

**Minutes kept at the Annual General Meeting of MEKO AB (publ), reg. no 556392–1971, on 15 May 2025, 10 a.m. CET, at World Trade Center, Klarabergsviadukten 70, in Stockholm.**

**1. Election of Chairman of the meeting**

The Vice Chairman of the Board Helena Skåntorp welcomed the participants and declared the Annual General Meeting opened.

In accordance with the Nomination Committee's proposal, Helena Skåntorp was elected Chairman of the meeting. It was informed that Malin Tibergh had been assigned to keep the minutes at the meeting.

The meeting resolved that invited guests were allowed to attend the meeting.

**2. Preparation and approval of voting register**

The meeting resolved to approve the list in Appendix 1 as voting register at the meeting.

It was noted that the shareholders had been able to exercise their voting rights by postal voting prior to the meeting.

It was noted that 36,825,801 shares and votes were represented at the meeting, corresponding to approx. 65.3 percent of the total number of shares and votes in the company.

**3. Approval of the agenda**

The meeting resolved to approve the agenda proposed by the Board and included in the notice to the meeting.

**4. Election of person to verify the minutes**

The meeting appointed Thomas Woulikainen, representing Fjärde AP-Fonden, to verify the minutes in addition to the chairman.

**5. Determination of whether the meeting has been duly convened**

The meeting was declared duly convened.

It was noted that the notice convening the meeting have been given in accordance with applicable rules and the company's articles of association by being available on the company's website since 9 April 2025, was published in the Swedish Official Gazette (Sw: Post- och Inrikes Tidningar) on 11 April 2025 and that an advertisement stating that the notice had been published was included in Dagens Nyheter on 11 April 2025.

**6. Presentation of the annual report and auditor's report, the consolidated financial statements and the auditor's report on the consolidated financial statements, the remuneration report and the auditor's statement regarding whether the guidelines for remuneration to senior executives have been complied with**

The annual report and the auditor's statement for the parent company and the group for 2024, which have been made available to shareholders in accordance with applicable rules, were presented, as well as the Board's remuneration report and the auditor's statement on whether the guidelines for remuneration of senior executives have been adhered to.

The company's auditor in charge Henrik Jonzén reported on the audit work and the conclusions of the audit report and the statement on adherence to the remuneration guidelines.

**7. CEO's address**

The CEO Pehr Oscarson gave his speech. Then questions from shareholders were answered.

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

The meeting resolved to adopt the income statement and balance sheet and the consolidated income statement and consolidated balance sheet for the financial year 2024, included in the annual report.

**9. Resolution on discharge of the directors and CEO from liability**

The meeting resolved to discharge board members and the CEO from liability for the financial year 2024.

It was noted that board members and the CEO did not participate in the resolution.

Before addressing the coming items on the agenda, the proposals of the Board and the Nomination Committee, which were included in the notice convening the meeting, were presented, as well as statements and other documents, which have been made available to the shareholders in accordance with applicable rules, including the Board's statement regarding dividend and authorization to acquire own shares, the Nomination Committee's motivated statement, information concerning the proposed board members, and the articles of association in proposed wording. The documents were included in the material distributed at the meeting.

**10. Resolution concerning disposition of the company's result in accordance with the adopted balance sheet**

The meeting resolved, in accordance with the board's proposal, that the earnings are disposed with a dividend for the financial year 2024 of SEK 3.90 per share, that the dividend is paid in two instalments - with SEK 1.95 in May and SEK 1.95 in November, and that the remaining amount is carried forward to the new account. The meeting resolved that the record date for the first instalment should be 19 May 2025 and for the second instalment 17 November 2025.

**11. Resolution on amendment of the articles of association**

The Nomination Committee, through Magnus Sjöqvist, presented its proposal under items 11-15, including its motivated statement.

The meeting resolved to amend section 5 of the articles of association, with new wording according to Appendix 2, in accordance with the Nomination Committee's proposal.

It was noted that the resolutions were supported by shareholders representing more than two-thirds of both the votes cast and the shares that were represented at the meeting.

## **12. Determination of the number of directors**

The meeting resolved, in accordance with the Nomination Committee's proposal, that the Board shall consist of nine board members.

## **13. Determination of fees to the Board and the Auditor**

The meeting resolved, in accordance with the proposal of the Nomination Committee, on the following fees: SEK 950,000 to the Chairman of the Board, SEK 605,000 to the Vice Chairman of the Board and SEK 475,000 to each of the other meeting-elected directors. The following fees shall be paid for committee work: SEK 240,000 to the Chairman of the Audit Committee and SEK 120,000 to each of the other members of the Audit Committee, and SEK 110,000 to the Chairman of the Remuneration Committee and SEK 55,000 to each of the other members of the Remuneration Committee.

The meeting further resolved that auditor's fee shall be paid in accordance with approved account.

## **14. Election of Board members and Chairman of the Board**

It was noted that information about the proposed members' assignments in other companies was presented through the information document available on the company's website and included in the distribution material in the meeting room.

The meeting resolved, in accordance with the proposal of the Nomination Committee, on re-election of Eivor Andersson, Marie Björklund, Kenny Bräck, Magnus Håkansson, Robert Reppa, Helena Skåntorp, Jörn Werner and Dominick Zarcone, as well as election of Walter Hanley as new board member.

Dominick Zarcone was re-elected as new chairman of the board.

## **15. Election of auditor**

The meeting resolved, in accordance with the proposal of the Nomination Committee, on re-election of Ernst & Young AB as auditor for the period until the end of the 2026 Annual General Meeting.

It was noted that Henrik Jonzén will be continuing as auditor in charge.

## **16. Approval of the remuneration report**

The meeting resolved to approve the board's remuneration report.

## **17. Resolution on a long-term share-based incentive program (LTIP 2025)**

The meeting resolved to approve the Board's proposal, Appendix 3, to establish a long-term share-based incentive program (LTIP 2025) to group management in MEKO and certain other key employees in the group.

**18. Resolution on authorization for the Board to (a) acquire own shares and (b) transfer of own shares**

The meeting resolved to approve the board's proposal, Appendix 4, to authorize the board to resolve on acquisitions of the company's own shares.

The meeting further resolved to approve the board's proposal, Appendix 4, to authorize the board to resolve on transfers of the company's own shares.

It was noted that the resolutions were supported by shareholders with more than two-thirds of the votes cast and shares represented at the meeting.

**19. Resolution on authorization for the Board to issue new shares**

The meeting resolved to approve the board's proposal, Appendix 5, to authorize the board to issue new shares.

It was noted that the resolution was supported by shareholders with more than two-thirds of the votes cast and shares represented at the meeting.

The meeting was declared closed.

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At the minutes:

Attest by:

Malin Tiberg

Helena Skåntorp

Thomas Wuolikainen