

Minutes kept at the Alleima Annual General Meeting 2024

Unofficial translation of the Swedish original

Minutes kept at the Annual General Meeting of Alleima AB (publ), reg. no. 559224-1433, (the "Company") at Göransson Arena in Sandviken on May 2, 2024.

§ 1

The Chairman of the Board, Andreas Nordbrandt, welcomed the assembled shareholders and declared the Meeting opened.

It was noted that the General Counsel, Johanna Kreft, had been assigned the task of keeping the minutes at the Meeting.

§ 2

The Meeting appointed, in accordance with the Nomination Committee's proposal, Patrik Marcelius, member of the Swedish Bar Association, Chairman of the Meeting.

The Meeting resolved that guests, who are not shareholders, should be allowed to attend the Meeting without the right to vote.

The Meeting resolved that photography or audio or visual recordings during the Meeting should not be allowed, with the exception of the recordings and photo shoots of the Meeting carried out by the Company for internal use.

§ 3

It was noted that the shareholders have had the opportunity to exercise their voting rights at the Meeting by voting in advance, so-called postal voting.

The notice to convene the Meeting was attached to the minutes, [Attachment 1](#).

The form used for postal voting was attached to the minutes, [Attachment 2](#).



The enclosed list prepared by Computershare AB on behalf of the Company, Attachment 3, was approved as the voting list at the Meeting.

§ 4

The Meeting appointed Jakob Rados (Industrivärden) and Fredrik Bergvall (AFA Försäkring) to verify the minutes together with the Chairman of the Meeting.

§ 5

The Meeting resolved to approve the proposed agenda included in the notice, Attachment 1.

§ 6

It was noted that the notice convening the Meeting had been published in Post- och Inrikes Tidningar on March 28, 2024, that on the same day an announcement had been made in Svenska Dagbladet, Arbetarbladet and Gefle Dagblad stating that the notice had been published, and that the notice had been available on the Company's website as from March 26, 2024.

The Meeting was declared duly convened.

§ 7

The Annual Report and the Audit Report for 2023 including the consolidated accounts and the consolidated Audit Report for the same year, Attachment 4, the auditor's statement pursuant to Chapter 8, Section 54 of the Swedish Companies Act, Attachment 5, and the Board of Directors' remuneration report for 2023, Attachment 6, were presented.

Further, the Board of Directors' proposal in respect of the allocation of the company's result and the Board of Directors' proposal on the authorization of the Board of Directors to resolve on acquisition of the company's own shares, as set out in full under items 11 and 20, respectively, in the notice convening the Meeting, Attachment 1, and the Board of Directors' statements pursuant to Chapter 18, Section 4 and Chapter 19, Section 22 of the Swedish Companies Act, were presented, Attachment 7 and Attachment 8, respectively.

Authorized Public Accountant Magnus Svensson Henryson, PricewaterhouseCoopers AB, reported on the audit process and presented parts of the Audit Report.

The Chairman of the Board, Andreas Nordbrandt, reported on the work performed by the Board of Directors during 2023.



§ 8

The President and CEO, Göran Björkman, reported on the Group's operations in 2023.

§ 9

The Meeting resolved to adopt the parent company's income statement and balance sheet, as well as the consolidated income statement and consolidated balance sheet for 2023.

§ 10

The Board members and the President and CEO were discharged from liability for their management in 2023. It was noted that the Board members and the President and CEO did not participate in this resolution.

§ 11

The Meeting resolved that, in accordance with the proposal by the Board of Directors, that of the unappropriated earnings, which in accordance with the adopted balance sheet were at the disposal of the Meeting, SEK 2.00 per share would be distributed to the shareholders.

The Meeting resolved to set May 6, 2024, as the record date for the dividend.

The Chairman of the Meeting informed that the dividend decided on is expected to be paid on May 10, 2024.

§ 12

The Chairman of the Nomination Committee, Fredrik Lundberg, presented the proposals and statement of the Nomination Committee. It was noted that the Nomination Committee's complete proposals, [Attachment 9](#), as well as the Nomination Committee's statement, including a report of the Nomination Committee's work, [Attachment 10](#), had been kept available at the Company's offices and on the Company's website since March 26, 2024.

The Meeting resolved, in accordance with the Nomination Committee's proposal, that the number of Board members elected by the Meeting should be seven without deputies and that one registered accounting firm should be elected as auditor.



§ 13

The Meeting resolved, in accordance with the Nomination Committee's proposal, that fees to the Chairman of the Board and to the other Board members elected by the Meeting not employed by Alleima should be paid as follows:

- SEK 1,470,000 to the Chairman of the Board;
- SEK 510,000 each to the other Board members;
- SEK 217,000 to the Chairman of the Audit Committee and SEK 108,000 each to the other members of the committee;
- SEK 108,000 to the Chairman of the Compensation Committee and SEK 76,000 each to the other members of the committee;

The Meeting resolved, in accordance with the Nomination Committee's proposal, that fees paid to auditors should correspond to approved invoices.

§ 14

The Chairman of the Meeting informed the Meeting of the proposed Board members' positions in other companies.

In accordance with the Nomination Committee's proposal, Göran Björkman, Claes Boustedt, Ulf Larsson, Andreas Nordbrandt, Susanne Pahlén Åklundh and Karl Åberg were re-elected Board members, and Victoria Van Camp was elected as new Board member, for the period until the close of the next Annual General Meeting.

It was noted that employee organizations at the Company had appointed Tomas Kärnström and Mikael Larsson as Board members representing the employees, with Niclas Widell and Maria Sundqvist as deputies.

§ 15

In accordance with the Nomination Committee's proposal, Andreas Nordbrandt was re-elected Chairman of the Board for the period until the close of the next Annual General Meeting.



§ 16

In accordance with the Nomination Committee's proposal, PricewaterhouseCoopers AB was re-elected as auditor for the period until the close of the Annual General Meeting 2025.

It was noted that PricewaterhouseCoopers AB had appointed Magnus Svensson Henryson as Auditor in charge.

§ 17

The Meeting resolved to adopt the proposal for a revised instruction for the Nomination Committee, Attachment 11, included in its entirety as item 17 in the notice to convene the Meeting, Attachment 1.

§ 18

The Meeting resolved to approve the Board of Directors' remuneration report for 2023, Attachment 6.

§ 19

The Meeting resolved to approve the Board of Directors' proposal on a long-term incentive program (LTI 2024), included in its entirety as item 19 in the notice to convene the Meeting, Attachment 1.

§ 20

The Meeting resolved to approve the Board of Directors' proposal on authorization for the Board of Directors to, at the latest until the Annual General Meeting 2025, resolve on the acquisition of the Company's own shares, included in its entirety as item 20 in the notice to convene the Meeting, Attachment 1.

It was noted that the resolution was supported by shareholders representing at least two-thirds of the votes cast as well as of the shares represented at the Meeting.

§ 21

The Meeting was declared closed.



At the minutes:

Johanna Kreft

Verified:

Patrik Marcelius

Jakob Rados

Fredrik Bergvall