

## **BE GROUP'S ANNUAL GENERAL MEETING 2026**

**The annual general meeting 2026 of BE Group AB (publ) ("BE Group") was held today, Wednesday April 22, at Elite Hotel Savoy in Malmö. The following principal resolutions were passed at the annual general meeting.**

### **Adoption of the result and balance sheet and discharge from liability**

The general meeting resolved to approve the adopted statement of income and the balance sheet and the consolidated statement of income and consolidated balance sheet.

The board of directors and the CEO was discharged from liability for the time period to which the report relates.

### **Appropriation of the company's profit**

The annual general meeting resolved in accordance with the board's proposed appropriation of the company's profit, entailing that no dividend should be paid and that the available funds of the parent company, SEK 568,208,102 in total, should be carried forward.

### **Election of board members and auditor**

Monika Gutén, Lars Olof Nilsson, Alexander Svedulf and Anders Rothstein were re-elected as board members. Anders Rothstein was also re-elected as chairman of the board. Peter Wennerstein was elected as new board member.

Peter Wennerstein, born in 1974, holds a M.Sc. (Economics and Business) and is employed by AB Traction (publ). Peter Wennerstein has previous experience from leading roles within Kesko Sweden and FM Mattsson Mora Group. Peter Wennerstein is to be considered independent in relation to the Company and the Company's executive management but not in relation to the Company's principal owners. Peter Wennerstein has no shares in BE Group.

The accounting company Ernst & Young AB was re-elected as Auditor.

### **Fees**

It was resolved that the fees to the board of directors shall amount to a total of SEK 1,380,000, excluding committee fees, whereof SEK 460,000 (unchanged) to the chairman of the board and SEK 230,000 (unchanged) to each of the other board members elected by the general meeting. The general meeting resolved that for work in the audit committee, the fees shall amount to SEK 80,000 (unchanged) to the chairman and SEK 40,000 (unchanged) to each of the other committee members. It was resolved that no remuneration shall be paid for work in the remuneration committee.

It was resolved that fees to the auditor shall be paid according to approved invoices.

#### **Approval of remuneration report**

The general meeting approved the board of directors' proposal regarding remuneration report.

#### **Resolution on the implementation of and guidelines for an incentive program and a directed issue of warrants**

In accordance with the board of directors' proposal, the general meeting resolved to introduce an incentive program for the company's management ("**TO 2026/2029:1**") in line with the stated guidelines. The general meeting also resolved on the related issue of up to 250,000 warrants, entailing an increase in the share capital, upon full exercise, of no more than SEK 625,000. The right to subscribe for the warrants shall, with deviation from the shareholders' preferential rights, be granted to members of the company's management participating in the incentive program TO 2026/2029:1. The incentive program TO 2026/2029:1 means that the participants subscribe on market-based terms. Upon full exercise of the warrants, the incentive program corresponds to a dilution of approximately 1.3 percent of the total number of shares in the company.

#### **Resolution on the authorization of the board of directors to decide on new issues of shares, convertible bonds, and/or warrants**

In accordance with the proposal of the board of directors, the general meeting resolved to authorize the board to decide, during the period until the next annual general meeting and on one or more occasions, decide on new issues of shares, convertible bonds, and/or warrants, with or without deviation from the shareholders' preferential rights. The purpose is to provide flexibility for acquisitions of companies, businesses, or parts thereof, and to increase the financial flexibility for BE Group. If the decision on the issue is made with deviation from the shareholders' preferential rights, the number of shares that may be issued through new issues of shares, conversion of convertible bonds, or exercise of warrants must not exceed ten (10) percent of the total number of shares at the time the authorization is first used. Decisions on the issue may be made with provisions for non-cash consideration, set-off, cash payment, and/or other conditions.

#### **Authorization for the board of directors to decide on purchase of the company's own shares**

In accordance with the proposal of the board of directors, the general meeting resolved to authorize the board to decide, on one or several occasions up to the annual general meeting 2027, on purchase of the company's own shares. The purpose is to provide the board of directors with increased flexibility in managing the company's capital structure and enhancing shareholder value, as well as to enable financing of minor company acquisitions. Purchases may be made of up to such a number of shares that the company's own holdings



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22 April 2026 17:20:00 CEST

at any time do not exceed ten (10) percent of all shares in the company. Purchases may only be made on Nasdaq Stockholm and may only be made at a price within the prevailing price range, meaning the range between the highest bid price and the lowest ask price at any given time.

### **Authorization for the board of directors to decide on transfer of the company's own shares**

In accordance with the proposal of the Board of Directors, the general meeting resolved to authorize the board of directors to decide, on one or several occasions up to the annual general meeting 2027, on the transfer of the company's own shares. The purpose is to enable BE Group to finance minor company acquisitions. Transfer of shares may take place with deviation from the shareholders' preferential rights corresponding to a maximum number of shares held by the company at the time of the board of director's decision. Transfer of shares may take place as payment of whole or part of the purchase price at the acquisition of a company or business or part of a company or business, and the consideration shall be equal to the assessed market value of the share. On such transfer, payment may be made by assets contributed in kind or by set-off of a claim against BE Group. Transfer may also be made against cash payment by sale on Nasdaq Stockholm, at a price within the price interval that may be registered at any given time, i.e. the interval between the highest purchase price and the lowest sales price at the time of transfer. The Board of Directors shall be entitled to determine the other terms and conditions of the transfer.

Additional information about BE Group can be found on the company website [www.begroup.com](http://www.begroup.com).

### **For further information, please contact:**

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*BE Group AB (publ), which is listed on the Nasdaq Stockholm exchange, is a leading independent steel distributor that stores and processes steel, stainless steel, and aluminium for customers primarily in the construction and manufacturing industries. Through the company's production services, customers can order customized steel components to optimize their production processes. In 2024, the Group reported sales of SEK 4.7 billion. BE Group has approximately 640 employees, with Sweden and Finland as its largest markets. The headquarters is located in Malmö, Sweden. Read more about BE Group at [www.begroup.com](http://www.begroup.com).*

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**About BE Group**

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