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## **ARTICLES OF ASSOCIATION**

**Company Registration Number 556651-0987**

### **§ 1 Business name**

The business name of the company is Invisio Communications AB. The company shall be a public limited company (publ).

### **§ 2 The registered office of the board of directors**

The board of directors shall have its registered office in the municipality of Stockholm, Stockholm County.

### **§ 3 Business objects**

The company shall on its own and/or through wholly-owned and/or partly owned companies develop, produce and sell headsets and similar products for telephones and two-way radios, and own and manage shares as well as pursue other operations consistent therewith.

### **§ 4 Share capital**

The share capital shall amount to not less than SEK 22,000,000 and not more than SEK 88,000,000.

### **§ 5 Number of shares**

The number of shares shall be not less than 22,000,000 and not more than 88,000,000.

### **§ 6 Board of directors and auditors**

The board of directors shall consist of not less than three and not more than eight directors. The company shall have 1 – 2 auditors with or without alternate auditors or one registered accounting firm.

### **§ 7 Notice of a general meeting**

Notice of a general meeting shall be issued through announcement in Post- och Inrikes Tidningar as well as at the company's website. Notification that notice convening a general meeting has been issued shall be published in Svenska Dagbladet.

Shareholder wishing to attend the proceedings at a general meeting must be registered in a transcription or other presentation of the entire share register as per the date five weekdays prior to the general meeting and must notify the company before 12.00 noon on the day stated in the notice of the general meeting. The last-mentioned day must not be a Sunday, any other public holiday, a Saturday, Midsummer's Eve, Christmas Eve or New Year's Eve and may not occur earlier than on the fifth weekday prior to the meeting.

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## **§ 8 Opening of the general meeting**

The chairman of the board of directors or a person appointed by the board of directors opens the general meeting and conducts the proceedings until the chairman of the general meeting has been elected.

## **§ 9 General meeting**

At the annual general meeting the following matters shall be dealt with:

1. Election of chairman to preside at the meeting.
2. Approval of the agenda at the meeting.
3. Preparation and approval of the voting list.
4. Election of one or two persons to approve the minutes.
5. Examination of whether the meeting has been properly convened.
6. Presentation of the annual report and the auditor's report and, where applicable, the consolidated accounts and the auditor's report for the group.
7. Resolution
  - a. in respect of adoption of the income statement and the balance sheet and, where applicable, of the consolidated income statement and the consolidated balance sheet;
  - b. in respect of disposition of the company's profit or loss according to the balance sheet adopted;
  - c. regarding discharge from liability of the directors and the managing director.
8. Determination of fees for the board of directors and the auditors.
9. Election of board of directors.
10. Election of auditors and alternate auditors when required.
11. Any other matter to be dealt with at the general meeting according to the Swedish Companies Act or the articles of association.

## **§ 10 Financial year**

The financial year of the company shall be calendar year.

## **§ 11 CSD clause**

The shares of the company shall be registered in a CSD register in accordance with the Financial Instruments Accounts Act (1998:1478).

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