

Resolution to introduce a long-term incentive program for the company's executive management and key individuals

The Board of Directors proposes that the Annual General Meeting resolves to adopt a long-term incentive program based on performance-based share rights for employees of the Sveafastigheter group, (the "**Share Rights Program 2025**") in accordance with item 18a). The Board of Directors further proposes that the Annual General Meeting resolves on hedging arrangements in accordance with items 18b) and 18c) under the conditions set out below. All resolutions under item 18 are proposed to be conditional upon each other and are therefore proposed to be adopted jointly.

In connection with the company's listing on Nasdaq First North Premier Growth Market in the fourth quarter of 2024, the ambition to change trading venue to Nasdaq Stockholm's main list within twelve months was communicated (the "**Uplisting**"). In light of this, the Board of Directors proposes that the Annual General Meeting resolves on alternative hedging measures for the Share Rights Program 2025 based on the Uplisting either being completed within the time limit or not. The alternatives proposed are (i) a structure based on C-shares in accordance with item 18b) below, together with the possibility to transfer any shares repurchased under the authorization in accordance with item 17, and (ii) a structure based on warrants. The resolutions under (i) above require that the company's shares are admitted to trading on a regulated market and are conditional upon the company's shares being admitted to trading on Nasdaq Stockholm no later than 31 October 2025. The resolution under (ii) is thus conditional upon the Uplisting not being completed before 31 October 2025.

The Board of Directors intends to annually present a similar proposal for a long-term incentive program for the company's executive management and key individuals in accordance with the terms of the Share Rights Program 2025.

Item 18a) - Adoption of a long-term incentive program for the company's executive management and key individuals

The program in brief

The Share Rights Program 2025 is proposed to include, both current and future, executive management and other key individuals, meaning that a maximum of 15 individuals within the Sveafastigheter group will be able to participate (the "**Participants**"). The Participants will be given the opportunity to receive shares free of charge within the framework of the Share Rights Program 2025, so-called "**Performance Shares**", in accordance with the terms and conditions set out below.

Within the framework of the Share Rights Program 2025, the company may allot Participants rights to Performance Shares, which means that, subject to certain conditions being met, the right to receive one (1) Performance Share free of charge ("**Share Rights**").

Background and rationale

The purpose of the Share Rights Program 2025 is to create the conditions for attracting, motivating and retaining competent employees within the Sveafastigheter group and to increase the coherence between the employees', shareholders' and the company's objectives, as well as to increase the motivation to reach and exceed the company's financial and non-financial targets. The Share Rights

Program 2025 has been designed so that the program includes both current and future executive management and other key individuals.

By offering Share Rights that are based on a combination of net operating income development of the comparable portfolio and relative total return performance of the company in relation to a selected reference group, the Participants are rewarded for increased shareholder value/value-creating measures. The Share Rights Program 2025 also rewards employees' continued loyalty and thus the long-term value growth of the company. Further, the Board of Directors considers that the Share Rights Program 2025 will have a positive effect on the future development of the Sveafastigheter group and will consequently be beneficial for both the company and its shareholders.

Terms and conditions

A Share Right may be exercised provided that the Participant, with certain exceptions, from the start of the Share Rights Program 2025 for each Participant, up until and including the date three (3) years thereafter (the "**Vesting Period**"), is still employed by the Sveafastigheter group. The last day for the start of the Share Rights Program 2025 shall be the day before Sveafastigheter's Annual General Meeting 2026. In addition to the requirement of the Participant's continued employment as set out above, the final number of Performance Shares that each Participant is entitled to receive shall also be subject to performance conditions as set out below (the "**Performance Conditions**"). The Performance Conditions shall be fulfilled during the measurement period 1 January 2025–31 December 2027 (the "**Measurement Period**").

- (i) **Performance Condition 1:** fifty (50) percent of the Performance Shares will vest based on a performance metric that measures the relative growth of shareholders' total return ("**Total Shareholder Return**" or "**TSR**")¹ on a scale from median to upper quartile, whereby the company's TSR is compared with the corresponding TSR for a group of reference companies (the "**Reference Group**")². TSR is measured for each company in the Reference Group as the growth in the share price plus reinvested dividends. The measurement is based on an average of the share price during the three months prior to the first day of the Measurement Period and is compared with an average of the share price during the three months prior to the last day of the Measurement Period. Participants will receive allotment as set out below after the end of the Vesting Period.
- If the company's TSR is in the upper quartile relative to the Reference Group, the Participant will receive full allotment of the half of the Performance Shares allotted under Performance Condition 1.
 - If the company's TSR is the same as the median in the Reference Group, the Participant will receive one third (1/3) of the full allotment of the half of the Performance Shares allotted under Performance Condition 1, whereby the number of Performance Shares shall be rounded up to a whole number.
 - If the company's TSR is between the median and the upper quartile relative to the Reference Group, the Participant will receive a pro-rata share depending on the company's TSR between one third (1/3) of full allotment under Performance Condition 1 (median) and full allotment of the half of the Performance Shares (upper quartile) allotted under Performance Condition 1, whereby the number of Performance Shares shall be rounded up to a whole number.

¹ TSR is measured in Swedish krona and calculated in accordance with market practice.

² The Board of Directors will decide which companies will be included in the Reference Group. The companies included in the Reference Group will be communicated to the shareholders after the expiry of the Share Rights Program 2025.

- If the company's TSR is lower than the median in the Reference Group, the Participant will not receive an allotment of the half of the Performance Shares allotted for under Performance Condition 1.
- (ii) **Performance Condition 2:** fifty (50) percent of the Performance Shares will vest based on net operating income development in relation to the comparable portfolio (“**Net Operating Income Development**”), which is compared to the average consumer price index³ (“**CPI**”) during the Measurement Period. The Participants will receive allotment after the end of the Vesting Period. Depending on how the company's Net Operating Income Development relates to CPI during the Measurement Period, the Participant may receive full allocation (maximum level), no allocation (below the minimum level), or pro-rata allocation (from the minimum level up to the maximum level) of the half of the Performance Shares allotted under Performance Condition 2. For stock market and competitive reasons, the minimum and maximum levels for Performance Condition 2 are not specified. Information on the Performance Condition 2 and the outcome will be communicated to the shareholders after the expiry of the Share Rights Program 2025.

The Board of Directors shall be entitled to decide that all or certain Share Rights shall be canceled or reclaimed if the company's TSR and/or reporting of Net Operating Income Development is the result of intentional or significantly misleading inaccuracies in the financial reporting or gross misconduct. The Board of Directors shall also, in exceptional cases, be able to reduce or postpone the vesting of the Performance Shares if the company's TSR and/or Net Operating Income Development, according to the Board of Directors, does not reflect the underlying business performance.

In order to further increase the alignment of interests with shareholders, Participants shall over time build up a holding of the company's shares corresponding to the value of three (3) months' salary of each person's base salary, with exception to the CEO who over time shall build up a holding of the company's shares corresponding to the value of six (6) months' salary of the CEO's base salary, calculated based on the value after tax. The Board of Directors shall have the right to waive this condition in certain circumstances, e.g. if the Participant's employment is terminated due to long-term illness.

The Share Rights shall, in addition to what is set out above, be governed by the following terms and conditions:

- Share Rights are allotted free of charge no later than the day before the Annual General Meeting 2026.
- The Performance Shares attributable to the Share Rights vest during the Vesting Period.
- Share Rights may not be transferred or pledged.
- Each Share Right entitles the Participant to receive one (1) Performance Share free of charge after the end of the Vesting Period (with certain exceptions where the Vesting Period may be accelerated), if the Participant, with certain exceptions, is still employed by the Sveafastigheter group by the end of the Vesting Period.
- In the event of change of ownership, resulting from a public takeover offer or another type of transaction, vesting will be accelerated if at least fifty (50) percent of the shares or voting rights in the company are controlled, directly or indirectly, by one or more persons who are

³ As calculated and published by Statistics Sweden (Sw. *Statistikmyndigheten SCB*).

not Samhällsbyggnadsbolaget i Norden AB (publ) or companies in a group with Samhällsbyggnadsbolaget i Norden AB (publ). The Measurement- and Vesting Period shall then end during the last complete quarter and the maximum number of Performance Shares shall be calculated pro-rata in relation to the original Vesting Period and the new Vesting Period.

Preparation of the program, design and administration

The Board of Directors, or a special committee set up by the Board of Directors, shall be responsible for preparing the detailed design and administration of the terms and conditions of the Share Rights Program 2025, in accordance with the presented terms and guidelines including provisions for recalculation in the event of an in-between bonus issue, share split, rights issue and/or other similar measures. In connection therewith, the Board of Directors shall be entitled to make adjustments to meet specific foreign regulations or market conditions. The Board of Directors shall also be entitled to make other adjustments if significant changes occur in the Sveafastigheter group or in its environment that would result in that the adopted terms of the Share Rights Program 2025 no longer fulfill their objectives or the rationale for the purpose including, *inter alia*, that adjustments may be decided with respect to the terms and conditions for the Performance Conditions, and the basis for such calculation.

Allotment of Share Rights

The Participants are divided into three categories and a maximum of 165,000 Share Rights can be allotted to Participants within the different categories. For the Share Rights Program 2025, the value of the Share Rights (based on the value of the Performance Shares) for the CEO (category 1) will not exceed an amount corresponding to three (3) months' salary, for the executive management and other key employees (category 2) will not exceed an amount corresponding to two (2) months' salary and for other employees (category 3) will not exceed an amount corresponding to one (1) months' salary.

Delivery of Performance Shares and hedging arrangements

The Board of Directors has considered different methods for transfer of shares under the Share Rights Program 2025 in a cost-efficient and flexible manner, and, if necessary, for covering costs for social security contributions in connection with Share Rights Program 2025. The Board of Directors has found, and proposes, that a structure based on class C-shares (which requires that the company's shares are admitted to trading on a regulated market) is the best option for hedging arrangements in relation to the Share Rights Program 2025, provided that the Uplisting is completed no later than 31 October 2025. In order to provide further flexibility in relation to the hedging of the Share Rights Program 2025, the Board of Directors also proposes, as a complement to the structure based on C-shares, that the company shall also be able to transfer any shares repurchased under the authorization in accordance with item 17, which is also conditional upon the Uplisting being completed no later than 31 October 2025. If the Uplisting is not completed before 31 October 2025, and a structure based on C-shares and/or repurchased shares in accordance with item 17 thus cannot be used, it is the Board of Directors' assessment that a structure based on warrants is most suitable for hedging arrangements in connection with the Share Rights Program 2025.

In light of the above, the Board of Directors proposes that the Annual General Meeting resolves, conditional upon the completion of the Uplisting no later than 31 October 2025, to (a) introduce a new class of shares with convertible and redeemable class C-shares, (b) authorize the Board of Directors to resolve on the issue of new class C-shares, (c) authorize the Board of Directors to resolve

on the repurchase of issued class C-shares and (d) resolve on the transfer of own ordinary shares to Participants and in the market in accordance with item 18b) below. Furthermore, the Board of Directors proposes that the Annual General Meeting resolves, conditional upon the Uplisting not being completed before 31 October 2025, to issue and exercise warrants in accordance with item 18c) below. The hedging arrangements under item 18b) is thus alternative in relation to the hedging measures proposed under item 18c).

Scope and costs of the Share Rights Program 2025

The Share Rights do not have a market value since they are not transferrable. Costs for Share Rights Program 2025 are based on the IFRS 2 reporting standard and are accounted for over the Vesting Period. The Board of Directors has calculated a theoretical value of the Share Rights using the Black-Scholes valuation model and certain assumptions. The Board of Directors has made a preliminary cost estimated for Share Rights Program 2025, based on a share price at award of SEK 31.22, a conservative estimate of that sixty-five (65) percent of the maximum number of Share Rights awarded will vest, a long-term interest rate of 2.631 percent and no expected dividends. According to this valuation the fair value of each Share Right is approximately SEK 20.29. The Board of Directors' assessment is that given these assumptions the cost of the Share Rights Program 2025, excluding social security contributions, will amount to approximately SEK 2.6 million. Costs mainly related to administration and social security contributions are estimated to amount to approximately SEK 0.85 million. The total costs for social security contributions will, however, depend on the number of Share Rights that vest and the value of the benefit that the Participant earns. All calculations above are preliminary and are only meant to illustrate the potential costs of Share Rights Program 2025. Actual costs may therefore deviate from the above.

Dilution etc.

Upon maximum allotment of Performance Shares and provided that the hedging arrangements in accordance with 18b) or 18c) below are adopted, it is estimated that not more than 165,000 shares will be allotted to Participants under the Share Rights Program 2025, and that approximately 50,000 shares will be used to secure social security contributions arising as a result of the Share Rights Program 2025, the incremental dilution effect, including shares for social security contributions, would amount to approximately 0.11 percent on a fully diluted basis and based on the number of outstanding shares. The Share Rights Program 2025 is expected to have only a marginal effect on the company's key figures.

The preparation of the proposal

The Share Rights Program 2025 has been prepared by the Board of Directors in consultation with external advisors. The Share Rights Program 2025 has been discussed by the Board of Directors at meetings during the period December 2024–April 2025.

Item 18b) - Resolution on (i) introduction of a new class of shares by amending the articles of association, (ii) authorization for the Board of Directors to resolve to issue new class C-shares, (iii) authorization for the Board of Directors to resolve on repurchase of class C-shares, and (iv) transfer of own ordinary shares to Participants and in the market.

In order to ensure delivery of shares under the Share Rights Program 2025 and, if necessary, to cover costs for social security contributions, the Board of Directors proposes that the Annual General Meeting resolves in accordance with proposals (i)-(iv) below.

All resolutions under item 18b)(i)-(iv) are proposed to be conditional upon each other and are therefore proposed to be adopted jointly. In addition, the resolutions are also conditional upon the Uplisting being completed no later than 31 October 2025.

Item 18b)(i) - Introduction of a new class of shares by amending the articles of association

The Board of Directors proposes that the Annual General Meeting resolves to amend the articles of association as follows.

An update of § 4 is proposed, whereby issuance of class C-shares, reclassification of class C-shares and redemption of class C-shares are enabled, and that the preferential rights are regulated.

Current wording

§ 4 Share capital and shares

The share capital shall amount to not less than SEK 500,000 and not more than SEK 2,000,000. The number of shares shall be not less than 150,000,000 and not more than 600,000,000.

Proposed wording

§ 4 Share capital and shares

The share capital shall amount to not less than SEK 500,000 and not more than SEK 2,000,000. The number of shares shall be not less than 150,000,000 and not more than 600,000,000.

Two classes of shares may be issued, ordinary shares and class C-shares. The ordinary shares shall carry one vote each and the class C-shares shall carry one tenth of a vote each.

Shares of either class may be issued up to an amount corresponding to the entire share capital.

Class C-shares do not entitle to dividends. Upon the company's liquidation, class C-shares carry equivalent right to the company's assets as other shares, however not to an amount exceeding the quota value of the share.

If the company resolves to issue new ordinary shares and class C-shares, against payment other than contribution in kind, owners of ordinary shares and class C-shares shall enjoy preferential rights to subscribe for new shares of the same class pro-rata to the number of shares previously held by them (primary preferential rights). Shares which are not subscribed for under the primary preferential rights shall be offered to all shareholders for subscription (subsidiary preferential rights). If the number of shares thus offered are not sufficient for the subscription on the basis of subsidiary preferential rights, the shares shall be allocated between the subscribers pro-rata to the number of shares they previously held and, to the extent such allocation cannot be effected, by the drawing of lots.

If the company resolved to issue new shares of either solely ordinary shares or class C-shares, against payment other than contribution in kind, all shareholders, irrespective of whether their shares are ordinary shares or class C-shares, shall have preferential rights to subscribe for new shares pro-rata to the number of shares previously held by them.

What is set out above with regard to preferential rights shall apply mutatis mutandis in the event of issues of warrants and convertible debentures, and shall not limit the right to resolve upon an issue with deviation from the shareholders' preferential rights.

In the event of a bonus issue, new shares of each class shall be issued pro-rata to the number of shares of the same class previously issued. In connection therewith, the owners of existing shares of a certain class shall entitle the holder to new shares of the same class. This shall not entail any restrictions on the possibility of issuing new shares of a new class by means of a bonus issue, following the required amendments of the articles of association.

Reduction of share capital, which in any case shall not fall below the minimum share capital, may, after resolution by the company's board of directors, take place through redemption of all class C-shares. When a resolution on reduction has been passed, an amount corresponding to the reduction amount shall be transferred to the company's reserve fund, if the required funds are available. The redemption amount per class C share shall be the quota value of such shares.

Following receipt of the redemption resolution, holders of shares subject to redemption shall promptly receive payment for the shares, or, if authorization for the redemption from the Swedish Companies Registration Office (Sw. Bolagsverket) or a court is required, following the receipt of notice that the final and effected decision has been registered.

Class C-shares held by the company may, upon decision of the board of directors be reclassified into ordinary shares. Immediately thereafter, the board of directors shall register the reclassification to the Swedish Companies Registration Office. The reclassification is effected when it has been registered and the reclassification been reflected in the central securities depository register.

Item 18b)(ii) - Authorization for the Board of Directors to decide on the issue of new C-shares

The Board of Directors proposes that the Annual General Meeting resolves to authorize the Board of Directors, during the period until the Annual General Meeting 2026, on one or more occasions, to increase the company's share capital by an issuance of class C-shares. With deviation from the shareholders' preferential rights, a participating bank shall be entitled to subscribe for the new class C-shares at a subscription price corresponding to the quota value. The purpose of the authorization and the reason for the deviation from the shareholders' preferential rights in connection with the issue is to ensure delivery of ordinary shares to Participants in Share Rights Program 2025, as well as to cover any costs for social security contributions arising as a result of Share Rights Program 2025. A maximum of 215,000 class C-shares may be issued in accordance with this authorization.

Item 18b)(iii) - Authorization for the Board of Directors to decide on repurchase of class C-shares

The Board of Directors proposes that the Annual General Meeting resolves to authorize the Board of Directors, during the period until the Annual General Meeting 2026, on one or more occasions, to resolve on repurchase class C-shares. The repurchase may only be effected through an offer directed to all holders of class C-shares and shall comprise all outstanding class C-shares. Repurchases shall be effected at a purchase price corresponding to the quota value of the share. Payment for repurchased class C-shares shall be made in cash. The purpose of the repurchase authorization is to ensure

delivery of ordinary shares to Participants in the Share Rights Program 2025 and to cover any costs for social security contributions arising as a result of the Share Rights Program 2025, and the class C-shares may therefore be reclassified to ordinary shares after the repurchase.

Item 18(b)(iv) - Transfer of own ordinary shares to Participants and in the market

The Board of Directors proposes that the Annual General Meeting resolves that (i) the class C-shares repurchased by the company by virtue of the authorization to repurchase class C-shares in accordance with item 18b)(iii) above (and after conversion into ordinary shares) and, (ii) the shares repurchased by the company pursuant to the authorization to repurchase in accordance with item 17 may be transferred free of charge to Participants in the Share Rights Program 2025 in accordance with the terms and conditions resolved upon, and sold on Nasdaq Stockholm, including through a financial intermediary, at a price within the registered price range at the relevant time, to cover any costs for social security contributions in accordance with the terms and conditions of the Share Rights Program 2025. A maximum of 215,000 ordinary shares may be transferred under this transfer resolution. However, the number of shares that may be transferred is subject to recalculation in the event of a bonus issue, split, rights issue and/or other similar events.

Item 18c) - Issue and transfer of warrants

In order to ensure delivery of shares under the Share Rights Program 2025, and, if necessary, for hedging of social security contributions, the Board of Directors proposes that the Annual General Meeting resolves to issue not more than 215,000 warrants (which includes warrants to potentially hedge social security contributions), whereby the company's share capital could be increase by not more than SEK 537.50. In addition, the resolution is conditional upon the Uplisting not being completed before 31 October 2025.

The right to subscribe for the warrants shall, with deviation from the shareholders' preferential rights, only be granted to Sveafastigheter AB (publ). The reason for the deviation from the shareholders' preferential rights is the implementation of the Share Rights Program 2025. The company shall be entitled to transfer warrants to Participants or to a financial intermediary in connection with exercise.

The warrants shall be issued free of charge. The exercise price for subscription for shares based on the warrants shall correspond to the share's quota value.

The full terms and conditions of the warrants are presented in Appendix A and Appendix B.

Majority requirements

A valid resolution in accordance with item 18 above requires the approval of at least nine-tenths (9/10) of both the votes cast and the shares represented at the Annual General Meeting.

This is an in-house translation of the Swedish original version and in case of any deviations between the language versions, the Swedish version shall prevail.

Resolution on issue of warrants

In order to ensure delivery of shares under the Share Rights Program 2025, and, if necessary, for hedging of social security contributions, the Board of Directors proposes that the Annual General Meeting resolves to issue not more than 215,000 warrants (which includes warrants to potentially hedge social security contributions), whereby the company's share capital could be increase by not more than SEK 537.50 as follows:

1. The right to subscribe for the warrants shall, with deviation from the shareholders' preferential rights, only be granted to Sveafastigheter AB (publ). The reason for the deviation from the shareholders' preferential rights is the implementation of the Share Rights Program 2025. The company shall be entitled to transfer warrants to Participants or to a financial intermediary in connection with exercise.
2. The warrants shall be issued free of charge and shall be subscribed for on a separate subscription list no later than 13 November 2025. The Board of Directors of the company shall have the right to extend the subscription period.
3. The terms and conditions of the warrants are set out in Appendix B hereto.
4. The exercise price for the ordinary shares subscribed for based on the warrants shall correspond to the share's quota value.
5. The issue is conditional upon the Uplisting not being completed before 31 October 2025.
6. The CEO is authorized to make such minor adjustments to the resolution as may be necessary for the registration of the issue.

Application for subscription of ordinary shares by virtue of warrants may take place during the period from the date of registration of the warrants with the Swedish Companies Registration Office up to and including 31 December 2029.

Appendix B

[Attached separately]