

## **PROPOSAL OF THE ELECTION COMMITTEE FOR RESOLUTIONS WITH RESPECT TO ITEMS 2, 10-15 ABOVE:**

The Election Committee, which as of 31 December 2024, represented 44.6% percent of the votes in the Company, submits the following proposal for resolution. For information regarding the composition of the Election Committee and its work during the year, please refer to Lagercrantz Group's website: [lagercrantz.com](https://www.lagercrantz.com)

### **2 Chairman of the AGM**

Fredrik Börjesson.

### **10 Election Committee's principles**

The Election Committee proposes to the AGM 2025 that the principles adopted at the previous AGM 2024 should also apply to the next Election Committee.

### **11 The number of Board members**

The Election Committee proposes to the AGM that the Board of Directors shall be composed of six (6) members, which is a reduction from previous seven members.

### **12 Fees for the Board of Directors and Auditors**

Total directors' fees of SEK 3,980,000 to be distributed as follows:

- To the Chairman of the Board of Directors: SEK 1,450,000 (1,200,000)
- To other Board members not employed by the Company: SEK 575,000 (500,000) per Board member.

The fee payable for work as part of the Company's Remuneration Committee is proposed to be SEK 115,000 (105,000) per Board member.

Board members may, by special arrangement with the Company and insofar as applicable legislation and prevailing jurisprudence so permit, invoice their fees plus social security contributions and value added tax from a company owned by the Board member, or from their private business, provided that such payment is cost neutral for the Lagercrantz Group.

Audit fees will be paid according to approved invoice.

### **13 Election of Board members**

Re-election of Anna Almlöf, Fredrik Börjesson, Anna Marsell, Anders Claeson, Malin Nordesjö and Jörgen Wigh.

Detailed descriptions of the members of the Board of Directors proposed for re-election are found on the Company's website.

### **14 Election of Chairman of the Board of Directors**

Re-election of Fredrik Börjesson.

### **15 Election of Auditors until AGM 2025**

Election of the registered auditing firm Deloitte AB for the period until the end of the next AGM. Deloitte AB has advised that Alexandros Kouvatsof will be appointed as auditor in charge if Deloitte AB is elected as auditor.

## **Election Committee's work report and motivation**

The Election Committee has held 2 minuted meetings, with a review of the work tasks that the Election Committee is tasked with going through according to the Swedish Code of Corporate Governance. The first meeting began with a company presentation by the CEO.

As a basis for its proposal, the Election Committee has taken note of the results of the annual evaluation of the Board and its work. Furthermore, the Election Committee has analyzed the extent to which the current Board meets the requirements placed on it, including with regard to relevant experience and competence with regard to the company's operations and future development. Interviews with parts of the Board have also been conducted.

All Board members have announced that they are available for re-election, which the Election Committee has included in its review. The proposed board has the versatility and breadth of members' expertise, experience and background that is required with regard to the company's operations, development stage and other relevant circumstances, where the members' dependence/independence has also been taken into account.

The Election Committee has applied rule 4.1 of the Swedish Code of Corporate Governance as a diversity policy when developing its proposal. The Election Committee's proposal means that the Board will have six members, three of whom are women, corresponding to 50 percent, which meets the corporate governance code's requirement for equal gender distribution.

The Election Committee has evaluated the Board's remuneration based on the nature and complexity of the company and in relation to what is market-based for companies of similar size and complexity. The Election Committee's proposal for remuneration also takes into account that the Board's audit committee consists of all board members except the CEO.

The Election Committee has also taken note of the Board's evaluation of the auditor's work.

The Board's proposal for the Annual General Meeting can be found in the notice of the Annual General Meeting under item 2, 10-15.

Stockholm juli 2025

Valberedningen i Lagercrantz Group AB  
Box 3508  
SE-103 69 Stockholm