



## **Motivated opinion regarding the Nomination Committee's of Neobo Fastigheter AB (publ) proposals to the Annual General Meeting 2023**

### *Composition of the Nomination Committee*

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

- Ilija Batljan (chairman of the Nomination Committee and appointed by Ilija Batljan),
- Johannes Wingborg (appointed by Länsförsäkringar Fondförvaltning),
- Sven-Olof Johansson (appointed by Sven-Olof Johansson), and
- Jan-Erik Höjvall (chairman of the Board of Directors).

### *The Nomination Committee's proposals*

The Nomination Committee submits the following proposals for the Annual General Meeting 2023:

- Jan-Erik Höjvall shall be appointed chairman 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, Eva Swartz Grimaldi and Peter Wågström shall be re-elected, as board members for the period up until the end of the next Annual General Meeting,
- Jan-Erik Höjvall shall be re-elected as chairman of the Board of Directors,
- board fees, shall be paid with SEK 1,730,000 in total, to be allocated with SEK 550,000 (previously 550,000) to the chairman and SEK 295,000 (previously 295,000) to each 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 statements of costs.

Information on the board members proposed for re-election is available at the Company's website and in the Company's annual report for 2022.

### *Motivated opinion*

The Nomination Committee's work has been conducted efficiently and for a limited time period ahead of the Annual General Meeting 2023 due to the listing of the Company in February 2023. The Nomination Committee has held one minuted meeting and has further had discussions via email and telephone. At that meeting, the Nomination Committee has addressed the assignments that the Nomination Committee has according to the Swedish Code of Corporate Governance. The Nomination Committee has as basis for its work, through a member of the

Nomination Committee who is not a member of the Board of Directors, met all of the board members. Since the Board of Directors has only worked for a few months, there has not been any evaluation of the Board of Directors available as a basis for the Nomination Committee's work. The size and composition of the Board of Directors, as regards for example sector experience and competence, has therewith been discussed. The Nomination Committee has also taken into account that the current Board of Directors has been active since November 2022. The basis for the Nomination Committee's assessment of the Board of Directors and its work is accordingly less comprehensive than customary, but can still state that the work of the Board of Directors is deemed to function well. The Nomination Committee finds that the Board of Directors has handled the Company's listing and 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. Further, the Nomination Committee is of the opinion that the board members complement each other well as regards qualifications and experiences. 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 Nomination Committee has assessed that the proposed Board of Directors composition is appropriate, with regard to the Company's operations, phase of development and other relevant circumstances, characterized by diversity and breadth as regards for the proposed board members' qualifications, experience and background. 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 Højvall 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. 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 2023 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 2023 resolves that Ernst & Young Aktiebolag should be re-elected as the Company's auditor for the period until the end of the next Annual General Meeting and the fee to the auditor shall be paid in accordance with approved statements of costs.

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Stockholm, March 2023  
**Neobo Fastigheter AB (publ)**  
The Nomination Committee