

ITEM 14 - THE BOARD OF DIRECTORS' PROPOSAL TO APPROVE THE BOARD OF DIRECTORS' PROPOSAL FOR A RESOLUTION TO ISSUE NEW SHARES WITH PRE-EMPTION RIGHTS FOR THE SHAREHOLDERS

The board of directors of Odd Molly International AB (publ) (the “**Company**”) proposes that the annual general meeting of 7 May 2019 resolves to approve the board of directors’ proposal for a resolution on a new share issue in accordance with terms as set out below. The new share issue is fully guaranteed through subscription commitments and guarantee undertakings by the Company’s two largest shareholders. The purpose of the new share issue is to finance an investment in international marketing and marketing through digital channels, in which the board of directors sees significant growth opportunities.

1. The Company’s share capital may be increased by an amount not exceeding SEK 594,622.2 through issuance of a maximum number of 5,946,222 shares.
2. The Company’s shareholders shall have pre-emption rights to subscribe for the new shares in proportion to the shares previously owned, whereby one (1) existing share shall entitle to one (1) subscription right and three (3) subscription rights shall entitle to subscription of two (2) new shares.
3. The record date for entitlement to participate in the new share issue with pre-emption right shall be 24 May 2019.
4. If not all of the shares are subscribed for by exercise of subscription rights, the board of directors shall, up to the maximum amount of the share issue, resolve on allotment of shares subscribed for without the exercise of subscription rights where in such case, allotment shall be made in the following order:
 - a. Those who have subscribed for new shares by the exercise of subscription rights (irrespective of whether or not they were shareholders on the record date) and have subscribed for additional shares without the exercise of subscription rights, pro rata in relation to the number of new shares subscribed for by exercise of subscription rights.
 - b. Others who subscribed for shares without the exercise of subscription rights, pro rata in relation to the number of new share subscribed for.
 - c. Those who have made an underwriting guarantee regarding subscription of new shares, pro rata in relation to the guaranteed amount, to the extent it is possible and otherwise by drawing of lots.

To the extent allotment according to the above cannot be made pro rata, allotment shall be made by drawing of lots.

5. Subscription of shares shall be made during the period as from 28 May up to and including 11 June 2019. The board of directors shall be entitled to extend the period for subscription.
6. The subscription price shall be SEK 4.2 per share. Payment for subscribed shares shall be made in cash. Payment for shares subscribed for by exercise of pre-emption rights shall be made simultaneously with subscription during the period 28 May to 11 June 2019. Payment for shares subscribed for without pre-emption rights shall be made not later than three bank days after the issuance of allotment statement in the form of a promissory note. The board of directors is authorised to extend the period for payment.
7. The new shares shall entitle to dividend as from the first record date for dividend to occur after the registration of the new share issue with the Swedish Companies Registration Office and entered in the share register kept by Euroclear Sweden AB.
8. The board of directors, or whomever the board of directors may appoint, shall be authorised to make such minor adjustments of the above resolution as may prove necessary in connection with the registration with the Swedish Companies Registration Office or Euroclear Sweden AB.

Stockholm in April 2019
Odd Molly International AB (publ)
The board of directors