

Item 6: The board of directors' proposed resolution regarding authorization for the board of directors to resolve on issue of shares, convertibles and/or warrants

The board of directors proposes that the extraordinary general meeting resolves to authorize the board of directors to, up until the next annual general meeting, on one or more occasions, resolve on new issue of shares, warrants, and/or issue of convertibles, with or without deviation from the shareholders' preferential rights, to a number corresponding to a maximum of twenty (20) percent of the total number of shares in the Company at the time when the authorization is first exercised, to be paid in cash, through non-cash consideration and/or through set-off.

The purpose of the board of directors being able to decide on issues without preferential rights for shareholders as described above is primarily to enable the raising of new capital to increase the Company's flexibility or in connection with acquisitions.

The issue of new shares, warrants or convertibles pursuant to the authorization shall be carried out on customary terms under prevailing market conditions. If the board of directors deems it appropriate to enable the delivery of shares in connection with an issue as described above, this may be done at a subscription price corresponding to the quotient value of the shares.

The board of directors, or the person appointed by the board of directors, shall be granted the right to make any adjustments that may be necessary in connection with the registration of the resolution with the Swedish Companies Registration Office.

Majority requirements

For a decision to be valid under item 6, it must be supported by shareholders representing at least two-thirds of both the votes cast and the shares represented at the general meeting.

Stockholm in December, 2025

The board of directors of Nordrest Holding AB

Item 7 - The board of directors' proposed resolution regarding the execution of a related party transaction in accordance with Chapter 16a of the Swedish Companies Act

The board of directors proposes that the general meeting resolve to approve a significant related party transaction between the Company and Thinc Holding 2 AB, reg. no. 556900-1166 ("**Thinc**"), subject to Chapter 16a of the Swedish Companies Act. The following conditions shall apply to the resolution.

On 2 December 2025, the Company entered into a share purchase agreement with Thinc, SenPh AB, reg. no. 559336-4481, and Ljumb AB, reg. no. 559477-6956 (together, the "**Sellers**") regarding the Company's acquisition of all 250 shares in TD fastighet AB, reg. no. 559395-5114 ("**TD fastighet**").

Thinc, i.e., one of the Sellers, is controlled and owned by Thomas Dahlstedt, who is also a member of the board of directors and CEO of the Company. Thomas Dahlstedt is thus indirectly a seller of the shares in TD fastighet and is to be regarded as a related party to the Company. The Company's acquisition of TD fastighet from Thinc is therefore subject to Chapter 16a of the Swedish Companies Act.

Thinc, and indirectly Thomas Dahlstedt, owns approximately 75 percent of the shares in TD fastighet. The value that the related party is expected to receive through the transaction amounts to approximately SEK 63 million. Subject to the general meeting's approval of the related party transaction, the transaction is expected to be completed as soon as possible after such approval.

The board of directors of the Company has, in connection with the proposal under this item 7, submitted a report on the transaction. The report is set out in **appendix 7a**.

In the general meeting's decision regarding approval of a related party transaction, shares held by the related party shall not be taken into account.

Majority requirements

For a decision to be valid under item 7, it must be supported by shareholders representing more than half of the votes cast at the meeting.

Stockholm in December, 2025

The board of directors of Nordrest Holding AB