**Starbreeze AB (publ)**

**Proposal by the Board of Directors on amendment of the Articles of Association**

The Board of Directors of Starbreeze AB (publ) proposes that the Annual General Meeting on May 12,  2021 decides to amend the Articles of Association in accordance with the below.

The Board of Directors proposes that a new article 9, with the wording set out below, is included in the Articles of Association and that the Articles of Association is re-numbered so that the current article 9 becomes article 10 and the current article 10 becomes article 11.

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|  | ***Proposed wording*** |
| **§ 9** | The Board of Directors has the right to collect powers of attorney as set out in Chapter 7, Section 4, second paragraph of the Swedish Companies Act (2005:551). The Board of Directors may decide before a General Meeting 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). |

The Board of Directors further proposes two editorial amendments to the Articles of Association due to previously adopted legislative changes. However, § 1 is not amended in the English version of the Articles of Association.

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| **Current wording** | ***Proposed wording*** |
| **§ 1**  The name of the company is Starbreeze AB (publ). | **§ 1**  The name of the company is Starbreeze AB (publ). |
| **§ 11**  The Company’s shares shall be registered in a central securities depository register pursuant to the Swedish Financial Instruments Accounts Act (1998:1479). | **§ 11**  The Company’s shares shall be registered in a central securities depository register pursuant to the Swedish *Central Securities Depositories and* Financial Instruments Accounts Act (1998:1479). |

Following the proposed amendments, Starbreeze AB's Articles of Association shall have the wording set out in Appendix A.

**Authorisation**

The Board of Directors, or anyone appointed by the Board of Directors, shall be authorised to make such minor adjustments of the resolution of the general meeting that may be necessary in connection with registration with the Swedish Companies Registration Office.

**Majority requirement**Under the Swedish Companies Act, the resolution of the general meeting on amendment of the Articles of Association requires the support of shareholders representing at least two-thirds of both the number of votes cast and the shares represented at the meeting in order to be valid.

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**Stockholm in March 2021**

**The Board of Directors of Starbreeze AB (publ)**