

NOTICE TO ATTEND THE ANNUAL GENERAL MEETING IN AGROKULTURA AB (PUBL)

The shareholders in Agrokultura AB (publ), reg. no. 556710-3915, are hereby given notice to attend the annual general meeting at 10.00 a.m. on 15 May 2014 at Advokatfirman Delphi's premises on Regeringsgatan 30-32 in Stockholm, Sweden. Registration for the meeting commences at 09.30 a.m.

NOTICE

Shareholders wishing to participate at the meeting must be entered as owners in the shareholders' register, kept by Euroclear Sweden AB (the Swedish Central Securities Depository & Clearing Organisation), on the record day which is 9 May 2014; and notify the company of their attendance and any assistant no later than 9 May 2014. Notification can be made via letter to Agrokultura AB, "Årsstämma", Artillerigatan 6, SE-114 51 Stockholm, Sweden or by e-mail to info@agrokultura.com.

Notification shall include full name, personal identification number or corporate registration number, address and daytime telephone number and, where appropriate, information about representative, proxy and assistants. The number of assistants may not be more than two. In order to facilitate entry to the meeting, notification should, where appropriate, be accompanied by powers of attorney, registration certificates and other documents of authority.

Personal data obtained from the share register kept by Euroclear Sweden AB, notices and attendance at the meeting and information on representatives, proxies and assistants will be used for registration, preparation of the voting list for the meeting and, where appropriate, the minutes of the meeting.

NOMINEE REGISTERED SHARES

Shareholders who have their shares registered in the name of a nominee must request temporary entry in the transcription of the share register kept by Euroclear Sweden AB in order to be entitled to participate at the meeting. The shareholder must inform the nominee well in advance of 9 May 2014, at which time the register entry must have been made.

PROXY

A shareholder represented by proxy shall issue a power of attorney which shall be dated and signed by the shareholder. If issued by a legal entity the power of attorney shall be accompanied by registration certificate or, if not applicable, equivalent documents of authority. Power of attorney forms for those shareholders wishing to participate by proxy are available on the company's website www.agrokultura.com. The original version of the power of attorney shall also be presented at the meeting.

PROPOSED AGENDA

1. Opening of the meeting

2. Election of chairman of the meeting
3. Preparation and approval of the voting list
4. Approval of the agenda
5. Election of one or two persons to attest the minutes
6. Determination whether the meeting has been duly convened
7. Presentation by the managing director
8. Submission and presentation of the annual report and the auditor's report as well as of the consolidated accounts and the auditor's report for the group
9. Resolutions regarding
 - a) approval of the profit and loss account and the balance sheet as well as of the consolidated profit and loss account and the consolidated balance sheet,
 - b) allocation of the company's financial result in accordance with the adopted balance sheet, and
 - c) discharge from liability for the members of the board of directors and the managing director
10. Determination of the number of ordinary members and, if applicable, deputy members of the board of directors
11. Determination of the fees payable to the board of directors and the auditors
12. Election of ordinary members and, if applicable, deputy members and chairman of the board of directors as well as of auditor and, if applicable, deputy auditor
13. Resolution on changes to the articles of association
14. Resolution regarding issue authorisation
15. Closing of the meeting

THE NOMINATION COMMITTEE'S PROPOSED RESOLUTIONS

Principles for the appointment of a nomination committee were adopted at the annual general meeting 2013 with effect until otherwise resolved at a shareholders' meeting. Proposed changes have not been presented. The principles are to be found at the company's website.

The nomination committee, consisting of Simon Hallqvist (Vasastaden et al), chairman of the nomination committee, Peter Geijerman (Hunter Hall fonder), Katre Saard (Alpcot Capital Management), Peter Lundqvist (Tredje AP-fonden) and Mikael Nachemson (chairman of the board of directors) has presented the following proposed resolutions.

Item 2. Election of chairman of the meeting

The nomination committee proposes Mr. Clas Romander to be elected as chairman of the meeting.

Item 10. Determination of the number of ordinary members and, if applicable, deputy members of the board of directors

The board of directors today consists of five (5) ordinary members without deputy members. The nomination committee proposes that the board of directors shall consist of four (4)

ordinary members without deputy members until the end of the next annual general meeting.

Item 11. Determination of the fees payable to the board of directors and the auditor

The nomination committee proposes that the fees payable to the board of directors for the period until the end of the next annual general meeting shall amount to in total SEK 1,650,000 out of which SEK 960,000 shall be paid to the chairman of the board of directors and SEK 130,000 to each of the other board members. SEK 300,000 shall be paid as remuneration for committee work out of which SEK 250,000 shall be paid to the chairman of the audit committee and SEK 50,000 to the other member of the audit committee.

A board member may invoice the director's fee provided that there are tax-related conditions for doing so and that it is cost-neutral for the company. If a board member invoices the director's fee through a company, the fee shall be increased by an amount equal to statutory social security contributions. Remuneration to the chairman of the board of directors will be paid on a monthly basis.

The nomination committee proposes that the company's auditor shall be paid in accordance with approved invoices.

Item 12. Election of ordinary members and, if applicable, deputy members and chairman of the board of directors as well as of auditor and, if applicable, deputy auditor

The nomination committee proposes re-election of all board members except from Michael Rosenlew who has declined re-election. The proposal is thus to re-elect Mikael Nachemson, Niclas Eriksson, Sture Gustavsson and Simon Hallqvist. Furthermore, Mikael Nachemson is proposed to be re-elected as chairman of the board of directors. Information regarding the proposed board members is to be found at the company's website.

Furthermore, the nomination committee proposes re-election of the accounting firm Ernst & Young AB.

THE BOARD OF DIRECTORS' PROPOSED RESOLUTIONS

Item 9b. Allocation of the company's financial result

The board of directors proposes that the company's accumulated losses shall be carried forward in new account and that no dividend shall be paid for the financial year 2013.

Item 13. Resolution on changes to the articles of association

The board of directors proposes that the shareholders' meeting resolves to change the limits with respect to share capital and number of shares in items 4 and 5 in the articles of association. The board of directors propose the wording of item 4 to be changed from "The share capital shall be not less than SEK 200,000,000 and not more than SEK 800,000,000" to the "The share capital shall be not less than SEK 600,000,000 and not more than SEK

2,400,000,000” and the wording of item 5 to be changed from “The number of shares shall be not less than 40,000,000 and not more than 160,000,000” to “The number of shares shall be not less than 120,000,000 and not more than 480,000,000”. The board of directors, the managing director, or someone authorized by the board of directors, shall have the right to make minor adjustments to this resolution for registration purposes. In order to be valid, this resolution must be supported by not less than two-thirds of both the votes cast and the shares represented at the meeting.

Item 14. Resolution regarding issue authorization

As communicated by the company in a press release as of 28 March 2013, the company and Alpcot Capital Management Ltd (“ACM”) has entered into an agreement (the “Agreement”) governing the terms for services provided under the earlier agreement as well as for services provided by ACM during a transition period which ended on 31 December 2013. According to the Agreement, the company may choose to settle a certain percentage of the remuneration owed to ACM through a set-off share issue to the holders of promissory notes issued by the company in accordance with the Agreement. In order to enable such set-off share issue, the board of directors propose that the shareholders’ meeting resolves on an authorization in accordance with the below. Some of the promissory notes are today held by existing shareholders in the company. However, the promissory notes can be freely transferred or assigned and the holders may therefore change during the time period until a potential new issue, which is expected to take place not earlier than during the fourth quarter 2014.

Accordingly, the board of directors proposes that the shareholders’ meeting resolves to authorize the board of directors to, until the next annual general meeting, adopt resolutions concerning one or several new issues of shares with deviation from the shareholders’ preferential rights. The company’s share capital may by support of the authorization not be increased with more than SEK 36,272,360. Payment may be made through set-off or otherwise be conditional. The authorization may be utilized in a situation where it is more favorable for the company due to timing, business or similar considerations. The issue price shall be not less than the share’s market value and in no event be less than SEK 5. The board of directors, the managing director, or someone authorized by the board of directors, shall have the right to make minor adjustments to this resolution for registration purposes. In order to be valid, this resolution must be supported by not less than two-thirds of both the votes cast and the shares represented at the meeting.

NUMBER OF SHARES AND VOTES IN THE COMPANY

The total number of shares in the company at the time of issuance of this notice is 139,008,658. The company does not hold any of its own shares.

SHAREHOLDERS’ RIGHT TO REQUEST INFORMATION

Pursuant to Chapter 7 section 32 of the Swedish Companies Act (Sw. aktiebolagslagen) the board of directors and the managing director are under a duty to, if any shareholder so requests and the board of directors deems that it can be made without material damage to

the company, provide information, regarding circumstances which may affect the assessment of a matter on the agenda or of the company's economic situation. Such duty to provide information also comprises the company's relation to the other group companies, the consolidated accounts and such circumstances regarding subsidiaries which are set out in the foregoing sentence.

DOCUMENTATION

The accounts, auditor's report and other documents to be dealt with at the shareholders' meeting will be kept available at the company's office. The documents will be sent free of charge to shareholders who so request and state their postal address. The documents will also be made available on the company's website www.agrokultura.com. All the above mentioned documents will also be presented at the shareholders' meeting.

Stockholm in April 2014
The board of directors