

Bulletin from Norva24's 2024 Annual General Meeting

Norva24 Group AB (publ) held its Annual General Meeting today, 22 May 2024, in Stockholm.

Approval of the income statement and balance sheet, appropriation of profits and discharge of liability of Board members and the CEO

The Annual General Meeting resolved to adopt the income statement and the balance sheet for the group and the parent company. The Annual General Meeting resolved to carry forward the earnings of the year to a new account. The members of the Board of Directors and the CEO were discharged of liability in respect of the financial year 2023.

Election of members of the Board of Directors and auditors

The Annual General Meeting resolved that the Board of Directors would comprise six members and re-elected Monica Reib, Ulrika Östlund, Arild Bødal, Allan Engström and Linus Lundmark. Fredrik Karlsson was elected as new member of the Board of Directors. Arild Bødal was elected as Chairman of the Board of Directors.

Öhrlings PricewaterhouseCoopers AB was re-elected as auditor for the period up to the end of the next Annual General Meeting, with Authorised Public Accountant Nicklas Kullberg as Auditor-in-Charge.

Fees to the Board of Directors and auditors

The Annual General Meeting resolved that fees would be paid to the Board of Directors in the total amount of NOK 2,250,000, distributed as follows: NOK 650,000 to the Chairman and NOK 320,000 to each of the other members of the Board of Directors. It was further resolved that fees of NOK 125,000 shall be paid to the Chairman of the Audit Committee and NOK 50,000 to the members of the Audit Committee. Further, it was resolved that fees of NOK 70,000 shall be paid to the Chairman of the Remuneration Committee and NOK 40,000 to the members of the Remuneration Committee.

It was resolved that fees to auditors be paid in accordance with approved invoices.

Approval of remuneration report

The Annual General Meeting resolved to adopt the remuneration report.

Authorisation to acquire and sell shares

The Annual General Meeting resolved to authorise the Board of Directors to, on one or several occasions during the period until the 2025 Annual General Meeting, acquire shares in an amount limited so that the total holding of treasury shares does not exceed 10 per cent of all shares in Norva24. The Annual General Meeting also resolved to authorise the Board of Directors to, on one or several occasions during the period until the 2025 Annual General Meeting, sell treasury shares.

Authorisation to resolve on new share issue

The Annual General Meeting further resolved, in accordance with the Board of Directors' proposal, to authorize the Board of Directors to – at one or several occasions and for up until the end of the Annual General Meeting 2025 – resolve on issue of shares up to no more than 10 percent of the registered share capital at the time of the decision of the new share issue. New issue of shares can be made with or without deviation from the shareholders' preferential rights and with or without provisions for contribution in kind, set-off or other conditions.

Resolution regarding long-term incentive program

The Annual General Meeting decided to introduce a long-term incentive plan for members of management and key personnel, in accordance with the Board of Directors' proposal. The long-term incentive program comprises approximately 40 employees within the group. Provided that the participants with their own funds acquire shares in Norva24 at market price on Nasdaq Stockholm, the participants will be allotted options which will give the participants a right to acquire additional shares in Norva24 at a pre-determined price. The options is subject to a three-year vesting period. The total amount of shares in Norva24 that can be allocated to the participants under the long-term incentive program amounts to 2,283,534 shares, which represents approximately 1.25 percent of the outstanding shares and votes in Norva24.

For the long-term incentive program, the Annual General Meeting resolved, in accordance with the Board of Directors' proposals, to transfer of a maximum of 2,283,534 treasury shares in Norva24.

For further information, please contact:

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Attachments

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