

Stockholm, March 17, 2025

## PRESS RELEASE

### Welcome to attend Prisma Properties' annual general meeting

The shareholders of Prisma Properties AB, reg. no. 559378-1700 ("Prisma Properties" or the "Company") are hereby given notice to attend the annual general meeting on Wednesday, 23 April 2025, at 6:00 p.m. CEST at Sergelkonferensen, Mäster Samuelsgatan 42 in Stockholm, Sweden. The venue opens for registration to the annual general meeting at 5:30 p.m. CEST.

*The board of directors of Prisma Properties has, pursuant to Chapter 7, Section 4 a of the Swedish Companies Act (Sw. aktiebolagslagen) and Prisma Properties' articles of association, decided that shareholders shall be able to exercise their voting rights by postal voting. Consequently, shareholders may choose to exercise their voting rights at the annual general meeting by attending in person, through a proxy or by postal voting. See below for further information regarding postal voting.*

#### Participation

Shareholders are entitled to participate in the annual general meeting if they:

- are* entered in the share register maintained by Euroclear Sweden AB on Friday, 11 April 2025,
- and* have notified the Company on Tuesday, 15 April 2025 at the latest, in one of the following ways:
- by way of an electronic notification by verification with BankID via Euroclear Sweden AB's website: <https://anmalan.vpc.se/EuroclearProxy>,
  - by post to Prisma Properties, "Årsstämma 2025", c/o Euroclear Sweden, Box 191, SE-101 23 Stockholm, Sweden
  - by telephone to +46(0)8-402 58 71, or
  - by submitting their postal vote in accordance with the instructions set out under the title *Postal voting* below so that the postal vote is received by Euroclear Sweden AB no later than on Tuesday, 15 April 2025.

The notification must include the shareholder's name, personal ID number or company registration number, address, telephone number, and details of any potential proxies and/or assistants. Shareholders represented by proxy should submit proxy forms well in advance of the annual general meeting.

The personal data obtained from the share register maintained by Euroclear Sweden AB, the notification of participation at the annual general meeting and the information regarding proxies and assistants will be used for registration, preparation of the voting register for the annual general meeting and, where applicable, the minutes from the annual general meeting. The personal data will only be used for the annual general meeting 2025. For further information on how your personal data is processed, see <https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

### **Nominee registered shares**

In order to be entitled to participate in the annual general meeting, shareholders whose shares are registered in the name of a nominee through a bank or other nominee must re-register their shares in their own name so that the shareholder is recorded in the share register maintained by Euroclear Sweden AB as of Friday, 11 April 2025. Such voting registration, which may be temporary, must be duly effectuated no later than four banking days before the general meeting, i.e., on Tuesday, 15 April 2025, to be considered in the preparations of the share register. Shareholders should inform their nominee well in advance of this date.

### **Proxies, etc.**

Shareholders who are represented by proxy must issue a proxy form for their proxy. If the proxy form has been issued by a legal entity, an attested copy of the certificate of registration of the legal entity evidencing its authority to issue the proxy form must be attached to the form. The original proxy form and the certificate of registration, where applicable, should be sent to Prisma Properties, "Årsstämma 2025", c/o Euroclear Sweden, Box 191, SE-101 23 Stockholm, Sweden, well in advance of the annual general meeting. Proxy forms are available at Prisma Properties' website, <https://prismaproperties.se/en/>.

### **Right for shareholders to receive information**

Shareholders are reminded of their right to receive information from the board of directors and the CEO at the annual general meeting in accordance with Chapter 7, Section 32 of the Swedish Companies Act. Shareholders wishing to submit questions in advance may do so by sending an email to [bolagsstamma@prismaproperties.se](mailto:bolagsstamma@prismaproperties.se).

## Postal voting

A special form must be used for postal voting. The form is available on the Company's website, <https://prismaproperties.se/en/>. The postal vote must be received by the Company no later than on Tuesday, 15 April 2025. A complete form, including any attachments, should be sent by email to [GeneralMeetingService@euroclear.com](mailto:GeneralMeetingService@euroclear.com). Alternatively, the original form, including any attachments, may be sent by post to Prisma Properties, c/o Euroclear Sweden, Box 191, SE-101 23 Stockholm, Sweden (mark the envelope "Årsstämma 2025"). Shareholders may also cast their postal vote electronically by verification with BankID on Euroclear Sweden AB's website, <https://anmalan.vpc.se/EuroclearProxy>. Such electronic vote must be submitted no later than Tuesday, 15 April 2025. Submission of the form is valid as notification to participate at the annual general meeting. If the shareholder is a legal entity that wishes to participate by postal voting, a copy of the entity's certificate of registration or equivalent authorization document for the legal entity should be attached to the form. Shareholders may not attach special instructions or conditions to their postal vote. If they do, their vote will be declared invalid in its entirety.

Further instructions are found in the postal voting form and at <https://anmalan.vpc.se/EuroclearProxy>. For questions, please contact Euroclear Sweden AB, by telephone at +46(0)8-402 58 71 (Monday to Friday between 09:00 a.m. and 4:00 p.m. CET/CEST).

## Agenda

1. Opening of the meeting and election of the chairman of the annual general meeting.
2. Preparation and approval of the voting register.
3. Approval of the agenda.
4. Election of one or two persons to verify the minutes.
5. Determination of whether the meeting has been duly convened.
6. Presentation by the CEO.
7. Presentation of the parent company's annual report and auditor's report, as well as the consolidated financial statements and the auditor's report.
8. Resolutions to adopt the parent company's income statement and balance sheet, as well as the consolidated income statement and the consolidated balance sheet.

9. Presentation of the board of directors' remuneration report for approval.
  10. Resolution regarding allocation of the Company's profit in accordance with the approved balance sheet.
  11. Resolution to discharge the board members and the CEO from liability.
  12. Determination of:
    - A. The number of board members.
    - B. The number of auditors and deputy auditors.
  13. Determination of:
    - A. The fees to be paid to the board members.
    - B. The fees to be paid to the auditors.
  14. Election of board members.
    - A. Simon de Château (re-election)
    - B. Kristina Alvendal (re-election)
    - C. Jacob Annehed (re-election)
    - D. Anna-Greta Sjöberg (re-election)
    - E. Caroline Tivéus (re-election)
    - F. Pontus Enquist (new election)
  15. Election of the chairman of the board.
  16. Election of auditor.
  17. Resolution to adopt instruction for the nomination committee.
  18. Resolution to grant the board of directors the authority to resolve on an issue of new shares, warrants and/or convertibles.
  19. Resolution on a long-term warrant program by way of issuance of warrants and approval of transfer of warrants (Warrant Program 2025/2028).
  20. Closing of the annual general meeting.
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## **Resolutions proposed by the board of directors**

### **Item 4 – Election of one or two persons to verify the minutes**

The board of directors proposes that Stefan Albinsson, representing Alma Property Partners AB, and Oscar Bergman, representing Swedbank Robur Fonder AB, are elected to verify the minutes alongside the chairman, or if they are absent, the person(s) designated by the board of directors. The assignment to verify the minutes alongside the chairman also includes verifying the voting register and ensuring that the received postal votes are correctly reflected in the minutes of the annual general meeting.

### **Item 10 – Resolution regarding allocation of the Company's profit in accordance with the approved balance sheet**

The board of directors proposes that no dividend is distributed and that the retained profit shall be carried forward to the new accounts.

### **Item 18 – Resolution to grant the board of directors the authority to resolve on an issue of new shares, warrants and/or convertibles**

The board of directors proposes that the annual general meeting adopts a resolution granting the board of directors the authority, on one or more occasions, for the period until the next annual general meeting, to resolve on an issue of new shares, warrants and/or convertibles either applying or disapplying the shareholders' pre-emption rights.

The total number of shares issued by virtue of the authorization through a new issue of shares, exercise of warrants, or conversion of convertibles, may entail an increase of a maximum of twenty (20) percent of the share capital, based on the share capital of the Company on the date of the annual general meeting.

Payment may, in addition to being made in cash, be made by way of non-cash consideration or set-off, or otherwise subject to conditions.

The purpose of the authorization is to enable payment in whole or in part through the issue of financial instruments in connection with any potential acquisitions of companies, operations or assets which the Company may carry out, and to provide the board of directors flexibility in its work to ensure that the Company can procure financing for the operations in an appropriate manner.

Issues of new shares, warrants and/or convertibles where shareholders' pre-emption rights are disappplied shall be conducted at the market subscription price, including a market issue discount,

where applicable. If a new issue is conducted with deviation from the shareholders' pre-emption rights, against payment in cash, it shall be executed through an accelerated book-building procedure and may, in such a situation, entail an increase of a maximum of ten (10) percent of the share capital, based on the share capital of the Company on the date of the annual general meeting.

The board of directors also proposes that the shareholders adopt a resolution at the annual general meeting granting the CEO, or an individual appointed by the CEO, the authority to make any minor adjustments to the shareholders' resolution as may prove necessary in connection with the registration with the Swedish Companies Registration Office or due to any other statutory or regulatory requirements.

**Item 19 – Resolution on a long-term warrant program by way of issuance of warrants and approval of transfer of warrants (Warrant Program 2025/2028)**

The board of directors proposes that the annual general meeting held on April 23, 2025, resolves on a long-term warrant program ("**Warrant Program 2025/2028**") by way of issuance of warrants and approval of transfer of warrants in accordance with the below.

*Background and rationale*

The board of directors considers it to be in the interest of the Company and the shareholders that the executive management and other employees in the Company are made part of the Company's development by being offered warrants. The reasons for the proposal are to contribute to the possibilities to retain and attract key competence and to increase motivation for the executive management and other employees in the Company by being involved in and working for a positive value increase of the Company's shares during the period covered by Warrant Program 2025/2028. Through this proposal, the employees of the Company are given the opportunity to receive a return on their investments that is related to and dependent on the value growth they help to create.

In light of the terms and conditions, size of allotment and other circumstances, the board of directors considers the Warrant Program 2025/2028, in accordance with the below, to be reasonable and advantageous for the Company and its shareholders.

Should the board of directors consider it to be appropriate, and the requirements under the Swedish Companies Act (2005:551) (Sw. *aktiebolagslag*) are met, the board of directors may, at the time of exercise of the warrants, resolve to offer the participants of Warrant Program 2025/2028 a cashless exercise by way of a buy-back of warrants at market value.

*The board of directors' proposal for resolution on implementation of the Warrant Program 2025/2028 and issue of warrants*

The board of directors proposes that the annual general meeting resolves to issue warrants and implement the Warrant Program 2025/2028 in accordance with the following terms:

The Warrant Program 2025/2028 shall consist of no more than 2,505,000 warrants. Therefore, the board of directors proposes that the annual general meeting resolves to issue no more than 2,505,000 warrants of series 2025/2028.

The right to subscribe for warrants in Warrant Program 2025/2028 shall, with deviation from the shareholders' pre-emption rights, be granted to the Company. The reason for the deviation from the shareholders' pre-emption rights is to implement a long-term incentive program for the executive management and other employees within Prisma Properties AB.

The warrants in Warrant Program 2025/2028 have a term of approximately three (3) years. Each warrant of series 2025/2028 entitles to subscription for one (1) share in Prisma Properties AB during the period from and including 19 May 2028 up to and including 18 August 2028, whereby the board of directors of the Company, in individual cases shall be entitled to prolong the exercise period for all participants up to and including 18 September 2028, if the participant cannot exercise the warrants during the initial exercise period due to applicable insider legislation.

Subscription for shares by way of exercising warrants during the period from and including 19 May 2028 up to and including 18 August 2028 ("**Exercise Period**") shall be made at a price per share (the "**Exercise Price**") corresponding to 120 percent of the volume-weighted average trading price of Prisma Properties AB's share on Nasdaq Stockholm during the period from 28 April 2025 up to and including 5 May 2025 (the "**Measurement Price**") (whereby the calculated Exercise Price shall be rounded to the nearest tenth of a Swedish krona, whereby SEK 0.05 shall be rounded up).

The Exercise Price may not be less than the quota value of the shares. In the event that the Exercise Price exceeds the quota value of the share, the part of the Exercise Price exceeding the shares' quota value shall be allotted to the unrestricted premium reserve. In the event that the Company's average share price, calculated in accordance with the complete terms and conditions of the warrants, exceeds SEK 50 (the "**Cap**") in connection with subscription for new shares by way of exercising the warrants, a recalculated lower number of shares that each warrant entitles to shall be applied.

The Exercise Price and the number of shares that each warrant of series 2025/2028 entitles to, may be subject to recalculation in the event of a share split, reverse share split, new issue of shares, etc., wherein the recalculation terms in the complete terms and conditions of the warrants shall be

applied. If the warrants are exercised in full, the share capital will increase by SEK 10,601.096179. There can be no over-subscription. For complete terms and conditions, see Appendix A and Appendix B.

In order to facilitate the exercise of warrants, participants shall be entitled to request a so-called "net strike", meaning that only the quota value is paid per share, while the number of shares delivered to participants is reduced, in order to thereby achieve value neutrality, as further specified in the full terms and conditions.

The warrants shall be issued to the Company without consideration. Subscription shall take place no later than on 25 April 2025. However, the board of directors shall be entitled to extend the subscription period.

*The board of directors' proposal regarding a resolution on approval of transfer of warrants*

The board of directors proposes that the annual general meeting resolves to approve of the Company's transfer of warrants to participants of Warrant Program 2025/2028, in accordance with the following terms:

The board of directors proposes that the annual general meeting resolves to approve of transfer of no more than 2,505,000 warrants to the participants of Warrant Program 2025/2028, which includes the Company's executive management and other employees of the Company. The transfer of warrants to the participants of the Warrant Program 2025/2028 shall be made in accordance with the following guidelines:

<b>Tier</b>	<b>Participant</b>	<b>Number of warrants offered per person</b>
1.	CEO	1,000,000
2.	Other members of the executive management (number: 5)	175,000 per person Total within the category: 875,000
3.	Other employees (number: 12)	52,500 per person Total within the category: 630,000
<b>Total:</b>		<b>2,505,000 warrants</b>

Should warrants of series 2025/2028 remain after all applications for acquisition of warrants have been satisfied in relation to the amount set out in tier 2 and 3 above, shall the remaining amount be available for allotment to participants in tier 2 and 3 regardless of tier. Such additional allotment of warrants to participants in tier 2 and 3 may amount to a maximum of 50 percent in relation to



the number of warrants set out in the table above. The Company's board of directors shall decide on the final allotment.

The number of warrants offered per participant is dependent on the participant's position and responsibility within the group. Participants may also, subject to the approval of the Company, be allotted warrants through a company controlled by the participant, and the provisions regarding participants below shall in such cases apply correspondingly to any such controlled company.

The warrants shall be transferred to the participants of Warrant Program 2025/2028 against cash payment corresponding to the market value, calculated in accordance with the Black & Scholes valuation formula by an independent valuation firm appointed by the Company, Svalner Skatt & Transaktion KB, based on the Measurement Price, immediately after the end of the measurement period (on 5 May 2025). An example calculation according to the Black & Scholes formula based on the assumption of an, since 12 March 2025, unchanged share price of SEK 25.2, results in a warrant value of SEK 2.8 per warrant, whereby the following input have been used in the Black & Scholes calculation:

Exercise price:	SEK 30.8 (120 % of the share price of SEK 25.7)
Risk-free interest:	2.3%
Volatility:	26%
Duration (years):	3
Cap:	SEK 50

The calculation aims only to present an example and the option value according to the final calculation, which will be conducted by Svalner Skatt & Transaktion immediately after the end of the measurement period, on 5 May 2025, may deviate from the above.

The warrants shall be governed by separate agreements between each participant and the Company. In the agreement, the participant undertakes to only exercise held warrants during the period from and including 19 May, 2028 up to and including 18 August, 2028. The agreement also regulates, among other things, a so-called vesting model for the program, whereby warrants in Warrant Program 2025/2028 shall vest on a linear monthly basis during a three-year term, during which 50% of the warrants in Warrant Program 2025/2028 shall vest during the first 24 months of the term of the warrant program, and 50% of the warrants in Warrant Program 2025/2028 shall vest during the remaining 12 months.

Vesting of the warrants shall, under certain conditions, be accelerated and the subscription period may, under certain conditions, be brought forward in the event of a merger where the Company is

absorbed by another company or in case of a public offer for shares in the Company. In the agreement, the Company also reserves the right to, under certain conditions, purchase the warrants from the participant if the participant's employment within the Company terminates or if the participant acts in material breach of its employment agreement or the warrant agreement. Such purchase shall, depending on the circumstances resulting in the purchase, be made at the market value of the warrants or the lower of the cost of acquisition of the warrants or the market value of the warrants. With the exception of purchases in connection with dismissal from employment (*Sw. avskedande*), termination due to personal reasons (*Sw. uppsägning av personliga skäl*) and the participant's material breach of the employment agreement or the warrant agreement, the right of the Company to purchase the warrants expires on 19 May 2028. The agreements will otherwise contain customary terms.

The board of directors shall be responsible for the preparation and management of Warrant Program 2025/2028 within the above-mentioned terms. In the event that the board of directors considers that it is in the Company's interest to deviate from the provisions regarding repurchase of warrants in an individual case, the board of directors shall be entitled to make such a deviation.

#### *Dilution effect and costs, etc.*

The board of directors' proposal to resolve on issuance of warrants entails a dilution effect corresponding to a maximum of approximately 1.5 percent of the shares and votes in the Company if the proposed warrants are exercised in full. The dilution effect is calculated as the relation between (i) the additional shares that the warrants may be exercised for, and (ii) the sum of the current number of shares and the additional shares that the warrants may be exercised for. The dilutive effect of the warrants may affect key ratios per share in accordance with applicable accounting standards.

The board of directors' assessment is that Warrant Program 2025/2028 will incur costs mainly related to fees to external advisors and administration of the program, which are expected to be limited. The price for transferring the warrants to the participants will be on market terms, which entails that there are no social security costs for the Company in connection with the issue of the warrants.

#### *Preparation of the proposal*

Warrant Program 2025/2028 has been prepared by the board of directors performing the duties incumbent on the remuneration committee during the spring of 2025, together with external advisors and after consultation with the Company's shareholders. None of the participants in the Warrant Program 2025/2028 has had a significant influence on the final design of the Warrant Program 2025/2028.

## **Resolutions proposed by the nomination committee**

The nomination committee of Prisma Properties AB, consisting of Stefan Albinsson (chairman), appointed by Alma Property Partners AB, Tomas Hermansson, appointed by Bonnier Fastigheter Invest AB, Oscar Bergman, appointed by Swedbank Robur Fonder AB and Johannes Wingborg, appointed by Länsförsäkringar Fondförvaltning AB, jointly representing approximately 69 percent of the voting rights for all shares in Prisma Properties AB, and the chairman of the board Simon de Château, has submitted the proposals following below.

### **Item 1 – Election of the chairman of the annual general meeting**

The nomination committee proposes Simon de Château as chairman of the 2025 annual general meeting.

### **Item 12 A – Determination of the number of board members**

The nomination committee proposes that the number of board members elected by the general meeting shall be six (6) and that no deputy board members shall be appointed.

### **Item 12 B – Determination of the number of auditors and deputy auditors**

The nomination committee proposes that a registered accounting firm be appointed as auditor and that no deputy auditors be appointed.

### **Item 13 A – Determination of fees to be paid to the board members**

The nomination committee proposes that the fees to the members of the board of directors shall be paid as follows:

- Remuneration to the chairman of the board shall amount to SEK 520,000.
- Remuneration to each of the other members of the board shall amount to SEK 260,000.
- Remuneration to members of the audit committee shall not exceed a total amount of SEK 220,000, of which SEK 110,000 shall be allocated to the chairman of the audit committee and SEK 55,000 to the other members of the committee.
- As of the date of the nomination committee's proposal, the board of directors in its entirety fulfills the tasks incumbent on the remuneration committee. In the event that the board decides to establish a remuneration committee, the remuneration to the members of the remuneration committee shall not exceed a total amount of SEK 110,000, of which SEK 50,000 shall be allocated to the chairman of the remuneration committee and SEK 30,000 to the other members.

The chairman of the board Simon de Château, and board member Jacob Annehed, have declined fees for board and committee duties.

**Item 13 B – Determination of fees to the auditors**

The nomination committee proposes that fees to the auditor shall be paid on an ongoing basis upon approval of their invoices.

**Item 14 – Election of board members**

- A. Simon de Château (re-election)
- B. Kristina Alvendal (re-election)
- C. Jacob Annehed (re-election)
- D. Anna-Greta Sjöberg (re-election)
- E. Caroline Tivéus (re-election)
- F. Pontus Enquist (new election)

**Item 15 – Election of the chairman of the board**

Simon de Château is proposed as chairman of the board.

**Item 16 – Election of auditor**

In accordance with the recommendation of the audit committee, it is proposed that Ernst & Young Aktiebolag be re-elected as auditor for the period until the end of the next annual general meeting. Provided that the annual general meeting approves the nomination committee's proposal, Ernst & Young Aktiebolag has announced that the authorized public accountant Gabriel Novella will continue as auditor in charge.

**Item 17 – Resolution to adopt instruction for the nomination committee**

The nomination committee proposes that an adjustment of the instruction for the nomination committee adopted at the annual general meeting 2024 shall be made in accordance with the below. The proposed instruction for the nomination committee shall apply until a resolution to amend the instruction for the nomination committee is adopted by the general meeting.

*1. Composition of the nomination committee*

The Company shall have a nomination committee consisting of one representative of each of the four largest shareholders in terms of votes wishing to appoint a representative, as well as the chairman of the board. If any of the four largest shareholders in terms of voting rights waives the right to appoint a member to the nomination committee, the next largest shareholder shall be given the opportunity to appoint a member. If a nomination committee with four shareholder-appointed members cannot be convened after contact with the ten largest shareholders in the Company in terms of voting rights, the nomination committee may consist of three shareholder-appointed members.

The nomination committee shall fulfil the composition requirements set out in the Swedish Corporate Governance Code. A member of the nomination committee shall, before accepting the assignment, carefully consider whether there is any conflict of interest or other circumstances that make it inappropriate to be part of the nomination committee. The nomination committee shall be established based on the shareholders registered in the share register maintained by Euroclear on the last banking day of August the year before the annual general meeting, as well as other reliable information that has been provided to the Company at that time. For the purpose of determining the four largest shareholders, a group of shareholders shall be deemed to be one shareholder if they have (i) been registered as a group in the Euroclear system, or (ii) publicly announced and notified the Company in writing that they have agreed in writing to enter into a long-term common position on matters relating to the management of the Company by jointly exercising their voting rights.

The chairman of the board shall, as soon as information on shareholding as described above is available, contact a representative of each of the four largest shareholders or groups of shareholders in the Company, and ask them to, within fourteen (14) days, each appoint one representative to the nomination committee. If any such shareholder or group of shareholders do not wish to appoint a member, or if no reply is received within fourteen (14) days, the chairman of the board shall ask the next largest shareholder or group of shareholders in terms of voting rights. For any subsequent requests (to shareholders or groups of shareholders in the Company other than the four largest), shareholders or groups of shareholders have seven (7) days to respond to the chairman's request and appoint a member. The members of the nomination committee shall be announced on the Company's website no less than six months prior to the annual general meeting. If a member has been appointed by a particular shareholder or group of shareholders, his or her name shall be stated.

The nomination committee is appointed for a term from the time its composition is announced until a new nomination committee is appointed. Unless the members agree otherwise, the chairman of the nomination committee shall be the member appointed by the largest shareholder. Neither the chairman of the board, nor any other member of the board of directors, shall be the chairman of the nomination committee.

If a shareholder exceeds the number of votes of any of the shareholders or group of shareholders who have appointed a member of the nomination committee, earlier than three months before the annual general meeting, that shareholder or group of shareholders may contact the chairman of the nomination committee, and request to appoint a member of the nomination committee. Should this occur, the member appointed by the smallest shareholder or group of shareholders in terms of voting rights represented on the nomination committee, shall vacate their seat.

If the change occurs later than three months before the annual general meeting, no changes shall be made to the composition of the nomination committee. Shareholders who have become one of the four largest shareholders or groups of shareholders later than three months prior to the annual general meeting shall, instead of being part of the nomination committee, be entitled to appoint a representative who shall be co-opted to the nomination committee, and thus participate without voting rights.

Shareholders who have appointed a member of the nomination committee have the right to dismiss such a member and instead appoint a new member to the nomination committee. Likewise, a shareholder who has appointed a member who resigns at their own request before the work of the nomination committee is completed has the right to appoint a new member to the nomination committee. Changes in the composition of the nomination committee shall be announced as soon as possible.

## 2. *Tasks of the nomination committee*

The nomination committee shall prepare proposals on the following matters to be submitted to the annual general meeting for decision:

- a) election of the chairman of the annual general meeting;
- b) election of board members;
- c) election of the chairman of the board;
- d) election of auditor;
- e) remuneration to the board of directors, divided between the chairman and the other members of the board, as well as any remuneration for committee work;
- f) remuneration to the Company's auditors;
- g) any amendments to the instructions for the nomination committee; and
- h) other matters that may fall within the remit of a nomination committee under the Swedish Corporate Governance Code.

The Company shall be informed of the nomination committee's proposal at least six weeks before the annual general meeting. All information regarding potential new board members shall be attached to the proposal. In connection with its assignment, the nomination committee shall also perform the tasks assigned to it under the Swedish Corporate Governance Code.

Members of the nomination committee shall not improperly disclose information about the content or details of the nomination committee's discussions.

No fees shall be paid to members of the nomination committee. However, upon request of the nomination committee, the Company shall provide personnel resources such as a secretarial

function in the nomination committee to facilitate the work of the nomination committee. If necessary, the Company shall also be able to bear reasonable costs for external consultants deemed necessary by the nomination committee to enable the nomination committee to fulfill its assignment.

At least one member of the nomination committee shall attend general meetings where board members and/or auditors are to be elected and present the justifications underlying the nomination committee's proposals.

## **Other information**

### **Shares and votes**

As per the date of this notice, the total number of shares and votes in the Company amounts to 164,521,538. All shares are of the same class and each share entitles to one vote at the general meeting. The Company holds no shares in treasury as of the date of this notice.

### **Majority rules**

A resolution in accordance with the board of directors' proposal in item 18 on the agenda is valid only if supported by shareholders holding not less than two-thirds (2/3) of both the votes cast as well as the shares represented at the annual general meeting. A resolution in accordance with the board of directors' proposal in item 19 on the agenda is only valid if supported by shareholders holding not less than nine-tenths (9/10) of both the votes cast as well as the shares represented at the annual general meeting.

### **Further information**

Information about all of the individuals proposed as members of Prisma Properties' board of directors, information about the proposed auditor, the statement by the nomination committee regarding the proposed board members, and the nomination committee's complete proposals can be found on the Company's website, <https://prismaproperties.se/en/>, and will be sent free of charge to shareholders who request the Company to do so.

Complete proposals along with related documents regarding items 18 and 19 on the agenda, regarding an authorization for the board of directors to resolve on an issue of new shares, warrants and/or convertibles and the adoption of Warrant Program 2025/2028, are available at the Company at Mäster Samuelsgatan 42, SE-111 57 Stockholm, Sweden, and on the Company's website, <https://prismaproperties.se/en/>, and will be sent free of charge to shareholders who request the Company to do so. Accounting documents and the auditor's report, the board of directors' remuneration report as well as the auditor's statement regarding the remuneration guidelines will



be made available at the Company and on the Company's website, <https://prismaproperties.se/en/>, no later than on 2 April 2025, and will be sent free of charge to shareholders who request the Company to do so.

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Stockholm, March 2025

Prisma Properties AB

The board of directors