

## Motivated statement regarding the Nomination Committee's of Neobo Fastigheter AB (publ) proposals to the Annual General Meeting 2024

### *Composition of the Nomination Committee*

The Nomination Committee of Neobo Fastigheter AB (publ) (the “**Company**” or “**Neobo**”), consists of:

- Göran Blomberg, chairman of the Nomination Committee (appointed by ICA-handlarnas Förbund),
- Martin Larsén (appointed by Martin Larsén),
- Sven-Olof Johansson (appointed by Compactor Fastigheter AB), and
- Jan-Erik Höjvall (chairman of the board of directors).

The Company's shareholders have had the opportunity to submit proposals per e-mail ahead of the Nomination Committee's work.

### *The Nomination Committee's proposals*

The Nomination Committee submits the following proposals for the Annual General Meeting 2024:

- Henrik Wållgren, lawyer at Cederquist law firm, shall be elected to be the Chair of the Annual General Meeting
- the board of directors shall consist of five board members with no deputy members,
- Jan-Erik Höjvall, Mona Finnström, Ulf Nilsson and Jakob Pettersson shall be re-elected as board members for the period up until the end of the next Annual General Meeting,
- Anneli Lindblom shall be elected as new board member for the period up until the end of the next Annual General Meeting,
- Jan-Erik Höjvall shall be elected as chairman of the board of directors,
- board fees shall be paid with not more than SEK 1,730,000 (unchanged), to be allocated with SEK 550,000 (unchanged) to the chairman and SEK 295,000 (unchanged) to each of the other member of the board of directors, and
- the Company's auditor Ernst & Young Aktiebolag shall be re-elected for the period up until the end of the next Annual General Meeting and the fee to the auditor shall be paid in accordance with approved invoices. Ernst & Young Aktiebolag has informed that, if the Annual General Meeting resolves in accordance with the proposal, the authorised public accountant Gabriel Novella will continue as auditor in charge.

Information on the board members proposed for re-election and new election is available at the Company's website and in the Company's annual report for 2023.

### *Motivated statement*

The Nomination Committee has held three recorded meetings and has further had discussions via e-mail and telephone. At the meetings, the Nomination Committee has addressed the assignments incumbent on the Nomination Committee pursuant to the Swedish Code of Corporate Governance. The Nomination Committee has, as basis for its work, met all board members. The Nomination Committee has had access to the board evaluation that was performed during the autumn of 2023 as basis for its work.

The size and composition of the board of directors, as regards for example sector experience and competence, has been discussed. The Nomination Committee notes that, during the year, the board of directors was first expanded from five to six members through the election of Jakob Pettersson. Thereafter, the board of directors has been decimated when first Eva Swartz Grimaldi, due to personal

reasons, and then Peter Wågström, due to a conflict of interest, resigned from the board of directors. On these occasions, the Nomination Committee has assessed that the board of directors has nevertheless been able to fulfil its duties in a satisfactory manner during the period up to the Annual General Meeting, whereby there has been no need to convene an Extraordinary General Meeting during the year to elect new board members. The Nomination Committee has considered the matter of the number of members of the board of directors and, taking into account, *inter alia*, the scope of the Company's operations, considers that the board of directors should again consist of five members. It is noted that the board has not established any committees.

The Nomination Committee's assessment is that the work of the board of directors is deemed to function well. The board of directors has handled the current external situation as well as changed macroeconomic conditions in a good manner and has at the same time continued to work strategically and long-term. The Nomination Committee has considered the Company's intention to prepare for a change of listing venue from Nasdaq First North Premier Growth Market to the main market at Nasdaq Stockholm. The four current board members complement each other well as regards qualifications and experiences. However, the Nomination Committee considers that the board of directors could be further strengthened in the areas of auditing, accounting, financing and macroeconomics. The Nomination Committee therefore proposes the election of Anneli Lindblom.

Anneli Lindblom, born 1967, has a Master of Business Administration from Frans Schartaus Handelsinstitut in Stockholm. Anneli has a long background as CFO and Deputy CEO of several listed companies and since 2022 works as CFO of the hotel property company Pandox AB. Furthermore, Anneli has extensive experience of board work in listed companies, she is a board member and chairman of the audit committee in Logistea AB and a board member and chairman of the audit committee in Haypp Group AB. Anneli Lindblom's previous experience also includes board assignments within Amasten Fastighets AB, Hemfosa Fastigheter AB and Avtalat.se.

The Nomination Committee has assessed that the proposed board of directors composition is appropriate considering the Company's operations, phase of development and other relevant circumstances, characterised by diversity and breadth as regards the proposed board members' qualifications, experience and background. In relation to the composition of the board of directors, the provisions of rule 4.1 of the Swedish Corporate Governance Code has been applied as diversity policy and objective. The proposal entails an even gender balance in the board of directors.

The Nomination Committee has assessed that all proposed board members are independent in relation to both the Company and management, except for Jan-Erik Höjvall who was previously CEO of the Company, under the name Amasten Fastighets AB. All members of the board of directors are considered to be independent in relation to major shareholders, except for Jakob Pettersson who is the CFO of ICA-handlarnas Förbund.

The Nomination Committee has also evaluated the fee levels for the Company's board members. Based on the Nomination Committee's evaluation, the Nomination Committee proposes that the Annual General Meeting 2024 resolves that the fee levels remain unchanged in accordance with the proposal stated above.

Further, the Nomination Committee has been provided with the board of directors' assessment of the work with the Company's auditor, whereby it has been established that the work with the Company's current auditor is well functioning. The Nomination Committee therefore proposes that the Annual General Meeting 2024 resolves that Ernst & Young Aktiebolag shall be re-elected as the Company's auditor for the period until the end of the next Annual General Meeting and that the fee to the auditor shall be paid in accordance with approved invoices.

The Nomination Committee has not found any need to propose changes to the current instruction for the Nomination Committee.

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Stockholm in March 2024  
**Neobo Fastigheter AB (publ)**  
The Nomination Committee