was published in Dagens Nyheter and Svenska Dagbladet on 24 February 2022.

## § 5

The proposed agenda was approved. (Appendix 5)

## § 6

It was noted that the Annual and Sustainability Report 2021 (containing the auditor's report), the Board of Directors' statements pursuant to Chapter 18, Section 4, and Chapter 19, Section 22 of the Swedish Companies Act (2005:551), the Board of Directors' report on remuneration pursuant to Chapter 8, Section 53 a of the Swedish Companies Act, and the auditor's statement pursuant to Chapter 8, Section 54 of the Swedish Companies Act, had been presented by being available at the company and on the company's website [www.essity.com](http://www.essity.com). (Appendix 6–10)

## § 7

- a. The Annual General Meeting adopted the income statement and the consolidated income statement as well as the balance sheet and the consolidated balance sheet, included in the Board of Directors' annual report for the company and the Essity group.
- b. The Annual General Meeting approved the Board of Directors' proposal for disposition of the company's earnings, entailing that SEK 7.00 per share will be distributed to the shareholders, with record date Monday, 28 March 2022, and that the remaining available funds will be carried forward as retained earnings.
- c. The Annual General Meeting discharged the directors and the President from personal liability for the administration of the company's affairs for 2021. It was noted that the directors and the President did not participate in the resolution.

## § 8

The Annual General Meeting approved the Nomination Committee's proposal that the number of directors appointed by the Annual General Meeting, for the period until the end of the Annual General Meeting 2023, shall be ten (10) ordinary directors and no deputy directors.

## § 9

The Annual General Meeting approved the Nomination Committee's proposal that the number of auditors elected by the Annual General meeting shall be one (1) registered auditing company for the period until the end of the Annual General Meeting 2023.

## § 10

The Annual General Meeting approved the Nomination Committee's proposal on Board remuneration to be paid as follows. SEK 850,000 to each director elected by the Annual

General Meeting who is not employed by the company, and SEK 2,550,000 to the Chairman of the Board of Directors. Members of the Remuneration Committee are each to receive an additional remuneration of SEK 125,000, while the Chairman of the Remuneration Committee is to receive an additional remuneration of SEK 150,000.

Members of the Audit Committee are each to receive an additional remuneration of SEK 290,000, while the Chairman of the Audit Committee is to receive an additional remuneration of SEK 415,000. Members of the Portfolio Development Committee are each to receive an additional remuneration of SEK 290,000, while the Chairman of the Portfolio Development Committee is to receive an additional remuneration of SEK 415,000.

Remuneration to the auditor is to be paid according to approved invoice.

## **§ 11**

It was noted that a report of assignments of all proposed directors had been made available at the company and on the company's website, [www.essity.com](http://www.essity.com).

In accordance with the Nomination Committee's proposal, for the period until the end of the Annual General Meeting 2023, Ewa Björling, Pär Boman, Annemarie Gardshol, Magnus Groth, Torbjörn Lööf, Bert Nordberg, Louise Svanberg, Lars Rebién Sørensen and Barbara Milian Thoralfsson were re-elected as directors and Bjørn Gulden was newly elected as director.

It was noted that the employees, for the period until the end of the Annual General Meeting 2025, had appointed Susanna Lind, Örjan Svensson and Niclas Thulin as directors and Niklas Engdahl, Martin Ericsson and Andreas Larsson as deputies.

## **§ 12**

For the period until the end of the Annual General Meeting 2023, the Annual General Meeting re-elected Pär Boman as Chairman of the Board of Directors.

## **§ 13**

The Annual General Meeting resolved to elect the registered accounting firm Ernst & Young AB as auditor for the period until the end of the Annual General Meeting 2023. It was noted that Ernst & Young AB had informed that the Authorized Public Accountant Hamish Mabon shall be auditor in charge.

## **§ 14**

The Annual General Meeting approved the Board of Directors' proposal regarding guidelines for remuneration to senior executives.

**§ 15**

The Annual General Meeting approved the Board of Directors' proposal regarding the report on remuneration to senior executives.

**§ 16**

The Annual General Meeting approved the Board of Directors' proposal regarding a cash-based incentive program directed to senior management and certain other executives and key employees.

**§ 17**

- a. The Annual General Meeting approved the Board of Directors' proposal regarding authorisation for the Board of Directors to acquire own shares to be able to adapt the company's capital structure and to acquire own shares to be used as payment or financing on account of company acquisitions.

It was noted that the resolution was supported by shareholders representing at least two-thirds of the votes cast as well as the shares represented at the Annual General Meeting.

- b. The Annual General Meeting approved the Board of Directors' proposal regarding authorisation for the Board of Directors to transfer own shares by reason of company acquisitions.

It was noted that the resolution was supported by shareholders representing at least two-thirds of the votes cast as well as the shares represented at the Annual General Meeting.

**Keeper of the minutes:**

Mikael Schmidt

**Approved:**

Eva Hägg

Madeleine Wallmark

Anders Oscarsson