

English translation for information purposes only. If there are differences between the English translation and the Swedish original, the Swedish text will take precedence.

SUMMONS TO THE ANNUAL GENERAL MEETING OF WESTPAY AB

Notice is hereby given that Westpay AB holds an Annual General Meeting on Thursday 2 May 2019 at 1 PM in the premises of Erik Penser Bank at Apelbergsgatan 27 in Stockholm, Sweden. Registration commences at 12.30 PM. Coffee will be served in conjunction with the meeting.

RIGHT TO ATTEND AND NOTIFICATION OF ATTENDANCE TO THE COMPANY

Anyone wishing to attend the meeting shall

firstly be registered as a shareholder in the share register maintained by Euroclear Sweden AB on Thursday, 25 April 2019,

secondly submit a notification of attendance to the company no later than Thursday, 25 April 2019.

Notification of attendance can be made in writing to the company at the following address: Westpay AB, Kanalvägen 14, S-194 61 Upplands Väsby, Sweden, or via e-mail to lars.levin@westpay.se. When submitting the notification of attendance, please state your name or company, personal ID or corporate registration number, address and daytime telephone number. For notification of assistants, the procedure as described above applies.

NOMINEE REGISTERED SHARES

Anyone whose shares are registered in the name of a nominee must, in order to be entitled to attend the meeting, instruct the nominee to let the shares be registered in their own name, so that the person is registered in the share register kept by Euroclear Sweden AB on Thursday, 25 April 2019. Such registration may be temporary.

POWER OF ATTORNEY AND POWER OF ATTORNEY FORM

A person who is not personally present at the meeting may exercise his/her right at the meeting by proxy with a written, signed and dated power of attorney. A Power of Attorney form is available on the company's website, www.westpay.se. The Power of Attorney form can also be obtained from the company or ordered by telephone. If a Power of Attorney has been issued by a legal entity, a copy of the registration certificate or the corresponding authorisation document for the legal entity must be attached. The Power of Attorney may not be older than one year if no longer validity is specified in the authorisation, but not older than five years. In order to facilitate the admission to the meeting, Powers of Attorney, registration certificates and other authorisation documents should be received by the company well in advance of the meeting.

PROPOSED AGENDA

1. Opening of the Meeting
2. Election of a Chairman for the general meeting
3. Prepare and approve the voting list
4. Approve the agenda as suggested by the Board of Directors
5. Elect one or two persons to check the minutes
6. Confirm that the general meeting has been duly summoned

7. Presentation of the annual report and the auditor's report
8. CEO address
9. Resolution:
 - a) regarding the adoption of the income statement and balance sheet,
 - b) regarding appropriation of the company's profit according to the adopted balance sheet, and
 - c) regarding the discharge from liability for the members of the Board and the President for the financial year 2018.
10. Determination of fees to the Board of Directors and the auditors
11. Determination of the number of members of the Board and the number of auditors
12. Election of members of the Board, Chairman of the Board and auditors
13. Resolution to authorise the Board to decide on a new share issue
14. Resolution to amend the Articles of Association
15. Closing of the meeting

PROPOSED ELECTIONS AND RESOLUTIONS

Election of Chairman of the Meeting (item 2)

It is proposed that the Chairman of the Board, Christina Detlefsen, be appointed Chairman of the meeting.

Resolution regarding appropriation of the company's profit according to the adopted balance sheet (item 9 b)

Taking into account the company's financial position, the Board of Directors proposes that no dividend be paid for the financial year 2018. No dividend was paid for the financial year 2017.

Resolution regarding the determination of fees for the Board of Directors and the auditors (item 10)

It is proposed that remuneration should amount to a total of SEK 320,000 for the period until the end of the next AGM, with SEK 120,000 for the Chairman of the Board and with SEK 50,000 for other members elected by the AGM.

The Board of Directors proposes that remuneration to the auditor shall be paid according to approved invoice.

Resolution regarding the determination of the number of members of the Board and the number of auditors (item 11)

It is proposed that, for the period until the end of the next AGM, the Board of Directors shall consist of five Board members elected by the AGM.

It is proposed that the company shall have a registered auditor without a deputy.

Election of members of the Board, Chairman of the Board and number of auditors (item 12)

It is proposed that Christina Detlefsen, Päivö Eerola, Jan Lundblad, Jörgen Nordlund and Malte Roggentin are re-elected as members of the Board and that no deputies are appointed. The Board proposes re-election of Christina Detlefsen as Chairman of the Board.

The Board of Directors proposes that re-election be made of the registered auditing firm KPMG AB as auditor. KPMG AB has communicated that, if the Board of Director's proposal also becomes the general meeting's election, authorised public accountant Helena Maria Arvidsson Älgne will be appointed chief auditor.

Resolution to authorise the Board to decide on a new share issue (item 13)

The Board of Directors proposes that the Annual General Meeting resolves on issue authorisation essentially in accordance with the following.

The Board of Directors proposes that the Annual General Meeting resolves to authorise the Board of Directors to decide on a new share issue of a maximum of 2,250,000 shares up to the next Annual General Meeting, on one or more occasions, with deviation from the shareholders' preferential rights. Payment for the new shares may be made by means of contributory property (by means of contributions) or by set-off against the claim on the company. The issue price shall correspond to the share's estimated market value. The authorisation may only be used for payment of all or part of the purchase price when acquiring a company or business. The motive for the proposal and the reasons for the deviation from the shareholders' preferential right is to enable the company to pay all or part of the purchase price with the company's own shares in the event of a company or business acquisition. Upon full exercise of the authorisation, the share capital increases by SEK 375,400 and the number of shares and votes by 2,250,000, corresponding to a dilution effect of approximately 10% of the share capital and votes (calculated as 2,250,000 / current 22,500,000 shares and votes). The Board of Directors further proposes that the Meeting authorises the Board, or the person appointed by the Board, to make minor changes to the above decision that may prove necessary for registration with the Swedish Companies Registration Office.

For a valid decision pursuant to this paragraph, the proposal shall be endorsed by shareholders representing at least two-thirds of both the votes casted and the shares represented at the meeting.

Resolution to amend the Articles of Association (item 14)

The Board of Directors proposes that the Meeting resolves to amend the Articles of Association as follows.

The Board of Directors proposes that the Annual General Meeting resolves to amend Article 3 of the Articles of Association regarding the company's operations. The Board of Directors' proposal for a new wording, *"The company shall conduct operations with the development and sale of products and solutions relating to financial services and any other operations compatible therewith"*. The Company's CEO shall be authorised to make the minor formal adjustments to the decision which may prove necessary in connection with registration with the Swedish Companies Registration Office.

For a valid resolution pursuant to this paragraph, the proposal shall be endorsed by shareholders representing at least two-thirds of both the votes casted and the shares represented at the meeting.

DOCUMENTATION

The complete proposals, as well as accounting documents and audit report for 2018 will be available at the company's registered office and on the company's website, www.westpay.se, no later than 11 April 2019 and will be sent immediately and at no cost to the recipient to requesting shareholders who state their postal address. The documentation will also be available at the meeting.

INFORMATION REGARDING THE MEETING

The shareholders are reminded of their right to request information from the Board of Directors and the CEO according to Chapter 7, Section 32 of the Companies Act.

Shareholders who wish to submit questions in advance can do so by mail to the above stated company address or via e-mail to lars.levin@westpay.se.

PROCESSING OF PERSONAL DATA

For information regarding the processing of personal data, please see:
<https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>

Upplands Väsby, April 2019

Westpay AB

The Board