

To the Shareholders of Cavotec SA: Notice of the Extraordinary General Meeting

To be held on Tuesday, July 16, 2025, in Lugano, Switzerland at 10:00 CEST (doors open at 09:30 CEST) at Cavotec SA headquarters in Lugano, Switzerland (Corso Elvezia 16, 6900 Lugano, Switzerland),

Shareholders are invited to review the different ways to participate at the Extraordinary General Meeting (this extraordinary general meeting, "**EGM**") and cast their vote. Detailed information on this can be found in the "Participation" section of this invitation.

Agenda and Proposals of the Board of Directors

1. Delisting of Cavotec SA's shares from Nasdaq Stockholm

Proposal

The Board of Directors proposes to approve the delisting of all shares in Cavotec SA from Nasdaq Stockholm, subject to the successful completion of the public tender offer by Cavotec Group AB to acquire all shares in Cavotec SA.

Explanation

On 21 May 2025, Cavotec Group AB, a wholly owned Swedish subsidiary of Cavotec SA, announced an offer to acquire all shares in Cavotec SA in exchange for one (1) ordinary share in Cavotec Group AB per Cavotec SA share, for the purpose of implementing a change of domicile from Switzerland to Sweden (the "**Offer**"). Following, and subject to, the completion of the Offer, the ordinary shares of Cavotec Group AB will be listed on Nasdaq Stockholm and the shares in Cavotec SA are intended to be delisted. Pursuant to art.704 of the Swiss Code of Obligations, the delisting of equity securities of a company is exclusively to be resolved by the shareholders of the company.

For further information, please refer to Cavotec Group AB's announcement of the Offer, under the section "Statutory merger and delisting", available on this link: <https://storage.mfn.se/3ba20fe9-662b-4237-8705-24ef80d6b87d/cavotec-to-change-domicile-from-switzerland-to-sweden-shareholders-of-cavotec-are-offered-to-exchange-their-shares-in-exchange-offer.pdf>.

2. Acknowledgement of the resignation of the current members of the Board of Directors, Election of five new member of the Board of Directors, nomination of the Chairman of the Board of Directors

Proposal

The Board of Directors proposes to acknowledge the resignation of Johan Patrik Tigerschiöld, Niklas Edling, Annette Kumlien, Keith Svendsen, and Peter Nilsson, all with effect on 16 July 2025. The Board of Directors proposes to replace them by electing the following persons, effective as of 16 July 2025:

2.1 Election of Vanessa Tisci

2.2 Election of Joakim Wahlquist

2.3 Election of Martin Momo Semelis

2.4 Election of Jonathan Eriksson

2.5 Election of Willian Cheyne

2.6 Election of Vanessa Tisci as Chairperson of the Board of Directors

Explanation

Following the delisting of Cavotec SA, the company will no longer require a composition of the Board corresponding to that of a listed company. The simplification of the structure of the Board is more appropriate for Cavotec SA as a group subsidiary and will facilitate the efficient implementation of the upcoming merger between Cavotec SA and a newly incorporated Swiss subsidiary of Cavotec Group AB.

For further information, please refer to Cavotec Group AB's announcement of the Offer, under the section "Statutory merger and delisting", available on this link: <https://storage.mfn.se/3ba20fe9-662b-4237-8705-24ef80d6b87d/cavotec-to-change-domicile-from-switzerland-to-sweden-shareholders-of-cavotec-are-offered-to-exchange-their-shares-in-exchange-offer.pdf>.

Pursuant to Article 698 para. 2 item 2/para. 3 item 1 CO and Article 13 of the Articles of Association, the General Meeting of Shareholders elects individually each member of the Board of Directors and the Chairman of the Board of Directors. The Board of Directors shall be composed of a minimum of five and a maximum of ten members. The Directors are elected each year to hold office until the following annual general meeting.

3. Grant of Discharge from Liability to the Board of Directors for the time for the period from 1 January 2025 until the date of the EGM

Proposal

The Board of Directors proposes that discharge be granted to all the members of the Board of Directors for the period from 1 January 2025 until the date of the EGM.

Explanation

Pursuant to Article 698 para. 2 item 7 CO and Article 12 para. 4 of the Articles of Association, the General Meeting of Shareholders is competent to discharge the members of the board of directors.

Organisational Matters

Documentation

All material for the EGM is also available on the company's website ir.cavotec.com, and shareholders may request copies at no cost of these documents at the following e-mail address: agm@cavotec.com.

Chair of the EGM and Language

Pursuant to art. 11 of the Articles of association, General meetings of shareholders are presided over by the chairman of the board of directors or, in his absence, by a chairman of the day to be elected by the general meeting of shareholders. The EGM will be chaired by Massimo Vanotti, partner at Bär & Karrer AG, Via Vegezzi 6, Lugano 6901, Switzerland. Furthermore, the EGM, will be held in English and information and material will be available in English only. This is in accordance with an exemption granted by the Swedish Financial Supervisory Authority.

Participation

Only shareholders entered in the share register with the right to vote on **July 10, 2025 ("Record Date")** will be entitled to participate and to vote at the EGM. Mails each containing this EGM notice and the proxy form for this EGM ("**Proxy Form**") will be posted from June 26, 2025 to shareholders entered in the share register with the right to vote as of June 23, 2025. Shareholders who had been entered into the share register after June 24, 2025, but before Record Date will not receive the individual EGM material by post, but can use the proxy form available at ir.cavotec.com and follow the instructions below. The Proxy Form will be available on the company's website: ir.cavotec.com, on June 25, 2025.

Please note that shareholders do not need to attend the EGM in person and that they may appoint a proxy to represent them.

Admission tickets will be sent out prior to the EGM from July 15, 2025, by e-mail to shareholders indicating in the proxy form to attend the EGM in person or through a shareholder's legal representative ("**Personal Proxy**"), as the case may be.

Shareholders whose shares are held through a bank or broker acting as a nominee with Euroclear Sweden AB must request their bank or broker to have their shares temporarily owner-registered with Euroclear Sweden AB. Such registration must be completed no later than the Record Date, July 10, 2025. Shareholders are requested to inform their nominees in good time prior to this date.

You may appoint the following persons to represent you:

- Mr. Edoardo Buzzi, Attorney-at-Law, Via Cantonale 19, 6901 Lugano, Switzerland, has been appointed as independent shareholders' representative pursuant to Art. 9a of the Articles of Association ("**Independent Proxy**"). You may follow the instructions below to appoint and instruct the Independent Proxy; or
- any third person, by contacting them directly, as the Personal Proxy.

Electronic Proxy

On the website <https://anmalan.vpc.se/euroclearproxy> shareholders have the possibility to appoint the Independent Proxy and to give him instructions electronically. Registered shareholders will receive their personal login data (the "**Individual Login**") by regular mail. The proxy granted electronically (the "**Electronic Proxy**") has the same validity as the physical Proxy Form. Please note that you cannot vote twice (electronically and by mail); the instructions (electronic or by mail) which have been given later prevail. Additional information on the Electronic Proxy is available on <https://anmalan.vpc.se/euroclearproxy>.

Instructions to participate for Holders of SIX SIS registered shares

The following information is to shareholders who hold their company's shares through SIX SIS AG.

To attend the EGM and exercise your voting right, you must be registered in the share register of the company ("**Share Register**") and complete the Proxy Form or Electronic Proxy in accordance with the instructions set out below.

1. Registration in the Share Register:

In order to be entitled to voting rights at the EGM, shareholders who are not already registered in the Share Register must request to be registered as shareholders in the Share Register prior to the Record Date, i.e. on July 10, 2025, in accordance with the instructions set out below:

- Shareholders must instruct their custodians to register them as shareholders in their own names in the Share Register.
- The registration in the Share Register may be requested at any time.
- The registration must be completed on the Record Date at the latest.

Shareholders who are already registered in the Share Register do not have to perform any additional steps and will be provided automatically with the Proxy Form and the Individual Login.

Please note that the registration process may take time. To ensure their registration in time for the EGM, shareholders are therefore kindly invited to issue instructions to their custodians as soon as possible.

2. Registration/Proxy Voting:

Shareholders, who are registered in the Share Register in their own names, will be able to register to attend the EGM in person, appoint the Independent Proxy, Mr. Edoardo Buzzi, Attorney-at-Law, Via Cantonale 19, 6901 Lugano, Switzerland, or appoint a Personal Proxy as follows:

- In order to attend the EGM in person:
 - *By post:* the Proxy Form must be returned indicating the wish to attend the meeting physically by filing in the corresponding section to Cavotec EGM 2025, C/O Euroclear Sweden AB, Box 191, 101 23 Stockholm, Sweden, well in advance and in any case before **July 14, 2025**;
 - *Electronically:* Alternatively, shareholders will also be able to indicate the wish to attend the meeting physically by filing an electronic request thereof on <https://anmalan.vpc.se/euroclearproxy> according to the instructions set out, by **July 14, 2025**, at 2pm at the latest.
- In case of a proxy conferred to the Independent Proxy:
 - *By post:* the Proxy Form must be returned to Cavotec EGM 2025, C/O Euroclear Sweden AB, Box 191, 101 23 Stockholm, Sweden, well in advance and in any case before **July 14, 2025**.
 - *Electronically:* Alternatively, shareholders will also be able to appoint the Independent Proxy electronically with the Electronic Proxy on <https://anmalan.vpc.se/euroclearproxy> according to the instructions set out by **July 14, 2025**, at 2pm at the latest
- In order to attend the EGM by a Personal Proxy, the duly signed Proxy Form must be returned to Cavotec EGM 2025, C/O Euroclear Sweden AB, Box 191, 101 23 Stockholm Sweden, well in advance and in any case before July 11, 2025, indicating the wish to attend the meeting through a Personal Proxy, by filing in the corresponding sections on the Proxy Form.

3. Access to the EGM and Voting Rights:

To be granted access to the EGM, the Proxy Form must be filled out following the instructions on the Proxy Form and returned in accordance with the instructions set out above. Voting via multiple channels will be disregarded.

Even if you intend to participate in person, you must fill out the Proxy Form indicating so and return it in accordance with the instructions set out above.

Instructions to participate for Holders of Euroclear Sweden registered shares

The following information is to shareholders who hold their company's shares through Euroclear Sweden AB, which shares trade on Nasdaq Stockholm ("**Euroclear Registered Cavotec Shares**").

To attend the EGM and exercise your voting right, you must register your voting rights in the register of shareholders kept by Euroclear Sweden AB ("**Register of Shareholders**") and complete the Proxy Form or Electronic Proxy in accordance with the instructions set out below.

1. Registration Process for Voting Rights:

Direct-registered holders:

Holders of Euroclear Registered Cavotec Shares who hold their Euroclear Registered Cavotec Shares on an account directly with Euroclear Sweden, a CSD-account (Sw: *Vp-konto*), will be automatically included in the Register of Shareholders and do not have to perform any registration regarding voting rights and will be provided automatically with the Proxy Form and the Individual Login.

Nominee-registered holders:

To be registered and entitled to vote at the EGM, shareholders who hold Euroclear Registered Cavotec Shares via a nominee ("**Nominee-registered Holders**") must act in accordance with the instructions set out below:

- Nominee-registered Holders must request the nominee to register their Euroclear Registered Cavotec Shares temporarily in their own name in the Register of Shareholders.
- The registration in the Register of Shareholders will start on June 26, 2025.
- The registration in the Register of Shareholders must be completed at end of business day at the Record Date at the latest.

Nominee-registered holders with Non-affiliated Nominees:

To be registered and entitled to vote at the EGM, Nominee-registered Holders who hold their Euroclear Registered Cavotec Shares on custody accounts with nominees that are not affiliated directly as nominees to Euroclear Sweden AB ("**Non-affiliated Nominees**") must follow the instructions below:

- Nominee-registered Holders with Non-affiliated Nominees must request their custodian bank or their nominee to register their Euroclear Registered Cavotec Shares temporarily in their own name in the Register of Shareholders. To do so, you must instruct the institution where you have your account to forward the registration request to Euroclear Sweden AB through its own custodians and/or nominees.
- The registration in the Register of Shareholders will start on June 26, 2025.
- The registration in the Register of Shareholders must be completed at end of business day at the Record Date at the latest.

Please note that the registration process may take time in such circumstances. To ensure their registration, shareholders are therefore kindly invited to issue instructions to their Non-affiliated Nominees as soon as possible.

2. Registration/Proxy Voting:

Nominee-registered Holders and direct-registered holders:

Holders of Euroclear Registered Cavotec Shares, registered on either a CSD-account (Sw *Vp-konto*) or a custody account with a nominee directly affiliated to Euroclear Sweden AB will be able to register to attend the EGM in person, appoint the Independent Proxy, Mr. Edoardo Buzzi, Attorney-at-Law, Via Cantonale 19, 6901 Lugano, Switzerland, or appoint the Personal Proxy as follows:

- In order to attend the EGM in person:
 - *By post*: the Proxy Form must be returned indicating the wish to attend meeting physically by filing in the corresponding section to Cavotec EGM 2025, C/O Euroclear Sweden AB, Box 191, 101 23 Stockholm, Sweden, well in advance and in any case before **July 14, 2025**;
 - *Electronically*: Alternatively, shareholders will also be able to indicate the wish to attend the meeting physically by filing an electronic request on <https://anmalan.vpc.se/euroclearproxy> according to the instructions set out, by **July 14, 2025**, at 2pm at the latest. Shareholders that have a Swedish BankID can also use their Swedish BankID to log on the website <https://anmalan.vpc.se/euroclearproxy>.
- In case of a proxy conferred to the Independent Proxy:
 - *By post*: the Proxy Form must be returned to Cavotec EGM 2025, C/O Euroclear Sweden AB, Box 191, 101 23 Stockholm, Sweden, well in advance and in any case before **July 14, 2025**.
 - *Electronically*: Alternatively, shareholders will also be able to appoint the Independent Proxy electronically with the Electronic Proxy on <https://anmalan.vpc.se/euroclearproxy> according to the instructions set out by **July 14, 2025**, at 2pm at the latest. Shareholders that have a Swedish BankID can also use their Swedish BankID to log on the website <https://anmalan.vpc.se/euroclearproxy>.
- In order to attend the EGM by a Personal Proxy, the duly signed Proxy Form must be returned to Cavotec EGM 2025, C/O Euroclear Sweden AB, Box 191, 101 23 Stockholm Sweden, well in advance and in any case before July 11, 2025, indicating the wish to attend the meeting through a Personal Proxy, by filing in the corresponding sections on the Proxy Form.

Nominee-registered Holders with non-affiliated nominees:

In order to appoint the Independent Proxy, Nominee-registered Holders with Non-affiliated Nominees must:

- Download the Proxy Form from the web site ir.cavotec.com. The form will be available from June 25, 2025.
- Print and fill out the Proxy Form downloaded from ir.cavotec.com and return it signed with wet-ink and to Cavotec EGM 2025, C/O Euroclear Sweden AB, Box 191, 101 23 Stockholm, Sweden well in advance and in any case before **July 11, 2025**.

Additional Instructions for Non-affiliated Nominees:

Non-affiliated Nominees are urged to forward the above information to their custody-account holders holding Euroclear Registered Cavotec Shares.

3. Access to the EGM and Voting Rights:

To be granted access to the EGM and to enable voting right both the registration of voting rights as described above and the Proxy Form must be filled out according to the instructions on the Proxy Form and returned in accordance with the instructions set out above.

Even if you intend to participate in person, you must fill out the Proxy Form indicating so and return it in accordance with the instructions set out above.

Lugano, June 25, 2025

For the Board of Directors of
Cavotec SA

Patrik Tigerschiöld Chairman

Contacts

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About Cavotec

Cavotec is a leading cleantech company that designs and delivers connection and electrification solutions to enable the decarbonisation of ports and industrial applications. Backed by 50 years of experience, our systems ensure safe, efficient and sustainable operations for a wide variety of customers and applications worldwide. To find out more about Cavotec, visit cavotec.com.

Attachments

[To the Shareholders of Cavotec SA: Notice of the Extraordinary General Meeting](#)