

## **Reasoned Statement of the Board of Directors pursuant to Chapter 19, Section 22 of the Swedish Companies Act**

With reference to the Board of Directors' proposal to the Annual General Meeting 2026 of Prisma Properties AB to authorize the Board of Directors to resolve on the acquisition of the company's own shares, the Board of Directors hereby issues the following statement pursuant to Chapter 19, Section 22 of the Swedish Companies Act (2005:551).

The nature and scope of the company's operations are set out in the articles of association and in the published annual report for the financial year 2025. The operations conducted in the company and the group do not entail risks other than those that occur, or may be assumed to occur, in the industry, or the risks that are generally associated with carrying on business activities. The financial position of the parent company and the group as of 31 December 2025 is presented in the annual report for the financial year 2025. The annual report also sets out the principles applied for the valuation of assets, provisions and liabilities.

Equity attributable to the shareholders of the group amounted to SEK 4,867 million as of 31 December 2025. As of 31 December 2025, the group's equity ratio amounted to 47.5 per cent. The amount the company would pay upon utilisation of the authorization depends on whether, and if so to what extent, the Board of Directors resolves to utilise the authorization and at what share price this would take place. If the proposed authorization to acquire own shares were to be utilised in full at a price of SEK 23.75 per share, which was the closing price of the company's share on Nasdaq Stockholm on 31 March 2026, the total consideration would amount to approximately SEK 391 million. This corresponds to approximately 8.0 per cent of the group's equity as of 31 December 2025, and the group's equity ratio, calculated on the basis of the group's financial situation as of 31 December 2025, would in such case amount to 45.5 per cent. The annual report states that the group's net loan-to-value ratio amounts to 46.6 per cent. The proposed authorization to repurchase own shares does not jeopardise the completion of investments deemed necessary. The company's financial position gives rise to no other assessment than that the company can continue its operations and that the company can be expected to meet its obligations in the short and long term.

With reference to the above, the Board of Directors considers that the proposed authorization for the Board of Directors to resolve on the acquisition of shares in the company is justifiable in view of the requirements that the nature, scope and risks of the operations impose on the size of the company's and the group's equity, as well as the company's and the group's liquidity and overall financial position. However, the Board of Directors will make a renewed assessment pursuant to Chapter 19, Section 22 of the Swedish Companies Act prior to any decision to utilise the proposed authorisation. Accordingly, the Board of Directors will only resolve to acquire own shares if, and to the extent that, the Board of Directors considers such acquisition to be justifiable in accordance with the requirements of the Swedish Companies Act.

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Stockholm, April 2026

Prisma Properties AB

The Board of Directors