



Notice of the Annual General Meeting of SinterCast Aktiebolag

The shareholders of SinterCast Aktiebolag, Company Registration Number 556233-6494 ("SinterCast") are hereby invited to participate in the Annual General Meeting to be held on Tuesday 16 May 2023, 15:00 hours, at the premises of the Royal Swedish Academy of Engineering Sciences (IVA), Grev Turegatan 16, Stockholm, Sweden.

Right to Participate and to Vote

Shareholders who wish to participate in the Annual General Meeting

- *must* be recorded in the share register maintained by Euroclear Sweden AB on Monday 8 May 2023, and
- *must* notify SinterCast of their attendance no later than Wednesday 10 May 2023.

In addition, any shareholders whose shares are registered in the name of a custodian must temporarily have the shares re-registered in their own names in order to be entitled to participate in the Annual General Meeting. Shareholders must therefore, well in advance, contact the custodian in accordance with the custodian's routines and request such re-registration. A re-registration of shares made by the custodian no later than Wednesday 10 May 2023 will be taken into account when procuring the share register.

Notice of Participation

Notification can be made by post to SinterCast Aktiebolag, Kungsgatan 2, SE-641 30 Katrineholm, Sweden, via telephone +46 (0)150 794 40 or e-mail: agm.registration@sintercast.com.

In the notification, the shareholder's name, personal identity number (Swedish citizens only) or corporate identity number, address, telephone number and the number of advisors, if any, should be stated (a shareholder, or its proxy, may bring up to two advisors provided that the number of advisors is notified in the same way as stated above).

Representatives

Shareholders represented by proxy are requested to submit a written and dated power of attorney to SinterCast no later than Wednesday 10 May 2023. A power of attorney form is available at www.sintercast.com and can also be provided, upon request, by mail to shareholders who provide their postal address. Anyone representing a corporate entity must provide a copy of the registration certificate or equivalent documentation of authority.

Proposed Agenda for the Meeting

- 1 Opening of the Annual General Meeting
- 2 Election of the Chairman of the Annual General Meeting
- 3 Preparation and approval of the list of shareholders entitled to vote at the meeting
- 4 Approval of the Agenda
- 5 Election of one or two attendees to verify the minutes together with the Chairman
- 6 Determination of whether the meeting has been duly convened
- 7 The Managing Director's Report
- 8 Presentation of the Annual Report, the Auditor's Report, the Consolidated Annual Report and the Auditor's Report for the Group
- 9 Decisions regarding:
 - a) Adoption of the Profit and Loss Statement and the Balance Sheet, and the Consolidated Profit and Loss Statement and the Consolidated Balance Sheet
 - b) Allocation of the Result in accordance with the adopted Balance Sheet
 - c) Discharge from liability of the Board Members and the Managing Director
- 10 Decision regarding the number of Board Members, alternate Board Members (if any), auditors and alternate auditors (if any)
- 11 Decision regarding the remuneration of the Board Members and the Auditor
- 12 Election of Board Members, alternate Board Members (if any), Chairman, auditors and alternate auditors (if any)
- 13 Decision on instructions for the Nomination Committee
- 14 Decision on approval of the Board of Director's remuneration report 2022
- 15 Decision on authorisation of the Board of Directors to decide upon acquisition and disposal of SinterCast shares
- 16 Decision on amendment of the articles of association - shareholder proposal
- 17 Closing of the Annual General Meeting

Proposals

Election of the Chairman of the Annual General Meeting (item 2)

The Nomination Committee proposes that Jan Åke Jonsson is elected as Chairman of the Annual General Meeting.

Decision regarding Allocation of the Result in accordance with the adopted Balance Sheet (item 9 b)

SEK 76,063,245 are at the disposal of the Annual General Meeting and the Board of Directors proposes a dividend of SEK 5.50 per share (totally SEK 38,995,731.50) for the financial year 2022, of which SEK 5.00 per share is ordinary dividend and SEK 0.50 per share is extraordinary dividend. The dividend shall be divided into two equal payments of SEK 2.75 per share. The Board of Directors proposes 19 May 2023 as the record date for the first payment and 10 November 2023 as the record date for the second payment.

Decision regarding the number of Board Members, alternate Board Members (if any), auditors and alternate auditors (if any) (item 10)

The Nomination Committee proposes five ordinary Board Members, including the Chairman, and no alternate Board Members.

The Nomination Committee further proposes that the company shall have an auditor in the form of a registered auditing company, and no alternate auditors.

Decision regarding the Remuneration of the Board Members and the Auditor (item 11)

The Nomination Committee proposes that remuneration of the Board Members, for the period up until the next Annual General Meeting, shall be SEK 430,000 for the Chair of the Board and SEK 200,000 for the other Board Members elected by the General Meeting, with the exception of Board Members employed by the company. Separate remuneration for committee work shall not be paid.

The Nomination Committee proposes that the Auditor shall be paid against approved invoice.

Election of Board Members, alternate Board Members (if any), Chairman, auditors and alternate auditors (if any) (item 12)

The Nomination Committee proposes re-election of the present Board Members Robert Dover, Jun Arimoto, Steve Gill and Steve Dawson as ordinary Board Members for the period until the end of the next Annual General Meeting. The present Board Members Jan Åke Jonson (also Chairman of the Board) and Åsa Källenius have declined re-election. The Nomination Committee proposes election of Anna-Maria Heidmark Green as a new ordinary Board Member for the period until the next Annual General Meeting. Robert Dover is proposed as Chairman of the Board.

Information about the proposed Board Members is available on the SinterCast website www.sintercast.com.

The Nomination Committee proposes re-election of the registered auditing company KPMG AB as auditor for the period until the end of the next Annual General Meeting. KPMG AB has announced that in the event that KPMG AB is elected, the authorised public accountant Jonas Eriksson will be the principal auditor.

Decision on instructions for the Nomination Committee (item 13)

The Nomination Committee proposes that the Annual General Meeting adopts the following instructions for the Nomination Committee which, inter alia, includes a procedure for the appointment of members of the Nomination Committee.

Instructions for the Nomination Committee in SinterCast Aktiebolag

Before the next annual general meeting, the nomination committee will be composed of representatives of the four shareholders holding the highest percentage of voting rights as shown in the share register¹ maintained by Euroclear Sweden as of August 31 each year and other reliable ownership information provided to the company's board of directors at this time.² The chairman of the board shall be responsible for convening the nomination committee and shall, to the extent that the nomination committee deems appropriate, participate in the work of the nomination committee as an adjunct without voting rights. The company's shareholders shall also be given the opportunity to submit comments on the work and composition of the nomination committee. Such comments must be submitted by e-mail to nomination.committee@sintercast.com or in writing to the company at the address SinterCast Aktiebolag, Att: Nomination committee, Kungsgatan 2, 641 30 Katrineholm, or such other address as the company designates on its website, www.sintercast.com, no later than the above-mentioned date each year.

The member representing the shareholder holding the highest percentage of voting rights shall be appointed chairman of the nomination committee. In the event that a shareholder entitled to appoint a member chooses not to appoint a member, the right to appoint a member shall pass to the shareholder holding the next highest percentage of voting rights until four members, each representing a shareholder of the company, are appointed. If, more than three months before the annual general meeting, any shareholder that has appointed a member of the nomination committee is no longer one of the four shareholders holding the highest percentage of voting rights, the member appointed by that shareholders must stand down, and any shareholder that has then become one of the four shareholders holding the highest percentage of voting rights will then be entitled to appoint a member. If a member leaves the nomination committee before its work is completed, and the nomination committee finds it desirable that a replacement be appointed, that replacement will represent the same shareholder or, if the shareholder is no longer one of the four shareholders holding the highest percentage of voting rights, the

shareholder holding the next highest percentage of voting rights. Changes in membership of the nomination committee must be made public immediately.

The identity of nomination committee members before each annual general meeting must be made public no later than six months before the annual general meeting. No remuneration is payable to members of the nomination committee. The company will pay necessary overheads incurred by the nomination committee in its work. The nomination committee's term of office runs until the identity of the next nomination committee members has been made public.

The nomination committee will draw up proposals on the following matters to be decided at the annual general meeting:

- a) election of chair at the annual general meeting;
- b) number of board members, auditors and any deputies to them;
- c) remuneration to the board members and the auditors;
- d) election of board members and any deputies to them;
- e) election of chairman of the board;
- f) election of auditors and any deputies to them; and
- g) instructions for the nomination committee (when needed).

In performing other aspects of its work, the nomination committee must perform the duties incumbent on it under the Swedish Code of Corporate Governance (including accompanying instructions). These instructions for the nomination committee are valid until the annual general meeting resolves otherwise.

Notes:

1) The ownership statistics to be used must be sorted by voting power (grouped by ownership) and contain the largest shareholders registered in Sweden, i.e. shareholders with an account with Euroclear Sweden AB in their own name or shareholders who hold a custody account with a nominee who has stated the shareholder's identity to Euroclear Sweden AB.

2) This means, for example, that ownership via holding companies, endowment insurance, investment savings account or similar ownership must be taken into account.

Decision on approval of the Board of Director's remuneration report 2022 (item 14)

The Board of Directors proposes that the Annual General Meeting resolves to approve the Board's report on remuneration to senior executives prepared in accordance with Chapter 8, Section 53 a of the Swedish Companies Act. The report is available at SinterCast and on the SinterCast website www.sintercast.com and will be sent by post, upon request, to shareholders who provide their postal address.

Decision on authorisation of the Board of Directors to decide upon acquisition and disposal of SinterCast shares (item 15)

The Board of Directors proposes that the Annual General Meeting authorises the Board to, on one or more occasions prior to the next Annual General Meeting,

- decide upon the acquisition of SinterCast shares. SinterCast may only acquire such number of shares so that the company's shareholding at any given time does not exceed 10 percent of the total shares in the company. Acquisition of shares may be made on Nasdaq Stockholm at a price within the registered price interval on each occasion,
- decide upon disposal of a maximum of all SinterCast shares held by the company at any given time, on Nasdaq Stockholm or in other ways, for example in connection with the acquisition of a company or business, with or without a deviation from the shareholders' preferential rights and with or without payment in kind or payment by set-off. Disposal of shares on Nasdaq Stockholm may only be made at a price within the registered price interval on each occasion. Disposal of shares in other ways may be made at a market price estimated by the Board of Directors.

The purpose of the authorisation is for SinterCast to be able to acquire its own shares at any given time so as to adapt the capital structure of the company and to be able to transfer shares in connection with a potential acquisition of a company or business.

Decision on amendment of the articles of association - shareholder proposal (item 16)

The shareholders Ulf Stenbeck, personally and via company, and Torbjörn Gustafsson propose that the Annual General Meeting resolves to amend § 6 of the articles of association, as regards the limits for the number of board members, as follows.

Current wording § 6

The Board of Directors shall consist of not less than five (5) and not more than seven (7) Ordinary Members and not more than two (2) Alternates.

Proposed wording § 6

The Board of Directors shall consist of not less than three (3) and not more than five (5) Ordinary Members and not more than one (1) Alternate.

Miscellaneous

Complete decision proposals from the Nomination Committee regarding items 2, 10-13 and complete decision proposals from the Board of Directors regarding items 9 b), 14 and 15 are stated above. The following documents are available at

SinterCast and on the SinterCast website www.sintercast.com and will be sent by post, upon request, to shareholders who provide their postal address:

- Annual report (including the Board of Directors' statement according to Chapter 18, Section 4 of the Swedish Companies Act) and auditor's report,
- The Board's report on remuneration to senior executives in accordance with Chapter 8, Section 53 a of the Swedish Companies Act,
- Auditor's statement in accordance with Chapter 8, Section 54 of the Swedish Companies Act,
- The Board's statement in accordance with Chapter 19, Section 22 of the Swedish Companies Act, and
- The Nomination Committee's proposals and reasoned opinion.

On the date of issue of this notice, the total number of shares and votes in SinterCast was 7,090,133.

A valid resolution pursuant to item 15 and item 16 respectively requires that it is supported by shareholders representing at least two thirds of the votes and shares represented at the Annual General Meeting.

The Board of Directors and the Managing Director shall, if any shareholder so requests and the Board of Directors considers that this may be done without significant damage being incurred by SinterCast, provide information at the Annual General Meeting regarding circumstances that may affect an assessment of an item on the agenda or circumstances that may affect an assessment of the financial situation of SinterCast. This duty of disclosure also applies to the parent company's relationship to other group companies, the consolidated accounts and such circumstances regarding subsidiaries which are set out in the foregoing sentence.

SinterCast Aktiebolag, Company Registration Number 556233-6494, with its registered office in Stockholm, Sweden, is the controller for its and its service providers' processing of personal data in connection with the Annual General Meeting. For information on how personal data is processed, see:

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

April 2023
SinterCast Aktiebolag
The Board of Directors

This is an unofficial translation of the original Swedish notice to the Annual General Meeting. In the event of any discrepancy between the versions, the Swedish version shall prevail.