

Notice convening the Annual General Meeting of Klarna Holding AB.

The shareholders of Klarna Holding AB, reg. no. 556676-2356 ("Klarna" or the "Company"), are hereby given notice of the Annual General Meeting to be held on Thursday, 20 May 2021.

Due to the coronavirus, the Board of Directors has decided that the Annual General Meeting should be conducted without the physical presence of shareholders, representatives or third parties and that the shareholders before the meeting should be able to exercise their voting rights only by post.

Registration and notification

A person who wishes to participate in the Annual General Meeting by postal voting must

- be listed as a shareholder in the presentation of the share register prepared by Euroclear Sweden AB concerning the circumstances on Tuesday, 11 May 2021, and
- give notice of intent to participate no later than on Wednesday, 19 May 2021, by casting its postal votes in accordance with the instructions under the heading *Postal voting* below so that the postal voting form is received by Klarna no later than that day.

In order to be entitled to participate in the meeting, a shareholder whose shares are registered in the name of a nominee must, in addition to giving notice of participation in the Annual General Meeting by submitting its postal vote, register its shares in its own name so that the shareholder is listed in the presentation of the share register as of the record date Tuesday, 11 May 2021. Such re-registration may be temporary (so-called voting rights registration), and request for such voting rights registration shall be made to the nominee, in accordance with the nominee's routines, at such time in advance as decided by the nominee. Voting rights registration that has been made by the nominee no later than Friday, 14 May 2021 will be taken into account in the presentation of the share register.

Postal voting

The Board of Directors has decided that shareholders should be able to exercise their voting rights only 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. A special form must be used for the postal vote. The form for postal voting will be made available on the company's website www.klarna.com no later than a week prior to the Annual General Meeting and will be sent upon request to agm2021@klarna.com. Completed and signed forms for postal voting must be sent by e-mail to agm2021@klarna.com or by post to Sveavägen 46, 111 34 Stockholm, Sweden. Completed forms must be received by Klarna no later than 19 May 2021.

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

Powers of attorney

If the shareholder submits its postal vote by proxy, a written and dated Power of Attorney signed by the shareholder must be attached to the postal voting form. Proxy forms are available on the company's website www.klarna.com.

Proposed agenda

1. Opening of the meeting
2. Election of Chairman of the Annual General Meeting
3. Preparation and approval of voting list
4. Election of person(s) to approve the minutes
5. Approval of the agenda
6. Determination of whether the meeting has been duly convened
7. Presentation of the annual report and the auditor's report
8. Resolutions on:
 - a) adoption of the income statement and balance sheet;
 - b) appropriations of the Company's earnings under the adopted balance sheet; and
 - c) discharge from personal liability of the board members and the CEO
9. Resolution on remuneration to the Board and the auditor
10. Resolution on the number of directors and deputy directors
11. Election of Board of Directors
12. Election of auditor
13. Resolution regarding authorization for the board of directors to resolve to issue new shares
14. Resolution regarding authorization for the board of directors to resolve to issue warrants for subscription of new shares
15. Resolution regarding certain transfer of shares
16. Closing of the meeting

Item 2. Election of meeting chairman

Sebastian Siemiatkowski, or in the event he is prevented from participating, the person appointed by the Board of Directors, is proposed as Chairman of the Meeting.

Item 3. Preparation and approval of voting list

The voting list proposed to be approved is the voting list prepared by the company, based on the general meeting share register and received postal votes, controlled and checked by the persons assigned to check the minutes.

Item 4. Election of person(s) to approve the minutes

The Board of Directors proposes Sabina Kihlberg and Martin Hall, or if one or both of them are prevented from participating, the person(s) appointed by the Board of Directors, to check the minutes. The assignment to check the minutes also includes checking the voting list and that the received postal votes are correctly reflected in the minutes of the meeting.

Item 8.b). Appropriations of the Company's earnings

The Board of Directors proposes that the unrestricted equity at the disposal of the Annual General Meeting, amounting to SEK 15,882,068,019 is carried forward to a new account.

Item 9. Resolution on remuneration to the Board and the auditor

Proposal regarding remuneration to the Board will be presented on the company's website no later than one week prior to the Annual General Meeting.

The Board of Directors propose that remuneration to the auditor is to be paid according to approved invoice.

Item 10. Resolution on the number of directors and deputy directors

Proposal regarding the number of directors and deputy directors will be presented on the company's website no later than one week prior to the Annual General Meeting.

Item 11. Election of Board of Directors

Proposal regarding election of the Board of Directors will be presented on the company's website no later than one week prior to the Annual General Meeting.

Item 12. Election of auditor

Ernst & Young Aktiebolag, with Jesper Nilsson as auditor in charge, is proposed to be elected as auditor.

Item 13. Resolution regarding authorization for the board of directors to resolve to issue new shares

The Board proposes that the Annual General Meeting authorizes the Board to resolve to issue new shares in accordance with the below.

The Annual General Meeting of Klarna Holding AB, reg. no 556676-2356 (the “**Company**”) hereby resolves to authorize the Board to resolve to issue shares on one or more occasions until the Annual General Meeting 2022 at the latest. The total number of shares under such new issues may correspond to a maximum of 2,548,347, corresponding to ten (10) percent of the shares of the Company as of 20 April 2021.

The following principal terms shall apply for the new issues.

1. The new shares shall be subscribed for with or without deviation from the existing shareholders' preferential rights.
2. The reason for a potential deviation from the existing shareholders' preferential right should be that the board of directors deems it to be beneficial for both the Company and its shareholders if one or more certain individuals with particularly valuable experiences by becoming shareholder(s) will be closely connected to the Company, alternatively by the Board deeming there to be good business cause for such deviation.
3. Payment for the new shares may be made in cash, in-kind or through set-off.
4. The Board, or any person appointed by the Board, shall be entitled to make such minor changes of the resolution above that might prove necessary in connection with registration with the Swedish Companies Registration Office.

Item 14. Resolution regarding authorization for the board of directors to resolve to issue warrants for subscription of new shares

The Board proposes that the Annual General Meeting authorizes the Board to resolve to issue warrants for subscription of new shares in accordance with the below.

The Annual General Meeting of Klarna Holding AB, reg. no 556676-2356 (the “**Company**”) hereby resolves to authorize the Board to resolve to issue warrants on one or more occasions until the annual general meeting 2022 at the latest. The total number of warrants under such new issues may correspond to a maximum of 2,548,347, which when exercised would correspond to ten (10) percent of the shares of the Company as of 20 April 2021.

The following principal terms shall apply for the new issues.

1. The new warrants shall be subscribed for with or without deviation from the existing shareholders' preferential rights.
2. A possible deviation from the existing shareholders' preferential right should be motivated by the Board deeming there to be good business cause for such deviation.
3. The subscription price for new shares shall be determined by the Board. The warrants may be issued without any subscription price being payable. If any subscription price shall be paid for the warrants, payment may be made in cash, in-kind or through set-off.
4. The Board, or any person appointed by the Board, shall be entitled to make such minor changes of the resolution above that might prove necessary in connection with registration with the Swedish Companies Registration Office.

Item 15. Resolution regard certain transfers of shares

The Board proposes that the Annual General Meeting resolves to approve transfers of shares as detailed below.

It was noted that the Company's subsidiary Larkan Holding AB, reg. no. 559262-3119 (“**Larkan Holding**”), on 7 October 2020 resolved to adopt an Incentive Program, entailing transfers of shares in

Larkan AB, reg. no. 559263-8315 (“**Larkan AB**”), an initially wholly owned subsidiary of Larkan Holding, to certain employees in the group in which the Company is the parent company (the “**Group**”) (the “**Incentive Program**”). The Incentive Program is structured using restricted stock units (“**RSUs**”) in Larkan AB. Upon vesting of the RSUs (where vesting occurs over four years and is conditional on continued assignment), the participants in the Incentive Program will for each RSU receive one ordinary share in Larkan AB from Larkan Holding free of charge.

The Board proposes that the Annual General Meeting, subject to the Annual General Meeting resolving on remuneration to any board member consisting off RSUs, resolves to approve the transfer of ordinary shares in Larkan AB from Larkan Holding to such board member free of charge and otherwise in accordance with the terms of the Incentive Program and the terms for such board member’s remuneration. The remuneration to such board member, in the form of RSUs, shall not amount to more than USD 1,000,000.

Other information

As of 20 April 2021, there are 25,483,478 shares and votes in the Company.

Majority requirements

In order for the resolutions by the General Meeting in accordance with the Board of Directors’ proposals under items 13-14 above to be valid, the resolutions must be approved by shareholders holding not less than two thirds of the votes cast as well as the shares represented at the Annual General Meeting. In order for the resolutions by the General Meeting in accordance with the Board of Directors’ proposals under item 15 above to be valid, the resolution must be approved by shareholders holding not less than nine-tenths of the votes cast as well as the shares represented at the Annual General Meeting.

Processing of personal data

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

Documents

Complete proposals are set out above and on the company’s website www.klarna.com. They will also be sent to shareholders who so request and state their address.

The general meeting share register will be available at the company’s head office Sveavägen 46, 111 34 Stockholm, Sweden.

Shareholders’ right to receive information

The Board of Directors and the President and CEO 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. A request for such information shall be made in writing to the company no later than ten days prior to the Annual General Meeting, i.e. no later than 10 May 2021, at the address of Sveavägen 46, 111 34 Stockholm, Sweden. The questions and responses will be made available on the company’s website www.klarna.com and at the company’s head office, Sveavägen 46, 111 34 Stockholm, Sweden, no later than five days prior to the meeting, i.e. no later than 15 May 2021. The information is also sent to the shareholders who requested it and stated their address.

Stockholm in April 2021
Klarna Holding AB (publ)
THE BOARD OF DIRECTORS