

This is a translation from Swedish of the Constitution decided at
the General Meeting of the Association.

Constitution of Green Power Sweden

Ekonomisk Förening

Organisation ID number 769609-1250

Article 1 Operating name

The operating name of the Association is Green Power Sweden Ekonomisk Förening (Green Power Sweden).

Article 2 Object

The object of the Association is to protect the financial interests of its members by:

1. As a national trade association, communicating and promoting the advantages of production and storage of large-scale renewable energy and representing the collective voice of the industry in society.
2. Promoting the development of the market in Sweden so that production and storage of large-scale renewable energy can develop to its full potential and contribute to a society that is sustainable in the long-term by:
 - a) Developing strategies and initiatives for growth as well as for the elimination of impediments to production and storage of large-scale renewable energy delivering its full potential.
 - b) Communicating the benefits and potential of production and storage of large-scale renewable energy to politicians, opinion leaders, decision makers, the media, other key stakeholders and the general public.
 - c) Initiating, supporting and also participating through co-ownership of research that promotes the realisation of the objects set out in this provision.

3. Forming the hub and network for issues regarding production and storage of large-scale renewable energy for all members and other interested parties, thereby stimulating dialogue in society.

Article 3 Base of the board

The Board of Directors ('Board') shall be based in the Municipality of Stockholm.

Article 4 Membership

Legal persons operating within the wind power industry or with activities orientated towards the industry for production and storage of renewable energy may be accepted as members of the Association.

The Chief Executive (CEO) of the Association shall consider membership applications and may consult the Board where necessary. The board may refuse membership if there are special reasons. Membership shall take effect upon written notification of acceptance to the new member by the CEO.

Membership of the association is automatically renewed at the end of each calendar year, unless a member withdraws from the Association in accordance with Article 7 or is expelled in accordance with Article 8.

Article 5 Annual fees

The amount of a member's annual fee depends on the category of operation, and the level within a category, that the operation falls into. The amount of the annual fee for each category and level shall be determined at an Annual General Meeting of the Association (AGM) for the following 12-month period from the next year-end until the subsequent year-end. The annual fee shall be paid in the manner and within the period determined by the CEO.

Members may not participate in the Association with a membership contribution in excess of the annual fee in accordance with the first paragraph.

Article 6 Membership fee

Upon joining the association, members shall pay a one-off administrative fee of SEK 5 000, which is invoiced together with the first annual fee.

Article 7 Withdrawal of a member from the Association

A member may withdraw from the Association at the end of a financial year. The CEO of the Association must have received an application for withdrawal from the Association no later than three months before the end of such financial year. A withdrawal application shall be given in writing and signed by an authorised signatory or main point of contact for the member. When the application for withdrawal is received by the CEO of the Association, the member's right to participate and vote at General Meetings of the Association (GM) ceases. The right to participate in the Association's other membership activities shall continue to apply until the end of the year in which membership ceases.

The first paragraph does not apply to cases of withdrawal from the Association that are specifically regulated in the Economic Associations Act (Swedish Code of Statutes – SFS 2018:672).

Article 8 Expulsion of a member, etc.

The Board may decide to expel a member from the Association if such member:

1. has seriously failed to fulfil their obligations in relation to the Association,
2. is no longer participating in the Association's activities in the manner required by law,
or
3. no longer meets the requirements that ought to be imposed on members
considering the
4. nature and scope of the Association's activities.

A decision concerning the expulsion of a member applies with immediate effect.

Article 9 Repayment of membership contributions, etc.

A member who withdraws from the Association in accordance with Article 7 or is expelled in accordance with Article 8 is not entitled to reclaim their membership contributions. Exemptions from this rule are laid down in Chapter 16, Section 27 of the Economic Associations Act.

Article 10 Profits

Non-restricted equity in accordance with a balance sheet adopted shall, in accordance with a decision of a GM, be carried forward (put into a fund) or distributed as a dividend to members in proportion to the annual fees paid by the members for the year in question.

Article 11 Obligations of members

A member shall read and abide by the Association's Constitution and decisions made according to the Constitution. Members shall pay the annual fee decided by the GM in good time each year.

Article 12 Bodies of the Association

The bodies of the Association are:

1. The GM
2. The Board of Directors
3. The Auditors
4. CEO
5. The Nomination Committee

In addition to this, the GM and the Board also have the opportunity to form working committees for specific mandates as needed and desired.

Article 13 AGM

An AGM shall be held in the district where the Board has its base. The Board may determine that such a meeting be held at a different location within the Association's geographical area of operation in Sweden or digitally.

An AGM shall be held no later than six months after the end of each financial year. The following matters shall be dealt with at an AGM:

1. Opening of meeting
2. Election of chair for the meeting
3. Election of secretary for the meeting
4. Determination of voting list
5. Election of one or two persons to check and verify the minutes
6. Issue of whether the meeting has been duly convened
7. Approval of the agenda
8. Presentation of the Annual Report
9. Presentation of the Auditor's Report
10. Decision concerning adoption of the income statement and balance sheet
11. Decision concerning the Association's profit or loss
12. Decision concerning discharge from liability for members of the Board and the CEO
13. Determination of annual fee
14. Decision concerning fees and other remuneration for elected representatives of the Association
15. Election of members of the Board
16. Election of chair of the Board
17. Election of deputy chair of the Board
18. Election of Auditors and Deputy Auditors
19. Election of Nomination Committee
20. Any business referred by the Board
21. Motions brought in accordance with the procedures laid down in the Constitution
22. Any other business according to law or the Constitution
23. Closure of meeting

Each member entitled to vote at a GM has the number of votes specified in Article 17.

Article 14 Motions

Any member who wishes to have a matter dealt with at an AGM shall bring a motion, which must be in writing and signed by the person bringing the motion. The Board must have received the motion no later than two weeks before the date of the GM.

Article 15 EGM

An Extraordinary General Meeting of the Association (EGM) shall be held if:

1. the Board so decides
2. one of the Auditors or at least 10% of all members entitled to vote so request. This request must be given in writing and state the purpose for which the meeting should be held.

An EGM shall be held in the district where the Board has its base. However, the Board may determine that such a meeting be held at a different location within the Association's geographical area of operation in Sweden or digitally.

Article 16 Decisions at GMs

The opinion supported by more than half of the votes cast at a GM constitutes the decision. For elections, the person elected is deemed to be the person who received the most votes. When votes are tied, matters of substance shall be determined by the chair and issues concerning elections through the drawing of lots. Voting shall be open. However, elections shall be held through a secret ballot if any person entitled to vote so requests.

A person may vote through a proxy as follows. A proxy, who does not need to be a member of the Association, may vote on behalf of just one member. If the proxy is a member of the Association, they may, besides on their own behalf, vote for one further member.

Article 17 Number of votes

The number of votes for each member is directly proportional to the member's annual fee, where each SEK 100 paid during the calendar year in which the GM is being held entitles

them to one vote at the meeting. However, the number of votes per member can never exceed 10% of all votes at the GM.

Article 18 Notices convening GMs and other communications to members

The Board shall issue a notice convening a GM in writing no earlier than six weeks and no later than two weeks before the AGM or EGM. If a request for an EGM has been made in accordance with Article 15, first paragraph, item 2, the Board shall issue a notice within two weeks from when such a request was received.

Communications to members other than the notices referred to above must also be given in writing by email or ordinary post.

The first paragraph does not apply in cases where the Economic Associations Act specifically prescribes when and how notices or communications are to be given.

Article 19 The Nomination Committee

The AGM shall elect a Nomination Committee, which shall comprise four members. These shall elect a chair of the Nomination Committee from within their ranks. The Nomination Committee is appointed for the period up until the next AGM is held. Proposals of the Nomination Committee shall be submitted to the Board in such good time that they can be included with the notice convening the GM.

The Nomination Committee shall propose candidates that they deem suitable considering the nature of the mandate. The Committee should bear in mind that the Board should be composed in a balanced way. The Nomination Committee shall also submit proposals concerning fees and other remuneration for elected representatives.

Article 20 The Board

The Board shall comprise 8 to 13 members and 0 to 5 deputies, who shall be elected by the AGM in accordance with the following.

The board members (directors) shall be elected for a period of two years. However, half of the members at the initial election shall be elected for a period of one year.

The GM shall elect the chair of the Board and its deputy chair. In other respects the Board shall constitute itself.

Article 21 Meetings and minutes of the Board

The Board is quorate when more than half of the members are present. The opinion voted for by more than half of those present or, when votes are tied, the opinion supported by the chair shall apply as the decision of the Board.

The Board's minutes shall be checked and verified by the chair and one other board member. The minutes shall be kept in numerical order and stored in a secure way.

Article 22 Mandate of the Board

The Board shall be responsible for the Association's organisation and administration of the Association's affairs.

Article 23 Authorised signatories

The operating name of the Association shall be signed by the Board and also by the person(s), alone or acting together, appointed by the Board.

Article 24 Financial year

The Association shall have the calendar year as its financial year.

Article 25 Annual Report

The Board shall submit the Association's Annual Report to the Auditor no later than by 28 February of each year.

Article 26 Auditors

The AGM shall elect one Auditor and one Deputy Auditor to audit the Association's

Annual Report, together with the accounting documents and the Board's administration. These shall be authorised or approved public accountants and shall be elected for the period up until the next AGM is held.

Article 27 Audit

The Auditor shall perform the audit in accordance with generally accepted accounting principles in Sweden. The audit shall be performed and a report submitted before the end of March of each year.

Article 28 Financial liability

Only the Association's assets may be taken in claim for the Association's obligations. These assets include annual fees that have fallen due for payment even if they have not yet been paid.

Article 29 Amendments of the Constitution

Decisions to amend this Constitution shall in order to be valid have been made at a GM provided at least three-quarters of those voting have supported the amendment, unless otherwise prescribed by the Economic Associations Act.

Article 30 Liquidation

In the event of the liquidation of the Association, the assets held by the Association shall be allocated between the members in proportion to contributions paid according to the applicable levels of the annual fee determined by the GM in accordance with Article 6.

A decision concerning liquidation requires that all of those entitled to vote at the GM have agreed on such decision or that the decision was made at two consecutive GMs of the Association and supported by two-thirds of those voting at the latter meeting.

Article 31 Economic Associations Act

The Economic Associations Act otherwise applies.

Constitution adopted at the AGMs on 21 May 2015, 17 May 2016, at the EGM on 18 April 2024 and also at the AGM on 15 May 2024 and on 14 May 2025.