

Minutes of the Annual General Meeting
of Telia Company AB (publ), reg. no.
556103-4249, held in Solna on
Wednesday, April 6, 2022.

§ 1 Election of chair of the Meeting

Resolution

The Meeting resolved, in accordance with the Nomination Committee's proposal, to elect Attorney-at-Law Wilhelm Lünig as chair of the Meeting.

It was noted that Legal Counsel Carl Knudsen had been appointed to keep the minutes at the Meeting.

It was further noted that the Meeting was held in accordance with Sections 20 and 22 of the Act (2022:121) on temporary exceptions to facilitate the execution of general meetings in companies and other associations, allowing shareholders to exercise their voting rights at the Meeting only through postal voting in advance.

The notice of the Meeting was enclosed to the minutes, Appendix 1.

The form used for postal voting was enclosed to the minutes, Appendix 2.

A compilation of the overall result of postal votes on each agenda item covered by postal voting was enclosed, Appendix 3, including the information prescribed in Section 26 in the abovementioned Act (2022:121).

It was noted that the shareholders had been given the opportunity to request information in writing from Telia Company and that no such request had been received by the Company and that no request had been made under Section 25 in the abovementioned Act (2022:121).

§ 2 Adoption of the agenda

Resolution

The Meeting resolved to adopt the agenda proposed by the Board of Directors which had been included in the notice, Appendix 1.

§ 3 Election of two persons to check the minutes of the Meeting together with the chair

Resolution

The Meeting elected Erik Durhan, representing Nordea Funds, and Peter Lundkvist, representing Third Swedish National Pension Fund, to check the minutes of the Meeting together with the chair.

It was noted that the assignment to check the minutes also include verifying the voting list and that the received postal votes are correctly reflected in the minutes of the Meeting.

§ 4 Preparation and approval of voting list

Resolution

The Meeting resolved to approve the enclosed list, Appendix 4, which had been prepared by Euroclear Sweden AB on behalf of the Company, as voting list for the Meeting.

It was noted that, in accordance with the voting list, a total of 2,424,538,121 shares and votes, corresponding to 59.285 percent of the shares and votes in the Company and 996 shareholders were represented at the Meeting.

§ 5 Determination of whether the Meeting has been duly convened

It was noted that the notice of the Meeting had been published in the Swedish Official Gazette on March 9, 2022, and had been available on the Company's website since March 7, 2022. It was further noted that the issuance of the notice had been announced in Svenska Dagbladet and Dagens Nyheter on March 9, 2022.

It was further noted that all proposals and documents, including the notice of the Meeting, the financial documents for 2021, the Board of Directors' remuneration report, the statement of the auditor regarding the application of guidelines for remuneration to senior executives as well as the Board of Directors' statements under Chapter 18, Section 4 and Chapter 19, Section 22 of the Swedish Companies Act, were considered as presented to the Meeting by being held available at the Company and on the Company's website.

Resolution

The Meeting resolved to declare the Meeting duly convened.

§ 6 Presentation of the annual and sustainability report and the auditor's report, the consolidated financial statements and the auditor's report on the consolidated financial statements for 2021

It was noted that the financial documents for 2021, including the auditor's report regarding the parent company and the group for 2021, were considered as presented by being held available at the Company and on the Company's website.

§ 7 Resolution to adopt the income statement, the balance sheet, the consolidated income statement and the consolidated balance sheet for 2021

Resolution The Meeting resolved to adopt the income statement, balance sheet, the consolidated income statement and the consolidated balance sheet for 2021.

§ 8 Resolution on appropriation of the Company's result as shown on the adopted balance sheet and setting of record date for the dividend

Resolution The Meeting resolved that the non-restricted equity of the Company at the disposal of the Meeting should be distributed as follows: a dividend of SEK 2.05 per share distributed to the shareholders in two payments of SEK 1.00 per share and SEK 1.05 per share, respectively, and that the remaining equity should be carried forward. The Meeting further resolved, in accordance with the Board of Directors' proposal, that the record date for the first dividend payment should be April 8, 2022, and that the record date for the second dividend payment should be October 27, 2022.

§ 9 Resolution on discharge of the directors and the CEO from personal liability towards the Company for the administration of the Company in 2021

Resolution The Meeting resolved to discharge the directors and the CEO of the Company from personal liability for the administration of the Company in 2021.

It was noted that the directors, who own shares in the Company, and the CEO had not participated in the resolutions in respect to their own part.

§ 10 Presentation and adoption of the remuneration report

It was noted that the Board of Directors' remuneration report pursuant to Chapter 8, Section 53 a of the Swedish Companies Act was considered as presented to the Meeting by being held available at the Company and on the Company's website.

Resolution The Meeting resolved to adopt the remuneration report, in accordance with Appendix 5.

§ 11 Resolution on number of directors and deputy directors

Resolution The Meeting resolved, in accordance with the Nomination Committee's proposal, that the Board of Directors, until the end of the Annual General Meeting 2023, shall consist of nine (9) directors elected by the General Meeting.

§ 12 Resolution on remuneration payable to the directors

Resolution

The Meeting resolved, in accordance with the Nomination Committee's proposal, that remuneration payable to the directors until the next Annual General Meeting will be SEK 2,000,000 to the chair, SEK 940,000 to the vice-chair and SEK 670,000 to each other director elected by the General Meeting. The Meeting further resolved that the chair of the Board of Directors' Audit Committee will receive remuneration of SEK 300,000 and other members of the Audit Committee will receive SEK 170,000 each, and that the chair of the Board of Directors' Remuneration Committee will receive SEK 75,000 and other members of the Remuneration Committee will receive SEK 75,000 each.

§ 13 Election of directors

It was noted that a presentation of the assignments of all proposed directors had been held available at the Company and on the Company's website.

Resolution

The Meeting resolved, in accordance with the Nomination Committee's proposal, to re-elect Ingrid Bonde, Luisa Delgado, Rickard Gustafson, Lars-Johan Jarnheimer, Jeanette Jäger, Nina Linander and Jimmy Maymann as directors and to elect Hannes Ametsreiter and Tomas Eliasson as new directors.

§ 14 Election of chair and vice-chair of the Board of Directors

Resolution

The Meeting elected, in accordance with the Nomination Committee's proposal, Lars-Johan Jarnheimer as chair and Ingrid Bonde as vice-chair of the Board of Directors.

§ 15 Resolution on number of auditors and deputy auditors

Resolution

The Meeting resolved, in accordance with the Nomination Committee's proposal, that the Company, until the end of the Annual General Meeting 2023, shall have one audit company as auditor.

§ 16 Resolution on remuneration payable to the auditor

Resolution

The Meeting resolved, in accordance with the Nomination Committee's proposal, that remuneration to the auditor will be paid as per approved invoice.

§ 17 Election of auditor and any deputy auditors

Resolution

The Meeting elected, in accordance with the Nomination Committee's proposal, the audit company Deloitte AB as auditor.

It was noted that Deloitte AB had informed that the authorised public accountant Peter Ekberg will continue as auditor-in-charge.

§ 18 Resolution on instruction for the Nomination Committee

Resolution

The Meeting resolved, in accordance with the Nomination Committee's proposal, to adopt the instruction for the Nomination Committee, in accordance with Appendix 6.

§ 19 Resolution on authorization for the Board of Directors to decide on repurchase and transfer of own shares

Resolution

The Meeting resolved, in accordance with the Board of Directors' proposal, to authorize the Board of Directors to repurchase and transfer the Company's own shares, in accordance with Appendix 7.

It was noted that the resolution was supported by shareholders holding more than two-thirds of both the votes cast and shares represented at the Meeting.

§ 20 Resolutions on (a) implementation of a long-term share incentive program 2022/2025 and (b) transfer of own shares

Resolution (a)

The Meeting resolved, in accordance with the Board of Directors' proposal, on implementation of a long-term share incentive program 2022/2025, in accordance with Appendix 8(a).

Resolution (b)

The Meeting resolved, in accordance with the Board of Directors' proposal, on transfer of own shares in accordance with Appendix 8(b).

It was noted that the resolution under item 20(b) was supported by shareholders holding more than nine-tenths of both the votes cast and shares represented at the Meeting.

§ 21 Resolution on shareholder proposal from Carl Axel Bruno that Telia Sverige in Luleå shall reply to all letters no later than two months from the date of receipt

Resolution

The Meeting resolved to reject the proposal from Carl Axel Bruno.

§ 22 Resolution on shareholder proposal from Per Rinder, including resolutions regarding (a) to instruct the Board of Directors to adopt a customer relations policy that creates trust among Telia Company's customers, and (b) that the Board of Directors shall instruct the CEO to take the necessary actions to ensure that the customer support operates in such a way that customers experience Telia Company as the best choice in the market

Resolution

The Meeting resolved to reject the proposal from Per Rinder.

Closing of the Meeting

The chair of the Meeting declared the Meeting closed at 14.30 p.m. CEST.

Minutes kept by:

Approved:

Carl Knudsen

Wilhelm Lüning
Erik Durhan
Peter Lundkvist