# NOTICE CONVENING AN EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF IMPACT COATINGS AB (PUBL)

Shareholders in Impact Coatings AB (publ) (the "Company"), reg.no 556544-5318, are hereby invited to attend the Extraordinary General Meeting of Shareholders on Friday, 22 November 2019 at 09:00 a.m. (the "EGM") at the Company's Certified Adviser, Redeye AB, located at Mäster Samuelsgatan 42 in Stockholm.

#### Right to attend

Shareholders who wish to attend the EGM shall <u>both</u> be registered in the shareholder registry maintained by Euroclear Sweden AB by Saturday, 16 November 2019 (please note that since the record date is on a Saturday, shareholders must be registered in the share register on Friday, 15 November 2019, at the latest), <u>and</u> notify attendance to the company latest Monday, 18 November 2019 via e-mail to <u>anmalan@impactcoatings.se</u> or post to Impact Coatings AB (publ), Westmansgatan 29G, 582 16 Linköping.

Notification of attendance shall include name, person- or organization number, shareholdings, address, telephone number, and information in the case of representatives. If participation is by proxy, relevant credentials must be submitted before the EGM. Credentials may not be more than one year old unless a longer period of validity (maximum five years) is stated in the credential documentation. If the shareholder represented by proxy is a legal entity, the representative must present proof of registration or other documentation that confirms the signatory's authority. A proxy form will be available from the company's website <a href="https://www.impactcoatings.com">www.impactcoatings.com</a> no later than three weeks prior to the EGM and will be sent to those shareholders who request it and provide their mailing address.

Shareholders that have chosen to register shares with a custodian must, in order to participate in the EGM, temporarily re-register their shares under their own name with Euroclear Sweden AB. Since the record date is on Saturday 16 November 2019, such registration must be effected by Friday 15 November 2019, at the latest. In order for this to occur, a request for such re-registration must reach the custodian well in advance of the date above.

## Proposed agenda

- 1. Opening of the meeting.
- 2. Election of the meeting chairman.
- 3. Presentation and approval of the voting list.
- 4. Approval of the agenda.
- 5. Election of one or two persons to verify the minutes.
- 6. Determination of whether the meeting has been duly convened.
- 7. Approval of the board of directors' resolution on a directed share issue.
- 8. Resolution on number of board members and election of new board member.
- 9. Resolution on remuneration to the board.
- 10. Closing of the meeting.

## **Proposals for resolution**

Item 7 – Approval of the board of directors' resolution on a directed share issue. The board of directors proposes that the EGM approves the board of directors' resolution of October 29, 2019 to issue a maximum of 9 257 143 new shares, entailing an increase in the share capital of not more than SEK 1 157 142,875 with deviation from the shareholders' preferential rights under the following terms and conditions.

- 1. The right to subscribe for the new shares shall vest with Accendo Capital SICAV SIF ("Accendo Capital") and Hyundai Motor Company ("Hyundai"). Accendo Capital shall have the right to subscribe not more than 3 857 143 shares and Hyundai shall have the right to subscribe not more than 5 400 000 shares.
- 2. The reasons for the deviation from shareholders' preferential subscription rights are to carry out the capital increase in a timely and cost-efficient manner and diversify the shareholder base with an industrial owner that is one of the world's leading automotive companies. Further, existing shareholders are compensated for potential ownership dilution through the pricing of the directed share issue at a premium to the volume-weighted average share price. Therefore, the board of directors considers the directed share issue to be of benefit to the Company and its shareholders.
- 3. A subscription price of SEK 7.00 shall be paid for each subscribed share. The price corresponds to a 30 per cent premium to the Company's volume-weighted average share price during the period October 7-11, 2019.
- 4. Subscription for the newly issued shares shall be made on a separate subscription list no later than on October 29, 2019. Payment for the shares subscribed shall be made through cash payment within 5 days from the date of the EGM's approval of the directed share issue decision to a bank account designated by the Company.
- 5. The board of directors shall be entitled to extend the subscription period and the time for payment under section 4.
- 6. The new shares shall entail the right to a dividend for the first time on the record day for dividend that is closest after the time that the directed share issue has been registered with the Swedish Companies Registration Office and the shares are entered in the share register with Euroclear Sweden AB.

The CEO or any person appointed by the board of directors shall be authorised to make minor adjustments to the resolution above should it be required in conjunction with registration with the Swedish Companies Registration Office or Euroclear Sweden AB.

A resolution in accordance with item 7 requires that shareholders representing no less than two-thirds of the votes cast as well as the shares represented at the EGM approve the resolution.

Item 8 – Resolution of number of board members and election of new board member. The board of directors proposes that the board shall be increased from five members to six members and that Sukhwan Yun, nominated by Hyundai, is elected as a new member of the board of directors.

Sukhwan Yun is a Senior Manager in the Corporate Venture Capital (CVC) Team of Hyundai Motor Company. Previously, he was a Senior Research Engineer at Hyundai's Fuel Cell Research Lab and was in charge of developing fuel cell electric vehicles (Tucson ix35 and NEXO). Dr. Yun earned B.Sc. and Ph.D. degrees in Chemical Engineering from the Illinois Institute of Technology in Chicago. His doctoral research focused on polymer electrolyte membranes for energy conversion in fuel cell and battery applications. As Senior Manager of CVC, Dr. Yun is responsible for sourcing and executing high-potential investments in the automotive and ancillary industries on behalf of Hyundai and its subsidiary companies. Dr. Yun currently has no corporate board assignments and owns no shares in Impact Coatings.

#### Item 9 – Resolution on remuneration to the board

Conditional on the EGM electing Sukhwan Yun as a new member of the board of directors in accordance with item 8 above, the board of directors proposes that Sukhwan Yun shall receive an annual remuneration of SEK 180 000 corresponding to the remuneration received by other members of the board of directors.

#### **Available documents**

The complete proposals, as well as other documents in accordance with the Swedish Companies Act, will be available on the company's website <a href="www.impactcoatings.com">www.impactcoatings.com</a> and on the Company's office at Westmansgatan 29G in Linköping, no later than two weeks prior to the EGM. Copies will be sent to shareholders who so request and provide their mailing address.

Linköping, October 2019 Impact Coatings AB (publ) The board of directors

#### For more information contact:

Mark H. Shay, CFA Chairman

Phone: +46 765 96 62 38, or e-mail: mark@accendofund.com

The information was delivered, via the contact person named above, for publication on October 30, 2019, at 00:29 a.m. CET.

# **About Impact Coatings**

Impact Coatings develops and delivers world-leading technology for industrial PVD-coatings with a focus on fuel cell, decorative, metallization, and reflector applications. PVD is a method of, under vacuum, producing thin layers of metals and ceramics − surface coatings that maximize performance and durability. Impact Coatings markets coating equipment under the trade name INLINECOATER™ and coatings under MAXPHASE™.

The company's shares trade on the Nasdaq First North Growth Market. The company's Certified Adviser is Redeye AB, reachable via Certifiedadviser@redeye.se or +46 (0)8 121 576 90.