

Minutes kept at the Annual General Meeting in Pricer AB, reg. no. 556427-7993, (the “Company”), held on Tuesday 7 May 2024, in Stockholm

1. Opening of the General Meeting

The General Meeting was opened by the Chairman of the Board, Bernt Ingman.

2. Election of Chair of the General Meeting

It was resolved, in accordance with the Nomination Committee’s proposal, to elect Monica Lagercrantz as Chair of the General Meeting.

It was noted that Martin Rosén had been assigned to keep the minutes at the General Meeting.

It was resolved that certain persons who were not shareholders were allowed to attend the General Meeting as guests.

The Chair of the General Meeting concluded that inter alia the following documents were presented at the General Meeting: The Board’s and the Nomination Committee’s complete proposal for resolutions, the auditor’s statement in accordance with chapter 8, section 54 of the Swedish Companies Act and the annual report for 2023.

3. Drawing up and approval of the voting list

It was resolved to adopt the proposed voting list as the voting list for the General Meeting, [Appendix 1](#).

4. Approval of the agenda

It was resolved to approve the agenda proposed in the notice of the General Meeting.

5. Election of one or two persons to approve the minutes

It was resolved to elect Ebba Olsson Werkell (representing the shareholder Sterling Strategic Value Fund) and Moa Mattsson (representing the shareholders Handelsbanken Norden Index Criteria, Handelsbanken Sverige Index Criteria, Maryland State Retirement and Pension System, Quaero Capital S.A., SPDR Portfolio Europe ETF and Utah State Retirement Systems) to approve the minutes.

6. Determination of whether the General Meeting was duly convened

It was noted that notice of the Annual General Meeting had been published in the Official Swedish Gazette (*Sw. Post- och Inrikes Tidningar*) on 9 April 2024 and had been available on the Company’s website since 4 April 2024. An advertisement of the notice had been published in Svenska Dagbladet on 9 April 2024.

It was concluded that the meeting had been duly convened.

7. Presentation of the annual report and the auditor’s report and the consolidated financial statements and the consolidated auditor’s report

The Chair of the General Meeting concluded that the annual report and the auditor’s report, as well as the consolidated financial statements and the consolidated auditor’s report, for the financial year 2023 were presented at the General Meeting.

The CEO, Magnus Larsson, held a speech on the business year of 2023.

The auditor in charge, Jakob Wojcik, presented the audit work and commented on the auditor's report.

8 a. Resolution on adoption of the income statement and the balance sheet and the consolidated income statement and the consolidated balance sheet

It was resolved to adopt the income statement and the balance sheet, and also the consolidated income statement and the consolidated balance sheet, for the financial year 2023.

8 b. Resolution on appropriation of the Company's profit or loss according to the adopted balance sheet

It was resolved, in accordance with the Board's proposal, that no dividend shall be paid for the financial year 2023 and that the Company's available funds are to be carried forward.

8 c. Resolution on discharge from personal liability for the Board members and the CEO

It was resolved to discharge the Board members and the CEO from personal liability for the management of the Company during the financial year 2023.

It was noted that the CEO and the Board members owning shares in the Company or being proxies, did not participate in the resolution in so far it concerned themselves.

9. Determination of the number of Board members and deputies and auditors and deputy auditors

It was resolved, in accordance with the Nomination Committee's proposal, that the Board of Directors is to be composed of six members, with no deputies, for the period up to the closing of the Annual General Meeting 2025.

It was resolved, in accordance with the Nomination Committee's proposal, that the Company shall have one auditor with no deputy, for the period up to the closing of the Annual General Meeting 2025.

10. Determination of fees to the Board members and the auditors

It was resolved, in accordance with the Nomination Committee's proposal, that fees to the Board members for the period up to the close of the next Annual General Meeting will be paid with SEK 650,000 to the Chair of the Board and SEK 325,000 to each of the other Board members elected by the General Meeting who are not employed by the Company. Remuneration to the Chair as well as the other members of the Audit Committee shall in addition be SEK 50,000 each.

It was resolved, in accordance with the Nomination Committee's proposal, that fees to the auditor for services performed is to be paid in accordance with invoices approved by the Company.

11. Election of the Board members as well as Chairman of the Board and auditors

It was noted that the General Meeting had been provided with a presentation of the proposed Board members including information on assignments held in other companies.

It was resolved, in accordance with the Nomination Committee's proposal, to re-elect Bernt Ingman, Ole Mikael Jensen, Emil Ahlberg, Torbjörn Möller and Jenni Virnes and to elect Linda Pimmeshofer. It was resolved to re-elect Bernt Ingman as Chairman of the Board.

It was resolved, in accordance with the Nomination Committee's proposal, that the registered accounting firm Ernst & Young AB shall be re-elected as the Company's auditor.

12. Resolution on principles for appointment of the Nomination Committee before the Annual General Meeting 2025

It was resolved, in accordance with the Nomination Committee's proposal, on principles for appointment of the Nomination Committee before the Annual General Meeting 2025, [Appendix 2](#).

13. Resolution on approval of remuneration report

It was resolved, in accordance with the Board of Directors' proposal, to approve the Board of Directors' remuneration report, [Appendix 3](#).

14. Resolution on long term incentive program in the form of warrants for certain employees

It was resolved, in accordance with the Board of Directors' proposal, on a long term incentive program in the form of warrants for certain employees, [Appendix 4](#).

It was noted that the resolution was passed with the required majority, i.e. by shareholders representing at least nine tenths of both the votes cast and the shares represented at the General Meeting.

15. Resolution on authorisation for the Board to resolve to issue new shares

It was resolved, in accordance with the Board of Directors' proposal, on authorisation for the Board to resolve to issue new shares, [Appendix 5](#).

It was noted that the resolution was passed with the required majority, i.e. by shareholders representing at least two thirds of both the votes cast and the shares represented at the General Meeting.

16. Resolution on authorisation for the Board to resolve on transfer of own shares

It was resolved, in accordance with the Board of Directors' proposal, on authorisation for the Board to resolve on transfer of own shares, [Appendix 6](#).

It was noted that the resolution was passed with the required majority, i.e. by shareholders representing at least two thirds of both the votes cast and the shares represented at the General Meeting.

17. Closing of the General Meeting

The Chair of the General Meeting declared the General Meeting closed.

At the minutes:

Martin Rosén

Approved:

Monica Lagercrantz

Ebba Olsson Werkell

Moa Mattsson