

## Communication from Norion Bank's Annual General Meeting of 7 May 2024

**Norion Bank's Annual General Meeting was held on 7 May 2024. Summarized below are the most important decisions from the Annual General Meeting.**

### **Adoption of balance sheet and income statement**

The Annual General Meeting adopted the balance sheet and income statement for the Parent Company and the Group for the 2023 financial year.

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

The Annual General Meeting resolved that the unappropriated earnings at the disposal of the Annual General Meeting of SEK 6,503,083,411 be appropriated such that SEK 6,503,083,411 be carried forward, meaning that no dividend will be paid.

### **Board of Directors and auditors**

In accordance with the proposal from the Nomination Committee, the Annual General Meeting resolved to re-elect Board members Erik Selin, Charlotte Hybinette, Ulf Croona, Bengt Edholm and Marie Osberg as well as the new election of Arian Falck Raoof. Erik Selin was re-elected Chairman of the Board. For a more detailed presentation of the Board members, please refer to [www.norionbank.se](http://www.norionbank.se).

The Annual General Meeting elected Ernst & Young AB as auditor for the period until and including the next Annual General Meeting.

The Annual General Meeting also, as in previous years, resolved that fixed Board fees be paid in the amount of SEK 720,000 to the Chairman of the Board and in the amount of SEK 360,000 to each of the other Board members and that members of the Credit Committee, in addition to their Board fees, receive an additional fee of SEK 150,000 each, and that members of the Audit Committee and the Risk and Compliance Committee each receive an additional fee of SEK 100,000 for each committee respectively, in addition to their Board fees. The Annual General Meeting also resolved that fees to the auditor should be paid in accordance with an approved invoice.

### **Decision regarding principles for appointing the Nomination Committee together with the instructions for the members of the Nomination and Remuneration Committees**

The Annual General Meeting resolved that the corresponding principles for the appointment of the Nomination Committee, as well for the remuneration of the members of the Nomination Committee adopted by the 2022 Annual General Meeting should apply until a decision amending the format of the Nomination Committee is adopted by the Annual General Meeting. The principles in full are available at [www.norionbank.se](http://www.norionbank.se).

## **Guidelines for remuneration of senior executives and report on remunerations subject to the guidelines on remuneration of senior executives**

The Annual General Meeting adopted the following guidelines for the remuneration of senior executives to apply until the 2028 Annual General Meeting at the latest.

In accordance with the proposal by the Board of Directors, the Meeting resolved that remuneration to senior executives should consist of fixed salary, pension and other benefits. To avoid encouraging senior executives to take unsound risks, no form of variable compensation shall be payable. The full guidelines for remuneration to senior executives can be found at [www.norionbank.se](http://www.norionbank.se).

The Annual General Meeting adopted the Remuneration Report required by the guidelines on the remuneration of senior executives prepared by the Board of Directors in accordance with Chapter 8, Section 53a the Swedish Companies Act. The report is available from the Company website, [www.norionbank.se](http://www.norionbank.se).

## **Authorization for the Board of Directors to decide to issue new shares**

The Annual General Meeting resolved to authorize the Board of Directors to decide, on one or more occasions until the next Annual General Meeting and with or without deviation from the preferential rights of existing shareholders, for cash payment, payment in kind or through set-off, to issue shares corresponding to at most 10 percent of the total number of shares in the Company during the period until the next Annual General Meeting.

## **Authorization of the Board of Directors to determine repurchases and transfers of treasury shares**

The Annual General Meeting resolved to authorize the Board, for the period until the next Annual General Meeting, to decide, on one or more occasions, to repurchase shares such that the Company does not hold more than 10 percent of the total number of shares in Norion, on the condition that such acquisitions are approved by the Swedish Financial Supervisory Authority.

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

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## **About Norion Bank**

Norion Bank Group is a business-oriented Nordic financing bank. The Group's brands – Norion Bank, Walley and Collector – offer customized financing solutions that meet distinct needs in three customer segments: medium-sized corporates and real estate companies, merchants, and private individuals. As a specialist in financing solutions, Norion Bank Group is a leading complement to traditional large banks, with a vision of being the leading Nordic financing bank in its chosen segments.

Norion Bank offers corporate and real estate loans, as well as factoring for medium-sized corporates and real estate companies. The Walley brand offers flexible payment and checkout solutions to merchants and private individuals. The Collector brand offers personal loans and credit cards to private customers, as well as savings accounts to private individuals and companies. Norion Bank Group (formerly Collector Bank) was founded in 1999 and has offices in Gothenburg, Stockholm, Helsingborg, Oslo and Helsinki. Business is conducted through Norion Bank AB (public), which is listed on Nasdaq Stockholm.

## **Attachments**

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