

**The Board's proposals for resolutions, etc. to the extraordinary general meeting, as well as the second control meeting, in LIDDS AB (publ) on 28 January 2026, at 10:00 CET**

## **Item 8 – The Board of Directors’ proposal for a resolution on whether LIDDS AB (publ) should continue operations or enter into liquidation**

### **Background**

On 24 April 2025, a balance sheet for liquidation purposes showed that the equity was less than one-half of the registered share capital. The Board therefore resolved to convene a first control meeting, which was also the annual general meeting, on 28 May 2025 in accordance with the Swedish Companies Act. At the first control meeting, it was decided that the company's operations would continue. According to the Swedish Companies Act, the company is obliged to hold a second control meeting within eight months of the first control meeting. At this second control meeting, the question of whether the company should continue its operations or enter into liquidation will be re-examined.

### **Proposal**

*The Board of Directors proposes, in the first instance, voluntary liquidation*

The Board of Directors primarily proposes that the general meeting resolve that the company enter into voluntary liquidation pursuant to Chapter 25, Section 3 of the Swedish Companies Act.

Since the first control meeting, the Board of Directors and the company have worked intensively to raise capital and reverse the negative financial trend in the company. Among other things, the company entered into an agreement regarding a reverse takeover of Proport Invest AB, which was announced on 27 November 2025. However, on 10 December 2025, it was announced that the reverse takeover could not be completed following due diligence. Furthermore, the company held an extraordinary general meeting on 18 December 2025 at which it was resolved to reduce the company's share capital to SEK 500,000. In light of the share capital reduction, the Board of Directors assesses that the second balance sheet for liquidation purposes will show that the company's equity has been restored, and therefore proposes voluntary liquidation rather than compulsory liquidation.

Throughout 2025, the Board of Directors and the company have worked intensively to find a solution to the company's financial difficulties. However, no sustainable solution for the company's strained financial position in the short or medium term has been identified despite extensive efforts. Only limited operations are currently conducted in the company, and the Board considers that the most cost-efficient winding-up of the remaining operations is to place the company into voluntary liquidation.

The Board of Directors assesses that it is in the shareholders' interests to distribute the company's assets and wind up the company. The alternative to liquidation would be for the company to be capitalised by the shareholders, which, in the Board's assessment, is not a feasible option. The Board of Directors, together with the company's advisers, therefore makes the overall assessment that, under the current circumstances, there is no alternative other than to place the company

into voluntary liquidation. The shareholders and the company are considered best served by the company entering into liquidation.

The resolution on liquidation is proposed to take effect as from the time the Swedish Companies Registration Office has appointed a liquidator.

For reasons of prudence, the Board's preliminary assessment is that no distribution proceeds should be expected.

Any distribution of assets, to the extent applicable, is expected to take place upon expiry of the period for notice to unknown creditors or, at the latest, in connection with the presentation of the liquidator's final report.

The Board of Directors proposes that Christian Andersch, attorney-at-law at Setterwalls Advokatbyrå, be appointed as liquidator.

*The Board of Directors proposes to continue the company's operations as a second option*

In the event that the general meeting does not resolve in accordance with the Board of Directors' proposal on voluntary liquidation, the Board proposes that the general meeting resolve that the company shall continue its operations. In light of the Board's assessment that the company's equity does not fall below one-half of the registered share capital, as set out above, the Board considers that there are no impediments to the general meeting resolving to continue operations.

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Gothenburg in January 2026

The Board of Directors of LIDDS AB (publ)

## Item 9 – The Board of Directors’ proposal for a resolution to delist the company’s shares from Nasdaq First North Growth Market

The Board of Directors proposes that the general meeting resolve to delist the company’s shares from Nasdaq First North Growth Market, subject to the general meeting resolving in accordance with the Board’s primary proposal under item 8 on voluntary liquidation, as set out below.

### *Rules on delisting*

The Swedish Stock Market Self-Regulatory Committee (ASK) has published rules on delisting of shares at the initiative of the issuer (the "**Delisting Rules**"). The Delisting Rules reflect what constitutes good practice on the Swedish securities market when a company intends to apply for delisting from a Swedish trading venue. Under the Delisting Rules, subject to certain conditions, it is consistent with good market practice for the issuer to apply for delisting even if the listing requirements are met pursuant to the rules in item II.1 B) of the Delisting Rules.

An application for delisting under item II.1 B) of the Delisting Rules may be made no earlier than three months after the market has been informed of the delisting plans.

### *The Board of Directors’ considerations*

In view of the company’s strained financial position, as described in previous press releases and in item 8 above, the Board of Directors assesses that, under the prevailing circumstances, there are no other realistic alternatives than to place the company into voluntary liquidation. A continued listing of the company’s shares entails high demands on disclosure, reporting and regulatory compliance, which are time-, resource- and cost-intensive. In the Board’s assessment, this gives rise to costs that are not reasonably proportionate to the benefits, whether for the company or its shareholders, in a liquidation process. Subject to the general meeting resolving on voluntary liquidation, the Board therefore assesses that it is not economically justifiable for the Company’s shares to remain admitted to trading and accordingly proposes to delist the company’s shares from Nasdaq First North Growth Market.

### *Preliminary timetable for the delisting*

28 January 2026	An extraordinary general meeting is held to resolve on voluntary liquidation and on delisting.
Mid-April 2026	An application for delisting is submitted to Nasdaq (no earlier than three (3) months after today’s date).
April 2026	Nasdaq approves the delisting and announces the last day of trading.
April 2026	The company publishes a press release regarding the last day of trading.
April/May 2026	Last day of trading in the company’s shares on Nasdaq First North Growth Market.

The resolution on delisting presupposes and is conditional upon the general meeting resolving on voluntary liquidation in accordance with the Board of Directors' primary proposal under item **Error! Reference source not found.** to the general meeting.

**Majority requirements for resolution**

A valid resolution requires that this proposal is supported by shareholders holding at least nine-tenths (9/10) of both the votes cast and the shares represented at the general meeting and, where applicable, if the company has an owner who, together with related parties, controls three-tenths (3/10) or more of the voting power, it is further required that shareholders holding a majority of all other votes in the company do not vote against the resolution on delisting.

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Gothenburg in January 2026

The Board of Directors of LIDDS AB (publ)