

**Press Release**  
**09 July 2025 16:00:00 CEST**

## **NOTICE TO EXTRAORDINARY GENERAL MEETING OF SOLTECH ENERGY SWEDEN AB (PUBL)**

The shareholders of Soltech Energy Sweden AB (publ), reg. no. 556709-9436, (the "Company") are hereby invited to the extraordinary general meeting on 8 August 2025 at 09.00 at the Company's premises at Birger Jarlsgatan 41A in Stockholm. Entry and registration take place from 08.30.

### **Right to attend the general meeting**

Shareholders who wish to attend the extraordinary general meeting shall:

- i. be registered as shareholder in the share register maintained by Euroclear Sweden AB on 31 July 2025 and if the shares are registered in the name of a nominee, ensure that the nominee registers the shares in the shareholder's own name for voting purposes in such time that the registration is completed at the latest on 4 August 2025 (see further under the heading "Nominee-registered shares" below); and
- ii. give notice of participation to the Company in accordance with the instructions set out under the heading "Notice of attendance" no later than on 4 August 2025.

### **Notice of attendance**

Shareholders who wish to attend the general meeting in person or by proxy shall give notice to the Company thereof either by e-mail to [info@soltechenergy.com](mailto:info@soltechenergy.com) or by post to Soltech Energy Sweden AB (publ), "Extraordinary general meeting", Birger Jarlsgatan 41A, SE-111 45 Stockholm, Sweden. The notice of attendance shall state the shareholder's name, personal identification number or corporate registration number, address, telephone number and, where applicable, the number of accompanying advisors (not more than two).

Shareholders who do not wish to participate at the general meeting in person, may exercise their voting rights at the general meeting through a proxy with a written, signed and dated power of attorney. If the power of attorney is issued by a legal entity, a copy of the certificate of registration or an equivalent authorisation document for the legal entity must be enclosed.

In order to facilitate the registration at the extraordinary general meeting, powers of attorney, certificates of registration and other documents of authority should be received by the Company at the address Soltech Energy Sweden AB (publ),

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"Extraordinary general meeting", Birger Jarlsgatan 41A, SE-111 45 Stockholm, Sweden no later than on 4 August 2025. Please note that notice of attendance at the general meeting must be given even if the shareholder wishes to exercise its voting rights at the general meeting through a proxy. A submitted power of attorney is not considered as a notice of attendance at the general meeting. A template proxy form is available at the Company's website (<https://soltechenergy.com/en/>) and will be sent to the shareholders who request it.

**Nominee-registered shares**

Shareholders whose shares are registered with a bank or other nominee must arrange through the nominee to have the shares temporarily registered in their own name in order to be entitled to participate in the extraordinary general meeting. Such registration (so-called voting rights registration), which normally is processed in a few days, must be completed no later than 4 August 2025 and should therefore be requested from the nominee well before this date. Voting rights registration requested by a shareholder in such time that the registration has been made by the relevant nominee no later than 4 August 2025 will be considered in preparations of the share register.

**Proposed agenda**

1. Opening of the meeting and election of chairman of the meeting
2. Preparation and approval of the voting list
3. Approval of the agenda
4. Election of one or two persons to approve the minutes of the meeting
5. Determination of whether the meeting has been duly convened
6. Resolution on a directed issue of consideration shares to Artim Balance BidCo AB
7. Resolutions on determination of number of members of the board of directors, and election of two new members of the board of directors, and on remuneration to newly elected members of the board of directors
8. Resolution on amendment of the articles of association
9. Resolution on authorisation for the board of directors to issue shares, warrants and/or convertibles
10. Closing of the meeting

**Proposals for resolutions****Item 6: Resolution on a directed issue of consideration shares to Artim Balance BidCo AB**

The board of directors of Soltech Energy Sweden AB (publ) (the "**Company**") proposes that the general meeting resolves to increase the Company's share capital through a share issue (the "**Consideration Share Issue**") on the following terms:

1. The Company's share capital shall increase by not more than SEK 2,834,558.40 through an issue of not more than 56,691,168 shares.

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2. The right to subscribe for the new shares shall only rest with Artim Balance BidCo AB, reg. no. 559458-8914 ("**Artim Balance**"). The reasons for the deviation from the shareholders' preferential rights is the agreement between the Company as purchaser and Artim Balance as seller regarding the Company's acquisition (the "**Acquisition**") of all shares in Kommstart 3974 AB (under name change to Sesol Group AB), reg. no. 559534-6866 ("**Sesol Group**"), under which Artim Balance shall have a right and obligation to subscribe for the new shares.
3. A subscription price of SEK 2.065 shall be paid for each share, entailing a total subscription price of not more than SEK 117,067,261.92. The principle and basis for determining the subscription price in the Consideration Share Issue have been negotiated between the Company and Artim Balance, based on which the subscription price has been determined to SEK 2.065 per share, corresponding to 10 trading days' volume-weighted average price paid for the Company's shares on Nasdaq First North Growth Market during the period 19 June - 3 July 2025. The board of directors is therefore of the opinion that market terms in the Consideration Share Issue has been ensured.
4. Subscription of the new shares shall be made on a separate subscription list no later than on 30 September 2025.
5. Payment for the new shares shall be made no later than on 30 September 2025. The board of directors shall have the right to allow set-off according to Chapter 13, Section 41 of the Swedish Companies Act. It is noted that the intention of the board of directors is to allow such set-off of claims on the Company occurring in connection with Artim Balance's sale of the shares in Sesol Group to the Company.
6. The board of directors shall be entitled to extend the subscription period and the date for payment, respectively.
7. The part of the subscription price exceeding the quota value of the shares shall be allocated the non-restricted share premium reserve.
8. The new shares shall entitle to dividends the first time on the dividend record date that falls closest to the date on which the new shares are entered in the share register maintained by Euroclear Sweden AB.
9. The CEO or the person designated by the CEO shall have the right to make those minor adjustments to the above resolution that may prove necessary for registration with the Swedish Companies Registration Office and Euroclear Sweden AB.

The resolution on the Consideration Share Issue shall be conditional upon Artim Balance receiving the necessary clearances from the Swedish Competition Authority and the Swedish Inspectorate of Strategic Products for completing the Acquisition.

The issue resolution shall be conditional upon that the general meeting's resolution is supported (i) by shareholders representing at least two thirds of both the votes cast and the shares represented at the meeting and (ii) by shareholders representing at least two thirds of both the votes cast and the shares represented at the meeting with disregard to any shares held and represented at the meeting by Artim Balance.

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Documents pursuant to Chapter 13, Section 6 of the Swedish Companies Act have been prepared.

Upon full subscription and allocation of the new shares in the Consideration Share Issue, Artim Balance will become the owner of 56,691,168 shares in the Company, corresponding to 30 per cent of all shares and votes in the Company after completion of the Consideration Share Issue.

**Item 7: Resolutions on determination of number of members of the board of directors, and election of two new members of the board of directors, and on remuneration to newly elected members of the board of directors**

Given the Company's acquisition of the shares in Sesol Group and for the period until the end of the next annual general meeting, the board of directors of the Company proposes that the board of directors shall be expanded from four to six members, that Jacob Langhard and Thomas Mejdell shall be elected as new members of the board of directors, and that a yearly remuneration of SEK 300 000, together with remuneration for any committee work in accordance with the decision of the most recent annual general meeting, shall be paid to each of the newly elected members of the board of directors, and that such remuneration to these members for the period from the time upon which their election takes effect until the end of the next annual general meeting shall be paid in proportion to the length of their respective terms. The resolutions shall be conditional upon and take effect from the date of the Company's completion of the acquisition of the shares in Sesol Group.

Thomas Mejdell, born in 1986 and a Norwegian citizen, is Managing Director at Nordic Capital Advisors and a member of the board of directors of Sesol, Sortera and RESMAN, and was previously a member of the board of directors of Macrobond and an analyst at Morgan Stanley. Thomas Mejdell holds a Master of Science in Finance from the Norwegian School of Economics. Thomas Mejdell does not own any shares in the Company.

Jacob Langhard, born in 1989 and a Swedish citizen, is Investment Director at Nordic Capital Advisors, member of the board of directors of Sesol and deputy member of the board of directors of Sortera and Cary Group, and was previously an analyst at Lazard. Jacob Langhard holds a Master of Science in Finance from the Stockholm School of Economics with studies at Yonsei University in Seoul. Jacob Langhard does not own any shares in the Company.

**Item 8: Resolution on amendment of the articles of association**

The board of directors proposes that the meeting resolves to amend the Company's articles of association in accordance with the following:

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It is proposed that the number of shares in the articles of association be changed from being not less than 80,000,000 and not more than 320,000,000 to being not less than 185,000,000 and not more than 740,000,000, and that the share capital in the articles of association be changed from being not less than SEK 4,000,000 and not more than SEK 16,000,000 to being not less than SEK 9,250,000 and not more than SEK 37,000,000.

§ 4 of the articles of association shall therefore read as follows in English:

*"The share capital shall be no less than SEK 9,250,000 and not more than SEK 37,000,000."*

§ 5 of the articles of association shall therefore read as follows in English:

*"The number of shares shall be not less than 185,000,000 and not more than 740,000,000."*

The resolution shall be conditional upon that the meeting resolves on the Consideration Share Issue pursuant to item 6 above and that all new shares in the Consideration Share Issue are allocated and registered with the Swedish Companies Registration Office.

For a valid resolution in accordance with the board of director's proposal on amendment of the articles of association, the resolution must be supported by shareholders representing at least two-thirds of both the votes cast and the shares represented at the meeting.

**Item 9: Resolution on authorisation for the board of directors to issue shares, warrants and/or convertibles**

The board of directors proposes that the meeting resolves to authorise the board of directors to, for the period until the next annual general meeting, on one or more occasions resolve on issue of shares, warrants and/or convertibles, with or without deviation from the shareholders' preferential rights, to be paid in cash, in kind and/or by way of set-off, whereby the number of shares that may be added through new subscription or conversion may not result in the number of shares exceeding the number permitted by the articles of association.

The main purpose of that the board of directors shall be able to resolve on an issue without preferential rights for shareholders as set out above is to be able to raise new capital to increase the Company's flexibility and ability to accelerate the development of the Company's operations or in connection with acquisitions, and to diversify the shareholder base. The issue of new shares, convertibles or warrants pursuant to the authorisation shall be carried out on customary terms and under prevailing market conditions. If the board of directors finds it appropriate, in order to enable the delivery of shares in connection with an issue in accordance with the above, this may be done at

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a subscription price corresponding to the quota value of the shares. The board of directors, or a person appointed by the board of directors, shall be entitled to make the adjustments that may be necessary in connection with registration of the resolution with the Swedish Companies Registration Office.

The resolution shall be conditional upon that the new articles of association pursuant to item 8 above are registered with the Swedish Companies Registration Office. Provided that the authorisation pursuant to the above becomes effective and is registered with the Swedish Companies Registration Office, the authorisation from the annual general meeting 2025 shall cease to be effective and is thereby replaced by the authorisation pursuant to the above.

For a valid resolution in accordance with the board of director's proposal on authorisation, the resolution must be supported by shareholders representing at least two-thirds of both the votes cast and the shares represented at the meeting.

**Other information on dispensation from launching a mandatory takeover bid and majority requirements**

Artim Balance will, provided that the general meeting resolves on the Consideration Share Issue and that the Acquisition is completed, reach a shareholding in the Company representing at least three tenths (3/10) of the voting rights of all shares in the Company. According to Rule III.1 of the Stock Market Self-Regulation Committee's Takeover Rules for Certain Trading Platforms, Artim Balance is in such case obligated to launch a takeover bid for all shares in the Company within four weeks thereafter. Artim Balance has applied for and obtained a dispensation from the Swedish Securities Council (Sw. *Aktiemarknadsnämnden*) from launching such mandatory takeover offer. The dispensation decision by the Swedish Securities Council is conditional upon that (i) the Company informs its shareholders on how large the share of capital and votes in the Company that Artim Balance may reach through the Consideration Share Issue, and (ii) the resolution of the general meeting in accordance with the board of directors' proposal of the Consideration Share Issue is supported by at least two thirds (2/3) of the votes cast and shares represented at the general meeting, whereby any eventual shares and votes held and represented at the meeting by Artim Balance shall be disregarded. Upon full subscription and allotment of the new shares in the Consideration Share Issue, Artim Balance will become the owner of 56,691,168 shares in the Company, which corresponds to 30 per cent of all shares and votes in the Company after completion of the Consideration Share Issue.

**Number of shares and votes**

As of the date of this notice, the total number of shares and votes in the Company amounts to 132,279,393. The Company does not hold any own shares in treasury.

**Shareholders' right to request information**

Shareholders are reminded of their right to request information from the board of directors and the CEO at the extraordinary general meeting in accordance with Chapter 7, Section 32 and Chapter 7, Section 57 of the Swedish Companies Act.

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Documents that shall be made available prior to the extraordinary general meeting pursuant to the Swedish Companies Act is made available at the Company and on the Company's website ([www.soltechenergy.com](http://www.soltechenergy.com)). The documents will also be sent to the shareholders who request it and state their postal address. Such a request may be sent to Soltech Energy Sweden AB (publ), Birger Jarlsgatan 41A, SE-111 45 Stockholm, Sweden or by e-mail to [info@soltechenergy.com](mailto:info@soltechenergy.com). The proposals in accordance with items 6-9 above are included in the notice in full.

**Personal data**

For information about how personal data is processed in relation to the meeting, please refer to the Privacy notice available on Euroclear's website (<https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>).

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Stockholm in July 2025

**Soltech Energy Sweden AB (publ)**

The board of directors

**For more information, please contact:**

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Patrik Hahne, CEO, Soltech Energy Sweden AB

**E-mail:** [patrik.hahne@soltechenergy.com](mailto:patrik.hahne@soltechenergy.com)

**Phone:** +46 73- 518 51 66

Stefan Ölander, Chairman of the Board, Soltech Energy Sweden AB

**E-mail:** [stefan.olander@soltechenergy.com](mailto:stefan.olander@soltechenergy.com)

**Phone:** +46 70- 739 80 00

**About Soltech Energy Sweden AB (publ)**

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Soltech Energy is a full-service provider with market-leading expertise in solar energy, electrical engineering, façades, roofing contracting, charging infrastructure, and advanced energy storage solutions with integrated smart control systems. Soltech Energy Sweden AB (publ) is listed on the Nasdaq First North Growth Market under the ticker symbol SOLT. The Company's Certified Adviser is DNB Carnegie Investment Bank AB. For more information, visit: <https://soltechenergy.com>

**Image Attachments**

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**Soltech Energy\_Solar park**

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#### Attachments

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