

Minutes kept at the Annual General Meeting in Neobo Fastigheter AB (publ), reg.no 556580-2526, on Thursday 24 April 2025, in Stockholm, at 14.00-14.45 (CEST).

## **1 § Opening of the Annual General Meeting**

The chairman of the board of directors, Jan-Erik Höjvall, welcomed the shareholders to the Annual General Meeting and declared the Annual General Meeting open.

## **2 § Election of Chair of the Annual General Meeting**

Henrik Wållgren, lawyer at Cederquist law firm, was appointed Chair of the Annual General Meeting. It was noted that Malin Axland had been instructed to keep the minutes.

The meeting resolved that certain persons who were not shareholders were entitled to attend the meeting, but without the right to address the meeting or to participate in the meeting's resolutions.

It was noted that the board of directors, representatives of the nomination committee and the company's auditor were present at the meeting.

## **3 § Preparation and approval of the voting list**

The meeting resolved to approve the prepared list of shareholders who had given notice to attend and were present at the meeting, including proxies with any assistants, as well as received postal votes, to be used as voting list for the meeting, [Appendix 1](#).

The Chair informed that certain shareholders that were represented at the meeting had, in advance of the meeting, informed the company of their voting instructions regarding certain of the proposed resolutions. Further, the Chair informed that a summary of these voting instructions, as well as postal votes received, were available if any shareholder requested them.

## **4 § Approval of the agenda**

The meeting resolved to approve the agenda proposed by the board, which had been included in the notice convening the meeting.

The annual report, the consolidated financial statements, the auditor's report and the consolidated auditor's report for the financial year 2024, as well as the statement of the nomination committee and other documents for the Annual General Meeting, which had been held available in accordance with the Swedish Companies Act and the Swedish Corporate Governance Code, were presented.

## **5 § Election of one or two persons who shall approve the minutes**

The meeting resolved that the minutes, jointly with the Chair, were to be approved by Johannes Wingborg, representing Länsförsäkringar Fondförvaltning.

## **6 § Determination of whether the Annual General Meeting has been duly convened**

The Chair noted that the notice convening the meeting had been given in accordance with the provisions of the Swedish Companies Act and the Articles of Association.

The meeting resolved to approve the notice procedure and declared the meeting duly convened.

## **7 § Presentation of the annual report and the auditor's report and the consolidated financial statements and the audit report on the consolidated financial statements**

The CEO Ylva Sarby Westman presented and reported on the company's and the group's operations and financial development during 2024 and during the first quarter of 2025.

Questions from shareholders were answered.

The Chair concluded that the annual report and the auditor's report and the consolidated financial statements and the audit report on the consolidated financial statements for the financial year 2024 had been presented at the meeting.

The company's auditor in charge, Gabriel Novella, Ernst & Young Aktiebolag, presented the conclusions in the auditor's report.

## **8 a) § Resolution regarding adoption of the income statement and the balance sheet as well as the consolidated income statement and the consolidated balance sheet**

The meeting resolved to adopt the balance sheet and the consolidated balance sheet as of 31 December 2024 and the income statement and the consolidated income statement for the financial year 2024.

## **8 b) § Resolution regarding allocation of the company's profit or loss pursuant to the adopted balance sheet**

The meeting resolved, in accordance with the board of directors' proposal, that no dividends shall be distributed for the financial year 2024 and that the company's results are carried forward.

## **8 c) § Resolution regarding discharge from liability for board members and the CEO**

The meeting resolved to discharge the directors of the board and the CEO from liability for the management of the company's business during the financial year 2024.

It was noted that the resolution was supported by all shareholders participating in the resolution, with the exception of shareholders who had notified in advance or announced by postal vote to vote against or abstain, and that the members of the board of directors and the CEO did not participate in the resolution as far as they were concerned.

## **9 § Presentation of the remuneration report for approval**

The meeting resolved, in accordance with the board of directors' proposal, to approve the report regarding remuneration to the CEO and the board of directors for the financial year 2024.

## **10 § Determination of the number of board members and auditors**

Göran Blomberg, chairman of the nomination committee, presented the nomination committee's work and proposals for resolutions regarding number of directors of the board, number of auditors, fees to the directors of the board, fees to auditor, election of directors of the board, election of chairman of the board of directors, election of auditor and instruction for the nomination committee.

The meeting resolved, in accordance with the nomination committee's proposal, that the number of board members shall be five and that a registered accounting firm shall be appointed as auditor.

## **11 § Determination of the fees to the board members and auditors**

The meeting resolved, in accordance with the nomination committee's proposal, that the fees to the board of directors shall amount to not more than SEK 1,815,000 for the period until the end of the next Annual General Meeting, to be allocated with SEK 575,000 to the chairman of the board of directors and SEK 310,000 to each of the other board members.

Furthermore, the meeting resolved, in accordance with the nomination committee's proposal, that the fees to the auditor shall be paid in accordance with approved invoices.

## **12 § Election of board members, chairman of the board of directors and auditors**

The Chair provided information on the assignments that the proposed directors have in other companies.

The meeting resolved, in accordance with the nomination committee's proposal, to re-elect Jan-Erik Höjvall, Mona Finnström, Anneli Lindblom, Ulf Nilsson and Jakob Pettersson as board members for the period until the end of the next Annual General Meeting. Furthermore, Jan-Erik Höjvall was re-elected as chairman of the board of directors.

The meeting resolved, in accordance with the nomination committee's proposal, and in accordance with the board of directors' recommendation, to re-elect the registered accounting firm Ernst & Young Aktiebolag as auditor for the period until the end of the next Annual General Meeting. It was noted that Ernst & Young Aktiebolag had informed that Gabriel Novella will continue as the auditor in charge.

## **13 § Resolution on instruction for the nomination committee**

The meeting resolved, in accordance with the nomination committee's proposal, to adopt an instruction for the nomination committee for Neobo to apply until further notice, as set out in [Appendix 2](#).

## **14 § Resolution regarding authorisation for the board of directors to resolve on new share issue**

The meeting resolved, in accordance with the board of directors' proposal, on an authorisation for the board of directors to resolve to issue new shares, [Appendix 3](#).

It was noted that the resolution was supported by shareholders representing at least two thirds of both the votes cast and the shares represented at the meeting. It was further noted that the resolution was supported by all shareholders that were present at the meeting.

## **15 § Resolution regarding authorisation for the board of directors to resolve on repurchases and transfers of own shares**

The meeting resolved, in accordance with the board of directors' proposal, on an authorisation for the board of directors to resolve on repurchases and transfers of own shares, [Appendix 4](#).

It was noted that the resolution was supported by shareholders representing at least two thirds of both the votes cast and the shares represented at the meeting. It was further noted that the resolution was supported by all shareholders that were present at the meeting.

## **16 § Closing of the Annual General Meeting**

The Chair concluded that no further matters had been referred to the meeting, after which the Chair declared the Annual General Meeting closed.

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At the minutes:

Malin Axland

Approved:

Henrik Wållgren

Johannes Wingborg

**Resolution on instruction for the Nomination Committee (item 13)**

The Nomination Committee proposes that the Annual General Meeting resolves to adopt the following instruction for the Nomination Committee for Neobo to apply until further notice.

The Nomination Committee shall comprise representatives of at least three major shareholders and the chairman of the board of directors. The chairman of the board of directors shall contact the three largest registered shareholders in terms of votes according to the ownership statistics provided by Euroclear Sweden AB as of 30 September and request that they each appoint one member to the Nomination Committee. If any of these shareholders do not wish to appoint a member, or do not respond to the request within a reasonable time, other shareholders in order of size will be asked to appoint a representative to the Nomination Committee.

The Chair of the Nomination Committee shall, unless the members agree otherwise, be the member representing the largest shareholder in terms of votes. However, the chairman of the board of directors shall never be the Chair of the Nomination Committee. The opinion supported by more than half of the members present and, in the event of a tie, by the majority of the three members appointed by the largest shareholders, shall be the opinion of the Nomination Committee. The chairman of the board of directors shall not participate in decisions concerning themselves and the remuneration of the board of directors.

The term of the appointed Nomination Committee shall run until a new Nomination Committee is appointed. If one or more of the shareholders who have appointed representatives to the Nomination Committee earlier than three months before the Annual General Meeting are no longer among the three largest shareholders, the representatives appointed by such shareholders shall resign, and the shareholders who are subsequently among the three largest shareholders shall be asked to appoint their representatives. If a representative resigns from the Nomination Committee before the work of the Nomination Committee is completed and the Nomination Committee deems it necessary to replace him or her, such replacement representative shall represent the same shareholder or, if the shareholder is no longer one of the largest shareholders, the largest shareholder in order of precedence. Shareholders who have appointed a representative as a member of the Nomination Committee have the right to dismiss such member and appoint a new representative as a member of the Nomination Committee. Changes in the composition of the Nomination Committee must be communicated promptly to the Chair of the Nomination Committee and shall be publicly announced as soon as they occur.

The Nomination Committee shall prepare and submit to the Annual General Meeting proposals for the chair of the Annual General Meeting, election of the chairman and other members of the company's board of directors, remuneration of the board of directors divided among the chairman and other members and the principles for any remuneration for committee work, election and remuneration of the auditor and deputy auditor (if applicable) and, if necessary, proposals for new instruction for the Nomination Committee. In connection with its assignment, the Nomination Committee shall otherwise fulfil the tasks incumbent on the Nomination Committee pursuant to the Swedish Companies Act and the Swedish Corporate Governance Code.

The Nomination Committee shall be entitled to incur costs for the company, for example for recruitment consultants and other costs required for the Nomination Committee to fulfil its assignment. No remuneration shall be paid for the work of the Nomination Committee.

### **Resolution regarding authorisation for the board of directors to resolve on new share issue (item 14)**

The board of directors proposes that the Annual General Meeting authorises the board of directors to, on one or several occasions during the period until the next Annual General Meeting, with or without deviation from the shareholders' preferential right, resolve on new issue of shares. Payment shall be made in cash, in kind or by way of set-off. The board of directors believe, taking into account prevailing market conditions, that it is important for the company to be able to act swiftly and to be flexible if acquisition opportunities arise.

If payment is made in kind or by way of set-off, and the issue is for the purpose of acquiring properties or property-owning companies, the number of shares issued with the support of the authorisation may not exceed thirty (30) per cent of the number of shares at the time of the Annual General Meeting 2025 (including any shares issued in accordance with the paragraph below).

If payment is made in cash, or if the issue is carried out for a purpose other than what is mentioned above, the number of shares issued with the support of the authorisation may not exceed twenty (20) per cent or, if the issue is carried out with a deviation from the shareholders' preferential rights, ten (10) per cent of the number of shares at the time of the Annual General Meeting 2025 (including any shares issued in accordance with the paragraph above). The purpose of the authorisation and the reasons for any deviation from the shareholders' preferential right is that issues may take place to enable the raising of working capital to be able to carry out and finance acquisition of properties or property-owning companies, or to finance investments in new or existing properties, or otherwise to be able to adapt the company's capital needs and thereby be able to contribute to increased shareholder value. The issue price must be determined taking into account prevailing market conditions.

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**Resolution regarding authorisation for the board of directors to resolve on repurchases and transfers of own shares (item 15)**

The board of directors proposes that the Annual General Meeting authorises the board of directors to resolve on repurchases of own shares on the main terms and conditions set out below.

- Repurchases of shares shall take place on Nasdaq Stockholm, on one or several occasions during the period up until the next Annual General Meeting.
- So many shares may, at the most, be repurchased so that Neobo's holding does not at any time exceed 10 per cent of the total number of shares in Neobo.
- Repurchases of shares on Nasdaq Stockholm may occur at a price per share within the at each time registered share price interval, by which is meant the difference between the highest buying price and the lowest selling price.
- Payment for the shares shall be made in cash.

Furthermore, the board of directors proposes that the Annual General Meeting authorises the board of directors to resolve on transfers of own shares, with or without deviation from the shareholders' preferential rights, on the main terms and conditions set out below.

- Transfers of shares shall take place (i) on Nasdaq Stockholm or (ii) outside Nasdaq Stockholm in connection with acquisitions of companies or properties.
- Transfers may take place on one or more occasions during the period up until the next Annual General Meeting.
- Transfers of own shares may be made of up to such number of shares as is held by Neobo at the time of the board of directors' decision regarding the transfer.
- Transfers of shares on Nasdaq Stockholm may occur at a price per share within the at each time registered share price interval, by which is meant the difference between the highest buying price and the lowest selling price on Nasdaq Stockholm. In case of transfers outside Nasdaq Stockholm, the consideration for the shares may be made by cash payment, for payment in kind or by way of set-off and the price shall be established so that the transfer is made on market terms.

The purpose of the authorisations to repurchase and transfer own shares, and the reason for the deviation from the shareholders' preferential rights (in relation to transfers of own shares), is to enable an improvement of Neobos' capital structure and to give the board of directors increased flexibility in connection with possible future acquisitions of properties by facilitating a quick and cost-efficient financing through the transfer of own shares.

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