

Org.nr 556943-6560

Protokoll från årsstämma med aktieägarna i Nordrest Holding AB ("**Bolaget**") den 8 maj 2025 kl. 10:00 hos Baker McKenzie Advokatbyrå på Vasagatan 7 i Stockholm

Deltagande aktieägare och övriga deltagande:

Enligt bifogad röstlängd, Bilaga A

§ 1

Styrelsens ordförande, Anders Ehrling, förklarade årsstämman öppnad.

Det noterades att från Bolagets att från Bolagets styrelse deltog förutom ordföranden Anders Ehrling, Göran Hesseborn och Thomas Dahlstedt, som även är Bolagets verkställande direktör. Vidare närvarade vid stämman Bolagets CFO, Mathias Wikell, och Bolagets huvudansvarige revisor, Carl-Johan Kjellman från BDO Mälardalen AB.

Advokat Carl Svernlöv vid Baker McKenzie Advokatbyrå utsågs till ordförande vid stämman i enlighet med styrelsens förslag. Ordföranden meddelade att han utsett jurist Simon Olofsson vid Baker McKenzie Advokatbyrå till protokollförare.

Årsstämman godkände att ett antal icke anmälda aktieägare, gäster och deltagare via länk med flera deltog i stämman som åhörare utan röst- och yttranderätt.

§ 2

Till stämman var 605 148 aktier och röster anmälda. 605 148 aktier och röster var representerade vid stämman, vilket utgör cirka 4,76 procent av Bolagets totala antal registrerade aktier och röster.

Röstlängden lades fram och stämman godkände densamma, Bilaga A.

§ 3

Stämman godkände den föreslagna dagordningen som intagits i kallelsen till stämman med ändringen att p. 11 utgår då styrelsen beslutat att dra tillbaka förslaget.

§ 4

Det beslutades att utse en justeringsperson. Stämman utsåg aktieägaren Mattias Ståhlgren att tillsammans med ordföranden justera dagens protokoll.

§ 5

Det noterades att kallelse till dagens stämma har, i enlighet med bolagsordningen, publicerats på Bolagets hemsida den 28 mars 2025 och i Post- och Inrikes Tidningar den 1 april 2025. Upplysning om att kallelse skett har även publicerats i Dagens Industri den 1 april 2025.

Stämman förklarades därmed behörigen sammankallad.

§ 6

Det noterades att årsredovisningshandlingarna för 2024 har funnits tillgängliga på Bolagets hemsida och har dessutom funnits tillgängliga på Bolagets kontor och lagts fram på stämman. De har därmed gjorts tillgängliga för aktieägarna och presenterats i sammandrag för stämmodeltagarna. Bolagets huvudansvarige revisor, Carl-Johan Kjellman från BDO Mälardalen AB, föredrog revisionsberättelsen i sammandrag.

Årsredovisning och revisionsberättelse samt koncernredovisning och tillhörande revisionsberättelse för räkenskapsåret 2024 konstaterades därmed framlagda.

§ 7

a) Det beslutades att fastställa resultaträkningen och balansräkningen.

b) Det beslutades att disponera resultatet i enlighet med styrelsens förslag i årsredovisningen och i kallelsen till årsstämman, det vill säga vinstutdelning till aktieägarna med 5,00 kronor per aktie. Det beslutades vidare att de aktier som tillkom genom utnyttjande av teckningsoptioner av serie 2022/2025 ska ge rätt till utdelning från och med den dag de blivit införda i den av Euroclear Sweden AB förda aktieboken. Utdelningen motsvarar ett sammanlagt belopp om 62 129 630 kronor baserat på samtliga utestående 12 425 926 aktier vid dagen kallelsen, och ett sammanlagt belopp om 63 629 630 kronor baserat på att samtliga teckningsoptioner av serie 2022/2025 utnyttjades för teckning av 300 000 nya aktier.

Det beslutades att avstämningsdag för vinstutdelningen ska vara den 12 maj 2025. Utbetalning av utdelningen förväntas ske genom Euroclear Sweden AB:s försorg den 15 maj 2025.

c) Det beslutades att bevilja styrelsens ledamöter och verkställande direktören ansvarsfrihet gentemot Bolaget. Det antecknades att verkställande direktören och de styrelseledamöter som tillika är aktieägare eller representerade andras aktier ej deltog i beslutet såvitt gällde dem själva. Det antecknades vidare att beslutet var enhälligt såvitt gällde röstande aktieägare.

§ 8

Stämмоordföranden presenterade kortfattat samtliga förslag enligt punkterna 8-10 i den i kallelsen upptagna dagordningen.

Det beslutades att styrelsen ska bestå av fyra ledamöter utan styrelsesuppleanter. Det beslutades vidare att antalet revisorer ska uppgå till ett registrerat revisionsbolag.

§ 9

Det beslutades att styrelsearvode ska uppgå till totalt 790 000 kronor och utgå med 180 000 kronor till var och en av de stämмоvalda ledamöterna som inte är anställda i Bolaget eller koncernen och med 250 000 kronor till styrelsens ordförande.

Vidare beslutades det att arvode till revisorn ska utgå enligt godkänd räkning.

§ 10

Det beslutades att omvälja styrelseledamöterna Anders Ehrling, Thomas Dahlstedt och Göran Hesseborn, samt att välja Catherine Sahlgren till ny styrelseledamot. Anders Ehrling omvaldes till styrelseordförande.

Det beslutades vidare att omvälja det registrerade revisionsbolaget BDO Mälardalen AB till Bolagets revisor för tiden intill slutet av nästa årsstämma. BDO Mälardalen AB har anmält auktoriserade revisorn Carl-Johan Kjellman som fortsatt huvudansvarig revisor.

§ 11

Utgått.

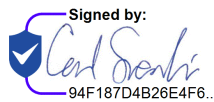
§ 12

Eftersom inga ytterligare ärenden hade hänskjutits till stämman avslutades stämman.

Vid protokollet:


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Simon Olofsson

Justeras:


94F187D4B26E4F6...
Carl Svernlöv


CCC03A8FB18C41F...
Mattias Ståhlgren

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Identification Method: Electronic ID

Type of Electronic ID: BankID Sweden

Transaction Unique ID: 3a1366c3-dc06-54e7-8b2e-da34778f2306

Country or Region of ID: SE

Result: Passed

Performed: 2025 May 12 | 10:17

Electronic Record and Signature Disclosure:

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ID: d1f2c202-ae0c-40d0-a948-ca295b65a2ae

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Mattias Ståhlgren	Signed by:  CCC03A8FB18C41F...	Sent: 2025 May 12 09:41
mstahlgren@hotmail.com		Viewed: 2025 May 12 10:43
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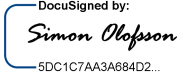
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Type of Electronic ID: BankID Sweden
Transaction Unique ID: 73ac128e-129f-57af-9fa2-02c9c13fe499
Country or Region of ID: SE
Result: Passed
Performed: 2025 May 12 | 10:43

Electronic Record and Signature Disclosure:

Accepted: 2025 May 12 | 10:43
ID: 407fbcad-13ea-4899-aba1-61692a326082
Company Name: Baker McKenzie

Simon Olofsson
simon.olofsson@bakermckenzie.com



Sent: 2025 May 12 | 09:41
Viewed: 2025 May 12 | 09:42
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Signature Adoption: Pre-selected Style
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gn.net/ds-server/s/noauth/psm/
tsp/sign
Authentication: Access Code

Authentication Details

Identity Verification Details:

Workflow ID: 8058224d-322a-42ea-bb65-aa140cb84d11
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Workflow Description: The signer will need to identify themselves with a valid government ID.
Identification Method: Electronic ID
Type of Electronic ID: BankID Sweden
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Country or Region of ID: SE
Result: Passed
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Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	2025 May 12 09:41
Certified Delivered	Security Checked	2025 May 12 09:42
Signing Complete	Security Checked	2025 May 12 09:42
Completed	Security Checked	2025 May 12 10:44

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