



## **Report from the annual general meeting of shareholders in Starbreeze AB (publ)**

**STOCKHOLM, June 4 – The annual general meeting of shareholders in Starbreeze AB (publ) was held on 4 June 2019 in Stockholm. A summary of the resolutions taken by the AGM follows. For complete details concerning all resolutions, please see the basis for resolutions by the annual general meeting, which is available (in Swedish) on the company's website at [www.starbreeze.com/investor-relations/corporate-governance/meetings-events](http://www.starbreeze.com/investor-relations/corporate-governance/meetings-events)**

### **Annual accounts and discharge from liability**

The AGM adopted the consolidated income statement and consolidated balance sheet. The members of the board of directors and the chief executive officer were discharged from liability for the financial year of 1 January–31 December 2018.

### **Dividend**

The AGM resolved that no dividend will be distributed for the financial year of 1 January–31 December 2018.

### **Number of directors, boards, chairman of the board, election of the auditor, directors' fees and remuneration to the auditor**

It was resolved that the board of directors shall be composed of six ordinary directors (i.e. one director more than the nomination committee's proposal for five directors). Jan Benjaminson, Torgny Hellström, Harold Kim and Kerstin Sundberg were re-elected and Tobias Sjögren was elected as new director in accordance with the nomination committee's proposal. In addition, following a shareholder proposal, Stefano Salbe was elected as a new director of the board. Matias Myllyrinne had declined re-election. Torgny Hellström was re-elected chairman of the board of directors.

The authorized audit firm Öhrlings PricewaterhouseCoopers AB was re-elected as the statutory auditor and authorized public accountant Nicklas Kullberg was appointed auditor in charge.

The AGM approved the proposed fees to the board of directors as follows: SEK 950,000 to the chairman of the board and SEK 280,000 to each non-executive director, excluding Stefano Salbe who had waived compensation.

The AGM also approved fees to members of the Remuneration Committee of SEK 75,000 to each of the chairman and member. The AGM approved fees to members of the Audit Committee of SEK 400,000 to the chairman and SEK 175,000 to each other member. Remuneration to the auditor will be paid in accordance with approved invoice.

### **Authorization of the board of directors to decide to issue new shares**

The AGM resolved to authorize the board of directors to decide, on one or more occasions during the period ending at the close of the next annual general meeting, to issue new shares, with or without

waiver of shareholders' preferential rights, of either Class A and Class B, or to issue convertibles or warrants conferring the right to purchase Class A and/or Class B shares, corresponding (in connection with the planned exercise of such convertibles or options where applicable) to a maximum of ten percent of the number of shares outstanding from time to time, against cash consideration (but not through set off or payment in kind). The issue price must not be lower than the market price. Other terms and conditions will be decided by the board of directors and must be market- based.

#### **Amendment of articles of association**

The AGM resolved to change the articles of associations limit of number of members of the board of directors, entailing that the board shall consist of three to eight members without deputies.

#### **Nomination Committee**

The AGM resolved to adopt the Nomination Committee's proposal for appointment of the Nomination Committee.

#### **Guidelines for remuneration to senior executives**

The AGM adopted the guidelines for remuneration to senior executives of the company as proposed by the board of directors.

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#### **For more information, please contact:**

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#### **About Starbreeze**

*Starbreeze is an independent developer, creator, publisher and distributor of PC and console targeting the global market, with studios in Stockholm, Barcelona, Paris, Bangalore and Dehradun. Housing the smash hit IP PAYDAY, Starbreeze develops games based on proprietary and third-party rights, both in-house and in partnership with external game developers. Starbreeze shares are listed on Nasdaq Stockholm under the tickers STAR A and STAR B with the ISIN-codes SE0007158928 (A share) and SE0005992831 (B share). Starbreeze announced via a press release on December 3, 2018 that the company, including certain subsidiaries, entered into reconstruction. For more information, please visit [starbreeze.com](http://starbreeze.com)*