

N.B. The English text is an in-house translation for information purposes only

**Essity Aktiebolag (publ)
556325-5511**

**2/2020
28 October 2020
Extraordinary
General Meeting
Stockholm**

§ 1

At the proposal of the Board of Directors, Eva Hägg was appointed Chair of the General Meeting.

It was noted that the Company's General Counsel, Mikael Schmidt, was appointed to serve as Secretary of the General Meeting.

It was noted that the General Meeting was carried out in accordance with Sections 20 and 22 of the Swedish Act (2020:198) on temporary exceptions to facilitate the execution of general meetings in companies and other associations, entailing that shareholders have exercised their voting rights at the General Meeting only by voting in advance, so-called postal voting.

The notice convening the General Meeting as well as the form used for advance voting were attached to the minutes. (Appendix 1 and 2)

A compilation of the result of advance voting for each item on the agenda that falls under advance voting was attached to the minutes, which states the information specified in Section 26 of the abovementioned Act (2020:198). (Appendix 3)

It was further noted that the Annual and Sustainability Report for the financial year 2019 (including the auditor's report), the Board's reasoned statement pursuant to Chapter 18, Section 4 of the Swedish Companies Act, the Board's report pursuant to Chapter 18, Section 6, item 3 of the Swedish Companies Act, as well as the auditor's statement pursuant to Chapter 18, Section 6, item 4 of the Swedish Companies Act, had been available at the Company and on the Company's website since 29 September 2020 and sent to shareholders who so requested. (Appendix 4-7)

§ 2

Madeleine Wallmark, AB Industrivärden, and Anders Oscarsson, AMF and AMF Fonder, were appointed to approve the minutes together with the Chair of the General Meeting.

§ 3

The enclosed list (Appendix 8) was approved as the voting list.

§ 4

The General Meeting was declared duly convened as the notice convening the extraordinary general meeting had been posted on the Company's website on 29 September 2020 and published in *Post- och Inrikes Tidningar* on 2 October 2020. An announcement stating that the notice had been issued was published in *Dagens Nyheter*, *Svenska Dagbladet* and *Göteborgs-Posten*, all on 2 October 2020.

§ 5

The proposed agenda was approved. (Appendix 9)

§ 6

The General Meeting approved the Board of Directors proposed disposition of earnings, entailing that a dividend of SEK 6.25 per share be paid to shareholders, with the record date Friday, 30 October 2020.

Minutes taken by:

Mikael Schmidt

Approved by:

Eva Hägg

Madeleine Wallmark

Anders Oscarsson

Press release

Stockholm, September 29, 2020

Notice convening the Extraordinary General Meeting of Essity Aktiebolag on October 28, 2020

Essity Aktiebolag (publ) ("Essity") gives notice of the Extraordinary General Meeting to be held on Wednesday, October 28, 2020.

In order to reduce the spread of infection and to comply with regulations and general guidelines issued by the authorities, the Extraordinary General Meeting will, in accordance with temporary legislation, be held only by advance voting (postal voting). Shareholders will not be able to physically attend the Meeting in person or by proxy. Instead, Essity welcomes shareholders to exercise their voting rights at the Meeting by advance voting in the manner described below. Information on the resolutions passed at the Meeting will be disclosed on October 28, 2020, as soon as the outcome of the advance voting has been finally confirmed.

Right to participate

Shareholders who wish to participate at the Extraordinary General Meeting by advance voting must:

- be recorded in the shareholders' register maintained by Euroclear Sweden AB as of Tuesday, October 20, 2020, and
- give notice of their intention to participate no later than Tuesday, October 27, 2020 by submitting their advance votes in accordance with the instructions under *Advance voting* below, so that the advance vote is received by Euroclear Sweden AB no later than that day.

For shareholders who have their shares registered through a bank or other nominee, the following applies in order to be entitled to participate at the Meeting. In addition to giving notice of participation by submitting its advance vote, such shareholder must re-register its shares in its own name so that the shareholder is registered in the shareholders' register maintained by Euroclear Sweden AB as of the record date Tuesday, October 20, 2020. Such re-registration may be temporary (so-called voting rights registration). Shareholders who wish to register their shares in their own names must request that the nominee make such registration. Voting rights registration that has been requested by the shareholder in such time that the registration has been completed by the nominee no later than Thursday, October 22, 2020 will be taken into account in the preparation of the shareholders' register.

Advance voting

Shareholders may exercise their voting rights at the Meeting only by voting in advance, so-called postal voting in accordance with Section 22 of the Swedish Act (2020:198) on temporary exceptions to facilitate the execution of general meetings in companies and other associations. A special form for advance voting must be used. The form is available on Essity's website, www.essity.com. Submission of the form in accordance with the instructions set out below is also considered as notice of participation at the Meeting.

The completed form must be received by Euroclear Sweden AB no later than Tuesday, October 27, 2020.

The completed form shall be sent to Essity Aktiebolag (publ), c/o Euroclear Sweden AB, Box 191, 101 23 Stockholm, Sweden. A completed form may also be submitted electronically. Electronic submission can be made either through verification with BankID in accordance with instructions at <https://anmalan.vpc.se/euroclearproxy>, or by sending the completed form by e-mail to GeneralMeetingService@euroclear.eu.

Shareholders may not provide special instructions or conditions to the advance vote. If so, the entire advance vote is invalid. Further instructions and conditions can be found in the advance voting form.

Proxies

If a shareholder votes in advance through a proxy, a power of attorney shall be enclosed with the form. If the shareholder is a legal entity, a registration certificate or a corresponding document for the legal entity shall be enclosed with the form. Proxy forms are available upon request and on the company's website, www.essity.com.

Right to request information

The Board of Directors and the President shall, if any shareholder so requests and the Board of Directors believes that it can be done without material harm to the company, provide information regarding circumstances that may affect the assessment of an item on the agenda. Requests for such information shall be made in writing to Essity Aktiebolag (publ), Box 200, 101 23 Stockholm, Sweden, or by e-mail to ir@essity.com, no later than Sunday, October 18, 2020. The information will be disclosed by being held available at Essity Aktiebolag (publ), Klarabergsviadukten 63, Stockholm, Sweden, and on the company's website, www.essity.com, no later than Friday, October 23, 2020. The information will also be distributed to the shareholder having requested the information and stated its address.

Proposed agenda

1. Election of Chairman of the Meeting
2. Election of two persons to check the minutes
3. Preparation and approval of the voting list
4. Determination of whether the Meeting has been duly convened
5. Approval of the agenda
6. Resolution on appropriations of the company's earnings and record date for dividend

Proposal for resolution under Item 1

The Board of Directors proposes Eva Hägg as Chairman of the Meeting, or in the event she is prevented from participating, the person appointed by the Board of Directors.

Proposal for resolution under Item 2

The Board of Directors proposes Anders Oscarsson, AMF and AMF Fonder, and Madeleine Wallmark, AB Industrivärden, or if one or both of them are prevented from participating, the person(s) appointed by the Board of Directors, to check the minutes together with the

Chairman. The assignment to check the minutes also includes verifying the voting list and that the received advance votes are correctly reflected in the minutes of the Meeting.

Proposal for resolution under Item 3

The voting list proposed to be approved is the voting list prepared by Euroclear Sweden AB on behalf of the company, based on the general meeting shareholders' register and received advance votes, and verified by the persons assigned to check the minutes.

Proposal for resolution under Item 6

The Board of Directors proposes a dividend for the financial year 2019 of SEK 6.25 per share. As record date for the dividend, the Board of Directors proposes Friday, October 30, 2020. If the Meeting resolves in accordance with this proposal, the dividend is expected to be distributed by Euroclear Sweden AB on Wednesday, November 4, 2020.

According to the most recently adopted balance sheet dated December 31, 2019, Essity's equity totalled SEK 90,292 million, of which unrestricted equity amounted to SEK 87,942 million. On the same date, the Group's equity amounted to SEK 62,801 million. The amount available for distribution under Chapter 17, Section 3 of the Swedish Companies Act, which as of December 31, 2019 amounted to SEK 87,942 million, remains unchanged.

Documentation

The Board of Directors' complete dividend proposal is set out above. The annual and sustainability report for the financial year 2019, including the auditor's report, the Board of Directors' reasoned statement pursuant to Chapter 18, Section 4 of the Swedish Companies Act, as well as the Board of Directors' report and the auditor's statement pursuant to Chapter 18, Section 6 of the Swedish Companies Act, will be available at the company and on the company's website, www.essity.com, no later than Wednesday, October 7, 2020. The documents are presented by being held available at the company and on the company's website. They will also be distributed free of charge to shareholders upon request and notification of postal address. The general meeting shareholders' register will be available at the company's headquarters, Klarabergsviadukten 63, Stockholm, Sweden.

Shares and votes

The total number of shares in the company amounts to 702,342,489 shares, of which 61,735,252 are class A shares and 640,607,237 are class B shares, representing a total of 1,257,959,757 votes. The class A share carries ten votes and the class B share carries one vote. The information pertains to the circumstances as per the time of issuing this notice.

Processing of personal data

For information on how your personal data is processed, please see www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf.

Essity Aktiebolag (publ) has reg.no. 556325-5511 and its registered office in Stockholm, Sweden.

Stockholm in September 2020

Essity Aktiebolag (publ)

The Board of Directors

For additional information please contact:

Per Lorentz, Vice President Corporate Communications +46 8 788 52 51, per.lorentz@essity.com
Johan Karlsson, Vice President Investor Relations, +46 8 788 51 30, johan.ir.karlsson@essity.com

About Essity

Essity is a leading global hygiene and health company. We are dedicated to improving well-being through our products and services. Sales are conducted in approximately 150 countries under the leading global brands TENA and Tork, and other strong brands, such as JOBST, Leukoplast, Libero, Libresse, Lotus, Nosotras, Saba, Tempo, Vinda and Zewa. Essity has about 46,000 employees. Net sales in 2019 amounted to approximately SEK 129bn (EUR 12.2bn). The company's headquarters is located in Stockholm, Sweden, and Essity is listed on Nasdaq Stockholm. Essity breaks barriers to well-being and contributes to a healthy, sustainable and circular society. More information at www.essity.com.



NOTIFICATION OF PARTICIPATION AND FORM FOR ADVANCE VOTING

by postal voting in accordance with section 22 of the Act (2020:198) on temporary exceptions to facilitate the execution of general meetings in companies and other associations.

The form must be received by Euroclear Sweden AB no later than Tuesday, October 27, 2020.

The shareholder set out below hereby notifies the company of its participation and exercises its voting right for all of the shareholder's shares in Essity Aktiebolag (publ), Reg. No. 556325-5511, at the Extraordinary General Meeting on October 28, 2020. The voting right is exercised in accordance with the voting options marked below.

Shareholder - name	Personal identity number/registration number

Assurance (if the undersigned is a legal representative of a shareholder who is a legal entity): I, the undersigned, am a board member, the CEO or a signatory of the shareholder and solemnly declare that I am authorised to submit this advance vote on behalf of the shareholder and that the contents of the advance vote correspond to the shareholder's decisions.

Assurance (if the undersigned represents the shareholder by proxy): I, the undersigned, solemnly declare that the enclosed power of attorney corresponds to the original and that it has not been revoked.

Place and date	
Signature	
Clarification of signature	
Telephone number	E-mail

Instructions for advance voting:

- Complete the information above.
- Select the preferred voting options below.
- Print, sign and send the form to Essity Aktiebolag, c/o Euroclear Sweden AB, Box 191, 101 23 Stockholm, Sweden. A completed and signed form may also be submitted electronically. Electronic submission can be made either through verification with BankID in accordance with instructions at <https://anmalan.vpc.se/euroclearproxy>, or by sending the completed form by e-mail to GeneralMeetingService@euroclear.eu.
- If the shareholder is a natural person who is personally voting in advance, it is the shareholder who should sign under *Signature* above. If the advance vote is submitted by a proxy of the shareholder, it is the proxy who should sign. If the advance vote is submitted by a legal representative of a legal entity, it is the representative who should sign.
- A power of attorney shall be enclosed if the shareholder votes in advance by proxy. If the shareholder is a legal entity, a registration certificate or a corresponding document for the legal entity shall be enclosed with the form.
- Please note that a shareholder whose shares are registered in the name of a bank or other nominee must register its shares in its own name to vote. Instructions regarding this are included in the notice convening the Meeting.

A shareholder cannot give any other instructions than selecting one of the options specified at each item in the form. If a shareholder wishes to abstain from voting in relation to a matter, kindly refrain from selecting an option. A vote (*i.e.* the advance voting in its entirety) is invalid if the shareholder has provided the form with specific instructions or conditions or if pre-printed text is amended or supplemented. One form per shareholder will be considered. If more than one form is submitted, the form with the latest date will be considered. The form latest received by the company will be considered if two forms are dated at the same date. An incomplete or wrongfully completed form may be discarded without being considered.

The advance voting form, together with any enclosed authorisation documentation, shall be received by Euroclear Sweden AB no later than Tuesday, October 27, 2020. An advance vote can be withdrawn up to and including Tuesday, October 27, 2020 by contacting Euroclear Sweden AB via e-mail to GeneralMeetingService@euroclear.eu or by telephone at +46 8 402 90 80.

For complete proposals on resolutions, kindly refer to the notice convening the Meeting and proposals on Essity's website, www.essity.com.

For information on how your personal data is processed, see the integrity policy that is available at Euroclear's website <https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

If you have any questions, please contact: + 46 8 402 90 80.

Extraordinary General Meeting in Essity Aktiebolag (publ)

The voting options below refer to the proposals set out in the notice convening the Extraordinary General Meeting.

1. Election of Chairman of the Meeting

Yes No

2. Election of two persons to check the minutes

2 a. Anders Oscarsson, AMF and AMF Fonder

Yes No

2 b. Madeleine Wallmark, AB Industrivärden

Yes No

3. Preparation and approval of the voting list

Yes No

4. Determination of whether the Meeting has been duly convened

Yes No

5. Approval of the agenda

Yes No

6. Resolution on appropriations of the company's earnings and record date for dividend

Yes No

The shareholder wishes that the resolutions under one or several items in the form above be deferred to a continued general meeting
(Completed only if the shareholder has such a wish)

Item/Items (use numbering):	
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Essity AB (publ)

Postal votes - final outcome (22§ 2020:198)

	A - 10 votes	B - 1 vote	Total
Present shares	49 016 160	277 457 269	326 473 429
Present votes	490 161 600,0	277 457 269,0	767 618 869,0
Issued share capital	61 735 252	640 607 237	702 342 489

	Votes		Not voted	Shares		% of issued share capital	
	For	Against		For	Against	For	Against
1 - Val av ordförande vid stämman							
764 083 623,0	0,0	3 535 246,0	322 943 583	0	3 529 846	45,981%	0,000%
2a - Val av två justeringspersoner - Anders Oscarsson, AMF och AMF Fonder							
764 083 923,0	0,0	3 534 946,0	322 943 883	0	3 529 546	45,981%	0,000%
2b - Val av två justeringspersoner - Madeleine Wallmark, AB Industrivärden							
764 083 913,0	10,0	3 534 946,0	322 943 873	10	3 529 546	45,981%	0,000%
3 - Upprättande och godkännande av röstlängd							
763 795 530,0	0,0	3 823 339,0	322 856 856	0	3 616 573	45,969%	0,000%
4 - Prövning av om stämman blivit behörigen sammankallad							
764 083 923,0	0,0	3 534 946,0	322 943 883	0	3 529 546	45,981%	0,000%
5 - Godkännande av dagordningen							
767 612 679,0	0,0	6 190,0	326 472 639	0	790	46,483%	0,000%
6 - Beslut om dispositioner beträffande bolagets vinst och avstämningsdag för utdelning							
767 612 679,0	0,0	6 190,0	326 472 639	0	790	46,483%	0,000%

Statement by the Board of Directors pursuant to Chapter 18, Section 4 of the Swedish Companies Act regarding dividend proposal

Due to the difficulty of overseeing the consequences of the at the time recently commenced pandemic, the Board of Directors proposed to the Annual General Meeting 2020 held on April 2, 2020 not to decide on any dividend for the financial year 2019. Instead, the Board of Directors announced its intention to make a new assessment with respect to the dividend later on in the year, when the effects of the pandemic could be better understood.

The Board of Directors finds that Essity stands strong. Although the pandemic has had, and continues to have, a negative impact on parts of the Group's operations, the Company's earning capacity as well as its financial and market position are still very strong. Essity had a very strong 2019 in terms of earnings and market development. Moreover, Essity has a robust financial position and a solid funding situation. Earlier periods of declining activity in the global economy have had a limited impact on the Company. Hence, the Company is well positioned for a possible global economic slowdown. The Company has not used the short-term work allowance provided by the government (*Sw. statligt permitteringsstöd*).

The Board of Directors assesses that the Company's and Group's equity after the proposed dividend of SEK 6.25 per share, is sufficient in relation to the nature, scope and risks of the operations, as well as the consolidation requirements, liquidity and position in general, and that it enables the Company and the Group to fulfil their obligations and make desirable investments. The Company's equity would have been SEK 161,228,783 lower if assets and liabilities had not been valued at fair value pursuant to Chapter 4, Section 14 a of the Swedish Annual Reports Act. The Company has not decided on any value transfers since the balance sheet date December 31, 2019, why the amount available for distribution according to the most recently adopted annual report remains unchanged. Thus, it is possible to propose a dividend for the financial year 2019.

Stockholm in September 2020

Essity Aktiebolag (publ)

The Board of Directors

The report by the Board of Directors pursuant to Chapter 18, Section 6 of the Swedish Companies Act

Essity's annual and sustainability report for the financial year 2019 was adopted by the Annual General Meeting on April 2, 2020. After the end of the financial year 2019, the company has provided interim reports for January–March 2020 and January–June 2020.

The interim reports are available at the company's website, www.essity.com. In addition to what is evident from the interim reports, no events of material significance for the company's position have occurred after the annual report for the financial year 2019 was presented.

The company has not used the short-term work allowance provided by the government (Sw. *statligt permitteringsstöd*).

The Board of Directors notes that no value transfers have occurred during 2020, why the amount available for distribution according to the most recently adopted annual report remains unchanged. There have been no changes in the company's restricted equity since the balance sheet date December 31, 2019.

Stockholm in September 2020

Essity Aktiebolag (publ)

The Board of Directors

Ewa Björling

Pär Boman (Ordförande)

Maija-Liisa Friman

Annemarie Gardshol

Magnus Groth

Susanna Naumanen

Bert Nordberg

Louise Svanberg

Örjan Svensson

Lars Rebien Sørensen

Barbara Milian Thoralfsson

Niclas Thulin

Auditor's report in respect of the Board of Directors' report and proposal pursuant to Chapter 18 Section 6 of the Swedish Companies Act (2005:551) regarding extra dividend

To the Shareholders meeting of Essity Aktiebolag (publ), org.nr 556325-5511

We have examined the Board of Directors' report and proposal dated in September 2020.

Responsibilities of the Board of Directors for the report and proposal

The Board of Directors is responsible for ensuring that the report and the proposal are prepared in accordance with the Swedish Companies Act and for such internal control as the Board of Directors determine is necessary to enable the preparation of a report and a proposal that are free from material misstatement, whether due to fraud or error.

The auditor's responsibility

Our responsibility is to express an opinion on the extra dividend based on our examination. The examination has been performed in accordance with FAR's recommendation RevR 9 *Revisorns övriga yttranden enligt aktiebolagslagen och aktiebolagsförordningen*. Those standards require us to plan and perform the examination in such a manner that we may obtain reasonable assurance that the Board's report does not contain material misstatement. The firm applies International Standard on Quality Control 1 and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We are independent of Essity Aktiebolag (publ) in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

The examination involves performing procedures to obtain evidence about financial information and other information in the Board of Directors' report and proposal. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the report and proposal, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation of the report and the proposal in order to design procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control. The examination also includes evaluating the appropriateness and the reasonableness of estimates made by the Board of Directors. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion, the Board of Directors' report accurately discloses all material events affecting the financial position of the company and we recommend the Shareholders Meeting to approve the proposal.

Other matters

This opinion is only intended to fulfill the requirements in Chapter 18 Section 6 of the Swedish Companies Act and must not be used for any other purpose.

Stockholm, September 28, 2020

Ernst & Young AB

Hamish Mabon
Auktoriserad revisor

Proposed agenda

1. Election of Chairman of the Meeting
2. Election of two persons to check the minutes
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