

## ARTICLES OF ASSOCIATION

### §1

The registered name of the company is DORO AB. The company is a public limited liability company (publ).

### §2

The object of the company is to conduct trade with, and manufacturing of, office machines and telecommunications equipments as well as any other activities compatible therewith.

### §3

The company's share capital shall be not less than SEK 15,000,000 and not more than SEK 60,000,000.

### §4

The company shall have not less than 10,000,000 shares and not more than 40,000,000 shares.

### §5

The registered office of the company shall be in the municipality of Lund, county of Skåne.

### §6

The board of directors shall consist of not less than three and not more than seven members and no deputy members.

The company shall have one auditor and one deputy auditor. As auditor, an authorized public accountant or a registered public accounting firm shall be elected. The board of directors may appoint one or several special auditors for auditing in accordance with chapter 13 section 8, chapter 14 section 10, chapter 15 section 10, chapter 20 section 14, chapter 23 sections 11 and 29, and chapter 24 section 13 in the Swedish Companies Act (2005:551). Such special auditor shall be an authorized public accountant or a registered accounting firm.

### §7

The company's financial year shall be the calendar year.

### §8

Shareholders' meeting shall be held in Lund or in Stockholm, as resolved by the board of directors.

The following business shall be addressed at the annual shareholders' meetings:

1. Election of a chairman of the meeting
2. Preparation and approval of the voting list
3. Approval of the agenda
4. Election of two persons who shall approve the minutes of the meeting
5. Determination of whether the meeting was duly convened

6. Submission of the annual report and the auditors' report and, where applicable, consolidated financial statements and the auditors' report for the group
7. Resolutions regarding
  - a) the adoption of the income statement and balance sheet and, when applicable, the consolidated income statement and consolidated balance sheet;
  - b) allocation of the company's profits or losses in accordance with the adopted balance sheet;
  - c) discharge of the members of the board of directors and, the managing director from liability.
8. Determination of the number of members of the board of directors
9. Determination of remuneration to members of the board of directors, auditors and deputy auditors
10. Election of the members of the board of directors, auditors and deputy auditors
11. Other matters which are set out in the Swedish Companies Act (2005:551) or that have been duly referred to the shareholders' meeting

### **§9**

Notice of shareholders' meeting shall be made in the form of announcements in the Swedish Official Gazette as well as on the company's website. At the time of the notice, information about the fact that notice has been made shall be made in the form of an announcement in Svenska Dagbladet or, in the event of cancelled publication of the latter newspaper, Dagens Nyheter.

Shareholders who wish to participate at the shareholders' meeting shall give notice of attendance to the company not later than at noon on the day indicated in the notice convening the meeting. Such day must not be Sunday, any other public holiday, a Saturday, Midsummer's Eve, Christmas Eve or New Year's Eve and must not be more than five weekdays before the meeting. Shareholders may be accompanied by assistants at shareholder's meeting only if the notice of attendance contains information about the number of such assistants, not to exceed two.

### **§10**

The company's shares shall be registered in a securities register in accordance with the Swedish Financial Instruments Accounts Act (1998:1479).

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Adopted at the annual shareholders' meeting on 23 March 2011.