

Notice of the Annual General Meeting in KlaraBo Sverige AB

The shareholders in KlaraBo Sverige AB, corporate registration number 559029-2727, (the “**Company**”) are hereby notified of the annual general meeting to be held on Tuesday, 29 April 2025 at 10.00 a.m. at the Company’s office on Hyllie Vattenparksgata 11A, 215 32 Malmö, Sweden.

Notification, etc.

Shareholders who wish to participate at the annual general meeting must:

- be listed in the register of shareholders maintained by Euroclear Sweden AB on 17 April 2025, and
- notify the Company of their intention to attend the annual general meeting, no later than on 23 April 2025, to the address KlaraBo Sverige AB, Hyllie Vattenparksgata 11A, 215 32 Malmö, Sweden (Labelled “Annual general meeting”), or by e-mail to info@klarabo.se.

When giving notice of participation, shareholders must state: their name, personal ID/corporate registration number (or equivalent), address, daytime telephone number, shareholding in the Company, the names of any advisers (maximum two) and, when applicable, the name of a proxy or legal representative.

Nominee-registered shares

To be able to participate at the annual general meeting, shareholders who have registered their shares in the name of a nominee must request registration of the shares in their own names in the register maintained by Euroclear Sweden AB. Registration of shareholders should be completed not later than on 23 April 2025. The shareholder should notify the nominee well in advance of this date. Such registration may be temporary.

Proxies

Shareholders who intend to be represented by proxy must issue a dated power of attorney for the proxy. If the power of attorney is issued by a legal entity, a copy of the certificate of registration or its equivalent for the legal entity must also be presented. The period of validity of the power of attorney is permitted to be up to five years from the date of issue. To facilitate entry at the meeting, copies of proxies, registration certificates and other authorisation documents should be enclosed with the notice of participation. The Company provides proxy forms on request and these are also available at the Company website, www.klarabo.se.

Number of shares and votes

At the time this notice, the Company has a total of 157,885,751 shares, of which 16,300,000 are shares of series A and 141,585,751 are shares of series B. The total number of votes amounts to 304,585,751, of which 163,000,000 votes are related to shares of series A and 141,585,751 votes are related shares of series B. The Company owns 4,268,739 of its own shares of series B.

Proposed agenda

1. Opening of the meeting and election of the Chairman for the meeting
2. Preparation and approval of the voting list
3. Approval of the agenda
4. Election of one or two persons to verify the minutes
5. Determination of whether the meeting has been duly convened
6. Presentation of the annual report and the auditors' report, as well as the consolidated financial statements and the consolidated auditor's report
7. Resolution regarding:
 - a) the adoption of the income statement and balance sheet as well as the consolidated income statement and consolidated balance sheet;
 - b) the allocation of the Company's profit in accordance with the adopted balance sheet; and
 - c) discharge from liability of the members of Board of Directors and the Managing Director.
8. Determination on the number of Board members, auditors and deputy auditors
9. Determination on the remuneration for members of the Board of Directors and the auditor
10. Election of Board members, Chairman of the Board and auditor
11. Resolution on approval of remuneration report
12. Resolution regarding authorisation for the Board of Directors to resolve on issue of shares, warrants and/or convertible instruments
13. Resolution regarding authorisation for the Board of Directors to resolve on acquisitions and transfer of own shares
14. Close of the meeting

Proposals for resolution

The Nomination Committee has been appointed in accordance with the principles previously decided by the 2021 annual general meeting and comprises of (i) Roland Schylit, appointed by Anders Pettersson with company, (ii) Kent Söderström, appointed by Investment AB Spiltan with company, and (iii) Magnus Tyreman, appointed by Lennart Sten with company. The chairman of the nomination committee has been Roland Schylit. The Nomination Committee has submitted proposals for items 1 and 8 – 10.

Item 1 – Election of the Chairman for the meeting

The Nomination Committee proposes the election of Lennart Sten as Chairman of the annual general meeting, or, in his absence, such other person nominated by the Nomination Committee.

Item 7 b) – Resolution regarding the allocation of the Company's profit in accordance with the adopted balance sheet

The Board of Directors proposes that no dividend be paid for the financial year 2024, and that the remaining profits be carried forward.

Item 8 – Determination on the number of Board members, auditors and deputy auditors

The Nomination Committee proposes that the number of Board members elected by the annual general meeting is seven. Furthermore, the Committee proposes one auditor with no deputy.

Item 9 – Determination on the remuneration for members of the Board of Directors and the auditor

The Nomination Committee proposes a remuneration of SEK 440,000 (440,000) to the Chairman of the Board and remunerations of SEK 220,000 (220,000) to each of the other Board members who is not employed by the Company. For the Audit Committee, remuneration to its chairman is proposed of SEK 100,000 (100,000) and of SEK 80,000 (80,000) to each of its other members. For the Remuneration Committee, remunerations are proposed of SEK 45,000 (45,000) to each of the members. The remuneration to the Chairman of the Board includes remuneration for committee work. The Chairman of the Board shall thus not receive an additional remuneration in the event that he or she is a member of a committee.

The Nomination Committee also proposes that remunerations to the auditor are paid against approved invoices.

Item 10 – Election of Board members, Chairman of the Board and auditor

The Nomination Committee proposes the re-election until the end of the next annual general meeting of the board members Lennart Sten, Anders Pettersson, Joacim Sjöberg, Sophia Mattsson-Linnala and Per Håkan Börjesson, and the election of Karin Gunnarsson and Ralph Mühlrad. It is proposed that Lennart Sten be re-elected as new Chairman of the Board. Mats Johansson has declined re-election.

Karin Gunnarsson

Birth year: 1962

Education: Degree in Business Administration from the Stockholm School of Economics.

Other experience: Former CFO at HEXPOL AB and board member of Concentric AB.

Other ongoing assignments: Board member of Ependion AB, Bulten AB, Cibes Holding AB, and Athanase Innovation AB.

Shareholding in the company: -

Independent in relation to the Company and its management, as well as major shareholders in the Company.

Ralph Mühlrad

Birth year: 1960

Education: Studies in Economics at Stockholm University.

Other experience: Former board member of Midsona AB, CEO of the Nordic division of the American sports and apparel group Champion, and board member of Champion Europe S.P.A.

Other ongoing assignments: Chairman of the board of Habima AB and Mühlrad-Invest AB, as well as board member of New Wave Group AB, Aktiebolaget Kontaktpressning, and Stureplans Affärsresebyrå AB.

Shareholding in the company (together with related parties): 1,285,000 shares of series A and 9,260,300 shares of series B.

Independent in relation to the Company and its management. Dependent in relation to major shareholders in the Company.

The other board members are presented in more detail on the Company's website, www.klarabo.se.

The Nomination Committee proposes, in accordance with the Audit Committee's recommendation, the re-election of the Company's current auditor, the registered accounting firm Öhrlings PricewaterhouseCoopers AB, until the end of the next annual general meeting. Öhrlings PricewaterhouseCoopers AB have notified that authorised public accountant Mats Åkerlund will serve as the auditor in charge.

Item 11 – Resolution on approval of remuneration report

The Board of Directors proposes that the annual general meeting resolves to approve the Board of Directors' remuneration report in accordance with Chapter 8, Section 53 of the Swedish Companies Act.

Item 12 – Resolution regarding authorisation of the Board of Directors to issue new shares, warrants and/or convertible instruments

The Board of Directors proposes it be authorised to, with or without deviation from shareholders' pre-emption rights and on one or several occasions during the period until the next annual general meeting, resolve to increase the Company's share capital with not more than 20 per cent of the share capital of the Company at the time of the annual general meeting, by issuing new shares of series B, or warrants or convertible instruments regarding such shares.

Any issues under this authorisation shall be conducted under market conditions, subject to issue discounts in line with market practice. Payment may, apart from payment in cash, be made in kind or by set-off or otherwise be coupled with conditions pursuant to the Swedish Companies Act. The Board of Directors shall determine the other conditions for issues in accordance with this authorisation and who shall have the right to subscribe for shares, warrants or convertibles. The purpose of the authorisation and the reasons for any deviation from the shareholders' pre-emption rights and/or with payment in kind or by set-off or otherwise is that the Company in connection with acquisitions, directly or indirectly, of properties or property-owning companies may quickly need access to capital or be able to pay for such acquisitions with the Company's shares, or otherwise to capitalise the Company in a time- and cost-effective manner.

The Managing Director, or any person appointed by the Board of Directors, shall be authorised to make minor amendments to the annual general meeting's resolution and to take those measures that are required in connection with the registration of the resolution.

A resolution in accordance with the proposal is valid only if supported by shareholders holding at least two-thirds of both the votes cast and the shares represented at the meeting.

Item 13 – Resolution regarding authorisation of the Board of Directors to resolve on acquisitions and transfers of own shares

The Board of Directors proposes it be authorised to, on one or several occasions during the period until the next annual general meeting, resolve on acquisitions of own shares as follows:

1. Acquisition may take place provided that the Company's holding does not at any time exceed ten per cent of all shares in the Company.

2. Acquisition may take place on Nasdaq Stockholm.
3. Acquisitions on Nasdaq Stockholm may only occur at a price per share within the price interval registered at any given time, i.e. the interval between the highest bid price and the lowest selling price.
4. Payment for the shares shall be made in cash.

The Board further proposes it be authorised to, on one or several occasions during the period until the next annual general meeting, resolve on transfer of the Company's own shares as follows:

1. All treasury shares held by the Company at any given time may be transferred.
2. Transfer of own shares shall be made either on Nasdaq Stockholm or in another manner with deviation from shareholders' preferential rights.
3. Transfer of shares on Nasdaq Stockholm may only occur at a price per share within the price interval registered at any given time, i.e. the interval between the highest bid price and the lowest selling price. Transfer of own shares in another manner shall be conducted under market conditions, subject to issue discounts in line with market practice.
4. Payment for transferred shares may, apart from payment in cash, be made in kind or by set-off.

The purpose of the authorisation to acquire and transfer own shares is to provide the Board of Directors with greater freedom of action in relation to the Company's capital structure, and to make it possible for the Company to finance acquisitions with own shares. The possibility to deviate from the shareholders' preferential rights when transferring own shares is motivated by the fact that such a transfer can be done more rapidly and more cost efficient than by a transfer to the shareholders. If, in connection with an acquisition, the Company's own shares are transferred against compensation in any other form than cash, the Company cannot provide the shareholders the opportunity to exercise their preferential rights.

A resolution in accordance with the proposal is valid only if supported by shareholders holding at least two-thirds of both the votes cast and the shares represented at the meeting.

Information at the annual general meeting

The Board of Directors and the Managing Director shall, upon request by any shareholder and where the Board of Directors considers that it can be done without significant harm to the Company, provide information concerning circumstances which may affect the assessment of an item on the agenda or the Company's financial situation. The duty to provide information also applies to such circumstances regarding the Company's subsidiaries, its relationship to other group companies and to the group accounts.

Available documentation

The financial statements and auditor's report, the auditor's statement on the application of the guidelines for the remuneration to senior executives, a complete set of proposals for the resolutions, and, where applicable, reasoned opinions as well as other documents pursuant to the Swedish Companies Act will be available at the Company's office on Hyllie Vattenparksgata 11A, 215 32 Malmö, Sweden and on the Company's website, www.klarabo.se, not later than three weeks before the annual general meeting. Copies of the documents are sent free of charge to shareholders who have requested this and provided their postal address. The documents will also be available at the annual general meeting.

Processing of personal data

For information regarding the processing of your personal data in connection with the annual general meeting, please refer to the privacy policy available on:

<https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

Malmö, March 2025

KlaraBo Sverige AB

The Board of Directors