

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

## **THE BOARD'S PROPOSAL FOR RESOLUTION ON AUTHORISATION FOR THE BOARD TO RESOLVE ON ACQUISITION OF OWN SHARES**

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The Board proposes that the general meeting authorises the Board to resolve on acquisition of own shares on one or several occasions during the period up to the next annual general meeting in accordance with the following.

1. Acquisition of own shares must be made on Nasdaq Stockholm.
2. Own shares may be acquired to the extent the company's holdings of own shares in total amounts to no more than one tenth of all shares in the company.
3. Acquisition of own shares on Nasdaq Stockholm shall be made in cash and at a price within the stock market price interval registered at any given time, such interval being the interval between the highest purchase price and the lowest sales price.

The reasons for the proposed authorisation to resolve on acquisition of own shares are to be able to improve the company's capital structure, to enable share transfers in accordance with the authorisation resolution for the Board to transfer own shares, to enable share transfers in accordance with the former resolution to transfer own shares to participants within LTI 2016 and to increase the flexibility for the Board in connection with potential future corporate acquisitions.

The Board, or its nominee, shall be entitled to decide on minor modifications as required by applicable rules.

A resolution under this item will not be valid unless supported by shareholders representing at least two-thirds of the votes cast and shares represented at the meeting.

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Stockholm March 2019  
**Humana AB (publ)**  
*The Board of Directors*