

Minutes kept at the Annual General Meeting in **Sveafastigheter AB (publ)**, 559449-4329, held on 5 May 2026 at Advokatfirman Vinge's premises, at Smålandsgatan 20, Stockholm, Sweden.

1 § Opening of the Annual General Meeting

The meeting was opened by Peter Wågström, chairperson of the Board of Directors.

2 § Election of the chairperson of the Annual General Meeting

Rikard Lindahl, member of the Swedish Bar Association, from Advokatfirman Vinge, was elected chairperson of the Annual General Meeting. It was noted that Frida Ställborn, legal counsel at Sveafastigheter AB (publ), had been instructed to keep the minutes at the Annual General Meeting.

The Annual General Meeting resolved that certain persons who were not shareholders were entitled to attend the Annual General Meeting, but without the rights to address the Annual General Meeting or to participate in the Annual General Meeting's resolutions.

3 § Preparation and approval of the voting list

The attached list, Appendix 1, was approved as the voting list.

4 § Approval of the agenda

The agenda, as included in the notice of the Annual General Meeting, Appendix 2, was approved, with the addition that a new item 17 regarding the presentation of the Board of Directors' remuneration report for approval be included on the agenda, whereby item 17 regarding the closing of the Annual General Meeting as set out in the notice was renumbered to item 18.

5 § Election of one or two persons who shall approve the minutes

Stefan Berglöf, member of the Swedish Bar Association from Walthon Advokater, and Eric Svenningson, member of the Swedish Bar Association from Walthon Advokater, were elected to approve the minutes together with the chairperson.

6 § Determination of whether the Annual General Meeting has been duly convened

It was noted that the notice to the Annual General Meeting was published in the Official Swedish Gazette (*Sw. Post- och Inrikes Tidningar*) on 7 April 2026 and published on the company's website on 31 March 2026 and the notice was announced in Dagens Nyheter on 7 April 2026. It was concluded that the Annual General Meeting was duly convened.

7 § Presentation by the CEO

The CEO Erik Hävermark held a presentation regarding the past year and the first quarter of 2026.

8 § Presentation of the annual report and the auditor's report, as well as the consolidated financial statements and the auditor's report on the consolidated financial statements

It was noted that the annual report and the auditor's report, as well as the consolidated financial statements and the auditor's report on the consolidated financial statements for the financial year 2025 had been made available on the company's website as well as at the company's registered office.

9.a § Resolutions regarding adoption of the income statement and the balance sheet as well as the consolidated income statement and the consolidated balance sheet

It was resolved to approve the income statement and the balance sheet, and the consolidated income statement and the consolidated balance sheet, included in the annual report.

9.b § Resolution regarding allocation of the company's result pursuant to the adopted balance sheet, and adoption of the record day for distribution of dividend

It was resolved that the profit for the year be carried forward and that no dividend shall be paid for the financial year 2025.

9.c § Resolution regarding discharge from liability of the board members and the CEO

It was resolved to discharge the members of the Board of Directors and the CEO from liability for their management of the company's affairs during the financial year 2025.

It was noted that shareholding board members and the CEO, who are included in the voting list directly, through representatives or as representatives of others, did not participate in the decision as far as the board member or the CEO himself was concerned.

10 § Resolution regarding the number of board members and the number of auditors

It was resolved, in accordance with the Nomination Committee's proposal, that the number of board members shall be six, without any alternate board members.

It was resolved, in accordance with the Nomination Committee's proposal, that the auditor shall be one registered public accounting firm, without any alternate auditors.

11 § Resolution regarding the fees to the Board of Directors and the auditor

It was resolved, in accordance with the Nomination Committee's proposal, that fees, including fees for work in respect of committees, shall be SEK 2,970,000 for the period until the end of the next Annual General Meeting, allocated as follows: SEK 800,000 (previously SEK 800,000) to the chairperson of the Board of Directors and SEK 400,000 (previously SEK 400,000) to each of the other board members, SEK 100,000 (previously SEK 100,000) to the chairperson of the Audit Committee and SEK 70,000 (previously SEK 70,000) to the other member of the Audit Committee.

It was resolved, in accordance with the Nomination Committee's proposal, that the auditors shall be paid against approved account.

- 12 § Election of board members and election of the chairperson of the Board of Directors**
It was resolved, in accordance with the Nomination Committee's proposal, that for the period until the end of the next Annual General Meeting, Peter Wågström, Peder Johnson, Leiv Synnes, Christer Nerlich and Jenny Wärmé, shall be re-elected as board members, and Jens-Fredrik Jalland shall be newly elected.

Peter Wågström was, in accordance with the Nomination Committee's proposal, re-elected as chairperson of the Board of Directors.

- 13 § Election of auditor**
It was resolved, for the period until the end of the next Annual General Meeting, to re-elect Ernst & Young AB, with Jonas Svensson as the auditor in charge. The resolution is in accordance with the Nomination Committee's proposal.

- 14 § Resolution regarding authorization for the Board of Directors to resolve on new issues of ordinary shares**
It was resolved, in accordance with the Board of Directors' proposal included in the notice convening the meeting, Appendix 2, to authorize the Board of Directors to resolve on new issues of ordinary shares.

It was noted that the resolution was passed with the required majority.

- 15 § Resolution regarding authorization for the Board of Directors to resolve on repurchase and transfer of own ordinary shares**
It was resolved, in accordance with the Board of Directors' proposal included in the notice convening the meeting, Appendix 2, to authorize the Board of Directors to resolve on repurchase and transfer of own ordinary shares.

It was noted that the resolution was passed with the required majority.

- 16 § Resolution to introduce a long-term incentive program for the company's executive management and key individuals**
It was resolved, in accordance with the Board of Directors' proposal included in the notice convening the meeting, to adopt a long-term incentive program for the company's executive management and key individuals, to authorize the Board of Directors to resolve to issue class C-shares, to authorize the Board of Directors to resolve on repurchase of class C-shares and to transfer own ordinary shares to participants in the long-term incentive program and in the market.

It was noted that the resolution was unanim.

- 17 § Presentation of the Board of Directors' remuneration report for approval**

The Board of Directors' remuneration report was presented, Appendix 3. It was established that the Board of Directors' remuneration report had been made available to the shareholders three weeks prior to the Annual General Meeting. It was resolved to approve the Board of Directors' remuneration report.

18 § Closing of the Annual General Meeting

The Annual General Meeting was declared closed.

Separate signature page follows

Keeper of the minutes

Frida Ställborn

Approval

Rikard Lindahl

Stefan Berglöf

Eric Svenningson

Voting list

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Notice of Annual General Meeting 2026

Notice of Annual General Meeting in Sveafastigheter AB (publ)

Sveafastigheter AB (publ), Reg. No. 559449-4329, with its registered office in Stockholm, gives notice of the Annual General Meeting to be held on 5 May 2026 at 01.00 p.m. (CEST) at Smålandsgatan 20, SE-111 46 Stockholm, Sweden. Registration starts at 12.30 p.m. (CEST).

Right to participate in the Annual General Meeting and notice of participation

Participation at the venue

A shareholder who wishes to participate in the Annual General Meeting at the venue in person or represented by a proxy must (i) be recorded as a shareholder in the share register maintained by Euroclear Sweden AB relating to the circumstances on 24 April 2026, and (ii) no later than 28 April 2026 give notice by post to Sveafastigheter AB (publ), "AGM", c/o Euroclear Sweden AB, Box 191, SE-101 23 Stockholm, Sweden, via e-mail to GeneralMeetingService@euroclear.com, by BankID verification via Euroclear Sweden AB's website <https://www.euroclear.com/sweden/generalmeetings/> or by telephone +46 (0)8-402 91 33. When providing such notice, the shareholder shall state name, personal or corporate registration number, address, telephone number and the number of any accompanying assistant(s) (maximum two assistants) as well as information about any proxy.

If a shareholder is represented by proxy, a written, dated proxy for the representative must be issued. A proxy form is available on the company's website, www.sveafastigheter.se. If the proxy is issued by a legal entity, a certificate of registration or equivalent certificate of authority should be enclosed. To facilitate the registration at the General Meeting, the proxy and the certificate of registration or equivalent certificate of authority should be sent to the company as set out above so that it is received no later than 4 May 2026.

Nominee-registered shares

To be entitled to participate in the Annual General Meeting, a shareholder whose shares are held in the name of a nominee must, in addition to providing notification of participation, register its shares in its own name so that the shareholder is recorded in the share register relating to the circumstances on 24 April 2026. Such registration may be temporary (so-called voting right registration) and is requested from the nominee in accordance with the nominee's procedures and in such time in advance as the nominee determines. Voting right registrations completed by the nominee not later than 28 April 2026 are taken into account when preparing the share register.

Proposed agenda

1. Opening of the Annual General Meeting;
2. Election of chairperson of the Annual General Meeting;
3. Preparation and approval of the voting list;
4. Approval of the agenda;
5. Election of one or two persons who shall approve the minutes;
6. Determination of whether the Annual General Meeting has been duly convened;
7. Presentation by the CEO;
8. Presentation of the annual report and the auditor's report as well as the consolidated financial statements and the auditor's report on the consolidated financial statements;
9. Resolution regarding:
 - a. adoption of the income statement and the balance sheet as well as the consolidated income statement and the consolidated balance sheet

- b. allocation of the company's result pursuant to the adopted balance sheet, and adoption of the record day for distribution of dividend
- c. discharge from liability of the board members and the CEO;
- 10. Resolution regarding the number of board members and the number of auditors;
- 11. Resolution regarding the fees to the Board of Directors and the auditor;
- 12. Election of board members and election of the chairperson of the Board of Directors;
- 13. Election of auditor;
- 14. Resolution regarding authorization for the Board of Directors to resolve on new issues of ordinary shares;
- 15. Resolution regarding authorization for the Board of Directors to resolve on repurchase and transfer of own ordinary shares;
- 16. Resolution to introduce a long-term incentive program for the company's executive management and key individuals;
- 17. Closing of the Annual General Meeting.

Proposed resolutions

Proposals of the Nomination Committee

Items 2 and 10 to 13 – Election of chairperson of the Annual General Meeting, resolution regarding the number of board members and the number of auditors, resolution regarding the fees to the Board of Directors and the auditor, election of the board members and chairperson of the Board of Directors, election of auditor

The Nomination Committee of Sveafastigheter consisting of Lennart Sten, chairperson of the Nomination Committee (appointed by Samhällsbyggnadsbolaget i Norden AB), Svein Oskar Stoknes (appointed by Aker Property Group AS), Johannes Wingborg (appointed by Länsförsäkringar Fondförvaltning AB) and Peter Wågström (chairperson of the company) proposes the following:

- Rikard Lindahl, member of the Swedish Bar Association, from Advokatfirman Vinge, shall be elected as chairperson of the Annual General Meeting.
- the number of board members elected by the General Meeting shall be six board members (previously seven) without any alternate board members.
- an authorized audit firm shall be appointed as auditor, without any alternate auditors.
- the auditor's fee is proposed to be paid in accordance with approved invoice.
- re-election of Ernst & Young AB as the company's auditor for the period until the end of the next Annual General Meeting. Ernst & Young AB has announced that if the Annual General Meeting approves the proposal, Jonas Svensson will remain the auditor in charge.

The Nomination Committee proposes that the fees to the Board of Directors, including compensation for committee work, shall amount to not more than SEK 2,970,000 for the period until the end of the next Annual General Meeting, to be allocated as follows: SEK 800,000 (previously SEK 800,000) to the chairperson of the Board of Directors and SEK 400,000 (previously SEK 400,000) to each of the other board members, SEK 100,000 (previously SEK 100,000) to the chairperson of the Audit Committee and SEK 70,000 (previously SEK 70,000) to each of the other members of the Audit Committee.

The Nomination Committee proposes that Peter Wågström, Peder Johnson, Leiv Synnes, Christer Nerlich and Jenny Wärmé be re-elected, and that Jens-Fredrik Jalland be newly elected, as members of the board for the period until the end of the next Annual General Meeting. Sanja Batljan and Per O. Dahlstedt have declined re-election. Furthermore, it is proposed that Peter Wågström be re-elected as Chairman of the Board of Directors

Jens-Fredrik Jalland

Year of birth: 1976

Education and work experience: Civil engineer, Hannover University. Experience as CEO of Løvenskiold Eiendom AS and other leading roles at Ferd Eiendom AS and AF Gruppen ASA.

Other current assignments: CEO of Aker Property Group AS and chairperson of the board of several subsidiaries within Aker Property Group and Bertil O. Steen Eiendom AS, and board member of Public Property Invest ASA, Protan AS and Veslefrikk Eiendom AS.

Shareholding in the company (private holding): -

Independent of the company and its executive management: Yes

Independent in relation to the company's major shareholders: Yes

Information about the persons proposed by the Nomination Committee to be re-elected as board members is set forth on the company's website, www.sveafastigheter.se.

Proposals of the Board of Directors

Resolution regarding allocation of the company's result pursuant to the adopted balance sheet, and adoption of the record day for distribution of dividend (item 9.b)

The Board of Directors proposes that the profit for the year be carried forward and that no dividend shall be paid for the financial year 2025.

Resolution regarding authorization for the Board of Directors to resolve on new issues of ordinary shares (item 14)

The Board of Directors proposes that the Annual General Meeting authorizes the Board of Directors to, up until the next Annual General Meeting, on one or several occasions, resolve on increasing the company's share capital by way of issue of ordinary shares to such an extent that it corresponds to a dilution of maximum 10 percent, based on the number of ordinary shares that are outstanding at the time of the Annual General Meeting's resolution on the authorization, after full exercise of the hereby proposed authorization.

Issue of ordinary shares may be made with or without deviation from the shareholders' preferential rights and with or without provisions for contribution in kind, set-off or other conditions. The purpose of the authorization is to increase the company's financial flexibility and to enable the company to make payment with own ordinary shares in connection with any acquisition of a company or business operations that the company may conduct. In the event of issuances that deviate from the shareholders' preferential rights, the starting point for determining the issuance price shall be the prevailing market conditions at the time when ordinary shares are issued.

The CEO shall be authorized to make such minor adjustments to this resolution that may be necessary in connection with the registration thereof.

Resolution regarding authorization for the Board of Directors to resolve on repurchase and transfer of own ordinary shares (item 15)

The Board of Directors proposes that the Annual General Meeting authorizes the Board of Directors to, up until the next Annual General Meeting, on one or several occasions, resolve to purchase own ordinary shares so that the company's holding, at any given time, does not exceed 10 percent of the total number of shares in the company. The ordinary shares shall be purchased on Nasdaq Stockholm. Purchases may not be effected on Nasdaq Stockholm at a price higher than the higher of the price of the last independent trade and the highest current independent purchase bid. Purchases shall not be made at a price lower than the lowest price at which an independent purchase can be made.

In addition, it is proposed that the Annual General Meeting authorizes the Board of Directors, up until the next Annual General Meeting, on one or several occasions, to resolve on transfer (sell) of own ordinary shares. Transfers may be carried out on Nasdaq Stockholm at a price within the applicable price range, i.e. the range between the highest purchase price and the lowest selling price. Transfers may also be made in other ways, with or without preferential rights for the shareholders, against cash payment or against payment through set-off or in kind, or on other conditions. Upon such transfers in other ways, the price shall be established so that it is not below market price. However, a standard discount to the stock market price may be applied, in line with market practice. Transfers of own ordinary shares may be made in a number which does not exceed such number of ordinary shares that is held by the company at the time of the Board of Directors' resolution regarding the transfer.

The purpose of the authorization to repurchase and transfer own ordinary shares is to give the Board of Directors increased scope for action and the opportunity to continuously adjust the company's capital structure and thereby contribute to increased shareholder value, as well as to exploit attractive business opportunities by fully or partially financing corporate acquisitions with the company's own ordinary shares and to cover costs and ensure the delivery of ordinary shares in connection with the company's outstanding incentive programs.

The CEO shall be authorized to make such minor adjustments to this resolution that may be necessary in connection with the registration thereof.

Resolution to introduce a long-term incentive program for the company's executive management and key individuals (item 16)

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 2026**") in accordance with item 16a). The Board of Directors further proposes that the Annual General Meeting resolves on hedging arrangements in accordance with items 16b) under the conditions set out below. All resolutions under item 16 are proposed to be conditional upon each other and are therefore proposed to be adopted jointly.

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 2026. The Share Rights Program 2026 is essentially identical to the long-term incentive program based on performance-based share rights for employees of the Sveafastigheter group adopted by the Annual General Meeting 2025 (the "**Share Rights Program 2025**"), with the exception that hedging arrangements in the form of warrants are not proposed by the Board of Directors as a result of the company's ordinary shares being admitted to trading on Nasdaq Stockholm as of June 2025.

Item 16a) – Adoption of a long-term incentive program for the company's executive management and key individuals

The program in brief

The Share Rights Program 2026 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 ordinary shares free of charge within the framework of the Share Rights Program 2026, so-called "**Performance Shares**", in accordance with the terms and conditions set out below.

Within the framework of the Share Rights Program 2026, 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 2026 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 2026 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 2026 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 2026 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 2026 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 2026 shall be the day before Sveafastigheter's Annual General Meeting 2027. 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 the fulfilment of performance conditions as set out below (the "**Performance Conditions**"). The Performance Conditions shall be fulfilled during the measurement period 1 January 2026–31 December 2028 (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)

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 2026.

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 lower than the median in the Reference Group, the Participant will not receive an allotment of the half of the Performance Shares allotted 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 2026.

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 2027.
- 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 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

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

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 2026, 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 2026 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 135,000 Share Rights can be allotted to Participants within the different categories. For the Share Rights Program 2026, 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 ordinary shares under the Share Rights Program 2026 in a cost-efficient and flexible manner, and, if necessary, for covering costs for social security contributions in connection with the Share Rights Program 2026. The Board of Directors has found, and proposes, that a structure based on class C-shares is the best option for hedging arrangements in relation to the Share Rights Program 2026. In order to provide further flexibility in relation to the hedging of the Share Rights Program 2026, the Board of Directors also proposes, as a complement to the structure based on class C-shares, that the company shall also be able to transfer any ordinary shares repurchased under the authorization in accordance with item 15.

In light of the above, the Board of Directors proposes that the Annual General Meeting resolves to (i) authorize the Board of Directors to resolve on the issue of class C-shares, (ii) authorize the Board of Directors to resolve on the repurchase of issued class C-shares and (iii) resolve on the transfer of own ordinary shares to Participants and in the market in accordance with item 16b) below.

Scope and costs of the Share Rights Program 2026

The Share Rights do not have a market value since they are not transferrable. Costs for the Share Rights Program 2026 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 estimate for the Share Rights Program 2026, based on a share price at award of SEK 36.46, 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 2.74 percent and no expected dividends. According to this valuation the fair value of each Share Right is approximately SEK 23.61. The Board of Directors' assessment is that given these assumptions the cost of the Share Rights Program 2026, 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 the Share Rights Program 2026. 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 16b)(i–ii) below are implemented, it is estimated that not more than 135,000 ordinary shares will be allotted to Participants under the Share Rights Program 2026, and that approximately 45,000 ordinary shares will be used to secure social security contributions arising as a result of the Share Rights Program 2026, the incremental dilution effect, including ordinary shares for social security contributions, would amount to approximately 0.1 percent on a fully diluted basis and based on the number of outstanding shares. With regard to the company’s sole outstanding incentive program, the Share Rights Program 2025, hedging arrangements have been implemented in the form of repurchases of ordinary shares pursuant to the authorization granted by the Annual General Meeting 2025; therefore, no dilution will result from the Share Rights Program 2025. The Share Rights Program 2026 is expected to have only a marginal effect on the company’s key figures.

The preparation of the proposal

The Share Rights Program 2026 has been prepared by the Board of Directors in consultation with external advisors. The Share Rights Program 2026 has been discussed by the Board of Directors at a meeting in March 2026.

Item 16b) – Resolution on (i) authorization for the Board of Directors to resolve to issue class C-shares, (ii) authorization for the Board of Directors to resolve on repurchase of class C-shares, and (iii) transfer of own ordinary shares to Participants and in the market

In order to ensure delivery of ordinary shares under the Share Rights Program 2026 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)–(iii) below.

All resolutions under item 16b)(i)–(iii) are proposed to be conditional upon each other and are therefore proposed to be adopted jointly.

Item 16b)(i) – Authorization for the Board of Directors to decide on the issue 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 2027, 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 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 the Share Rights Program 2026, as well as to cover any costs for social security contributions arising as a result of the Share Rights Program 2026. A maximum of 180,000 class C-shares may be issued in accordance with this authorization.

Item 16b)(ii) – 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 2027, 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 2026 and to cover any costs for social security contributions arising as a result of the Share Rights Program 2026, and the class C-shares may therefore be reclassified to ordinary shares after the repurchase.

Item 16(b)(iii) – 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 16b)(ii) above (and after conversion into ordinary shares) and, (ii) the ordinary shares repurchased by the company pursuant to the authorization to repurchase shares in accordance with item 15 above may be transferred free of charge to Participants in the Share Rights Program 2026 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 2026. A maximum of 180,000 ordinary shares may be transferred under this transfer resolution. However, the number of ordinary shares that may be transferred is subject to recalculation in the event of a bonus issue, split, rights issue and/or other similar events.

Special majority requirements

A resolution in accordance with the proposal in item 16 above shall only be valid where supported by shareholders holding not less than nine-tenths (9/10) of both the votes cast and of the shares represented at the General Meeting. A resolution in accordance with the proposal in items 14 and 15 above shall only be valid where supported by shareholders holding not less than two-thirds (2/3) of both the votes cast and the shares represented at the Annual General Meeting.

Shareholders' right to obtain information

Shareholders are reminded of their right to, at the Annual General Meeting, obtain information from the Board of Directors and CEO in accordance with Chapter 7 Section 32 of the Swedish Companies Act. Shareholders who wish to submit questions in advance may do so by sending post to Olof Palmes gata 13A, SE-111 37 Stockholm, Sweden or via e-mail to info@sveafastigheter.se.

Number of shares and votes

As of the date of this notice, there are a total of 200,000,000 ordinary shares in the company, corresponding to 200,000,000 votes. As of the date of this notice, the company holds 2,650,230 ordinary shares, corresponding to 2,650,230 votes, which cannot be represented at the Annual General Meeting.

Documentation

The accounting documents and the auditor's report, as well as other supporting documentation, are available at the company's office at Olof Palmes gata 13A, SE-111 37 Stockholm, Sweden, and on the company's website www.sveafastigheter.se, no later than three weeks before the Annual General Meeting. Moreover, the Nomination Committee's motivated statement is available at the company's above address, as well as on www.sveafastigheter.se, from the date of this notice. Copies of the documents will be sent to shareholders who so request and who inform the company of their postal address.

Processing of personal data

For information on how your personal data is processed, please refer to the Integrity Policy available on the Euroclear website; <https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>. If you have any questions regarding our processing of personal data, you can contact us by e-mail at gdpr@sveafastigheter.se.

This notice is a translation of a Swedish notice and in case of any deviations between the language versions, the Swedish version shall prevail.

Stockholm, March 2026
Sveafastigheter AB (publ)
The Board of Directors



Ersättningsrapport 2025

Introduktion

Denna rapport beskriver hur riktlinjerna för ersättning till ledande befattningshavare för Sveafastigheter AB (publ), antagna av årsstämman 2025, tillämpades under år 2025. Rapporten innehåller även information om ersättning till verkställande direktören samt en sammanfattning av bolagets utestående aktie- och aktiekursrelaterade incitamentsprogram. Rapporten har upprättats i enlighet med aktiebolagslagen och Aktiemarknadens Självregleringskommittés *Regler om ersättningar till ledande befattningshavare och om incitamentsprogram*.

Ytterligare information om ersättningar till ledande befattningshavare finns i not 8 (Anställda och personalkostnader) på sidorna 48-50 i årsredovisningen för 2025. Information om styrelsens arbete i ersättningsfrågor under 2025 finns i bolagsstyrningsrapporten på sidorna 31-33 i årsredovisningen för 2025.

Styrelsearvode omfattas inte av denna rapport. Sådant arvode beslutas årligen av årsstämman och redovisas i not 8 på sidan 50 i årsredovisningen för 2025.

Eftersom detta är bolagets första ersättningsrapport har ingen tidigare rapport om ersättningar behandlats av bolagsstämman, varför några synpunkter i detta avseende inte har kunnat beaktas.

Utveckling under 2025

Verkställande direktören sammanfattar bolagets övergripande resultat i sin redogörelse på sidan 6 i årsredovisningen för 2025.

Bolagets ersättningsriktlinjer: tillämpningsområde, ändamål och avvikelser

En förutsättning för en framgångsrik implementering av bolagets affärsstrategi och tillvaratagandet av dess långsiktiga intressen, inklusive dess hållbarhet, är att bolaget kan rekrytera och behålla kvalificerade medarbetare. För detta krävs att bolaget kan erbjuda konkurrenskraftig ersättning. Bolagets ersättningsriktlinjer möjliggör att ledande befattningshavare kan erbjudas en konkurrenskraftig totalersättning. Enligt ersättningsriktlinjerna ska ersättningen till ledande befattningshavare vara marknadsmässig och får bestå av följande komponenter: fast kontantlön, rörlig kontanterersättning, pensionsförmåner och andra förmåner. Den rörliga kontanterersättningen ska vara kopplad till finansiella eller icke-finansiella kriterier. De kan utgöras av individanpassade kvantitativa eller kvalitativa mål. Kriterierna ska vara utformade så att de främjar bolagets affärsstrategi och långsiktiga intressen, inklusive dess hållbarhet, genom att exempelvis ha en tydlig koppling till affärsstrategin eller främja befattningshavarens långsiktiga utveckling. Uppfyllelse av kriterier för utbetalning av rörlig kontanterersättning ska kunna mätas under en period om ett år och får uppgå till högst 100 procent av den fasta årliga kontantlönen. Ytterligare kontant rörlig ersättning

kan utgå vid extraordinära insatser, förutsatt att sådana extraordinära arrangemang är tidsbegränsade och endast görs på individnivå antingen i syfte att rekrytera eller behålla befattningshavare, eller som ersättning för extraordinära arbetsinsatser utöver personens ordinarie arbetsuppgifter. Sådan ersättning får inte överstiga ett belopp motsvarande 100 procent av den fasta årliga kontantlönen samt ej utges mer än en gång per år och individ.

Riktlinjerna finns tillgängliga på

<https://corporate.sveafastigheter.se/sv/bolagsstyrning/remuneration/>. Bolaget har under 2025 följt de tillämpliga ersättningsriktlinjerna som antagits av bolagsstämman. Inga avsteg från riktlinjerna har gjorts och inga avvikelser har gjorts från den beslutsprocess som enligt riktlinjerna ska tillämpas för att fastställa ersättningen. Revisorns yttrande över bolagets efterlevnad av riktlinjerna finns tillgängligt på

<https://corporate.sveafastigheter.se/sv/bolagsstyrning/remuneration/>. Ingen ersättning har krävts tillbaka. Utöver den ersättning som omfattas av ersättningsriktlinjerna har bolagets årsstämma 2025 beslutat att införa ett långsiktigt aktierelaterat incitamentsprogram.

Tillämpning av prestationskriterier

Prestationskriterierna för den verkställande direktörens rörliga ersättning har valts för att förverkliga bolagets strategi och för att uppmuntra agerande som ligger i bolagets långsiktiga intresse. Vid valet av prestationskriterier har de strategiska målen samt kort- och långsiktiga affärsprioriteringar för år 2025 beaktats. De icke-finansiella prestationskriterierna bidrar vidare till anpassning till hållbarhet samt bolagets värderingar.

Styrelsen har funnit att den verkställande direktören uppnått en uppfyllelse om 100 procent av prestationskriterierna för rörlig ersättning och beslutat att den verkställande direktören ska erhålla 1 300 000 kronor i rörlig kontantersättning hänförlig till 2025.

Tabell 1 – Totalersättning till verkställande direktören under 2025

	Belopp avseende 2025 i mkr
Fast grundlön inkl. semesterersättning	3,9
Rörlig ersättning ettårig ¹	0,84
Övriga förmåner ²	0,1
Extraordinära ersättningar	0
Pensionskostnad inkl. särskild löneskatt	1,6
Sociala avgifter	1,5
Total ersättning	7,64
Andel fast/rörlig ersättning (%)	78/22

¹ Hänförs sig till 2024 men betalades ut under 2025.

² Avser bilförmån.

Tabell 2 – Jämförande information³

	2025	2024
Total ersättning VD (mkr)	7,64	7,3
Årlig förändring	5%	-
Förvaltningsresultat (mkr)	376	160
Årlig förändring	135%	-
Genomsnittlig ersättning på heltidsbasis för anställda (tkr) (exkl. medlemmar i ledningsgruppen)	634 ⁴	545
Årlig förändring	16%	-

Aktiebaserad ersättning

Utestående aktierelaterade och aktiekursrelaterade incitamentsprogram

Bolaget har infört ett långsiktigt incitamentsprogram på årsstämman 2025 i form av prestationsbaserade aktierätter för vissa anställda inom Sveafastigheter-koncernen. Programmet skapades för att ge deltagarna möjlighet att vederlagsfritt erhålla aktier inom ramen för aktierättsprogrammet, så kallade "prestationsaktier". Inom ramen för programmet kan bolaget tilldela deltagare rättigheter till prestationsaktier, innebärande rätten att, under förutsättning att vissa villkor är uppfyllda, vederlagsfritt erhålla en (1) prestationsaktie. En aktierätt kan utnyttjas förutsatt att deltagaren, med vissa undantag, från starten av aktierättsprogrammet 2025 för respektive deltagare till och med den dag som infaller tre (3) år därefter fortfarande är anställd inom Sveafastigheter-koncernen.

Det slutliga antalet prestationsaktier som varje deltagare är berättigad att erhålla är villkorat av att två olika prestationsvillkor uppfylls under mätperioden 1 januari 2025 – 31 december 2027. Prestationsvillkor 1 (motsvarande femtio (50) procent av prestationsaktierna) intjänas baserat på ett prestationsmått som mäter relativ tillväxt av aktieägarnas totalavkastning på skalan median till övre kvartil, varigenom bolagets totalavkastning jämförs med motsvarande totalavkastning för en grupp referensbolag. Totalavkastningen mäts som aktiekursens tillväxt plus återinvesterad utdelning. Mätningen baseras på ett genomsnitt av aktiekursen under tre månader före den första

³ Bolaget bildades i dess nuvarande form i juni 2024 genom en avknoppning från Samhällsbyggnadsbolaget i Norden AB (publ), vilket medför att jämförelseinformation för de senaste fem åren inte finns tillgängligt vid upprättandet av denna rapport. Bolagets verkställande direktör Erik Hävermark anställdes i bolaget den 8 mars 2024 och var dessförinnan tillförordnad verkställande direktör i bolaget inför ägarspridningen.

⁴ Hänför sig till 2024 men betalades ut under 2025.

dagen i mätperioden och jämförs med ett genomsnitt av aktiekursen under tre månader före den sista dagen i mätperioden.

Prestationsvillkor 2 (motsvarande femtio (50) procent av prestationsaktierna) intjänas baserat på driftnettoutveckling i förhållande till jämförbart bestånd som ställs i relation till genomsnittligt konsumentprisindex under mätperioden. Deltagarna erhåller tilldelning efter intjänandeperiodens slut. Beroende på hur bolagets driftnettoutveckling förhåller sig till konsumentprisindex under mätperioden kan deltagaren erhålla full tilldelning, ingen tilldelning eller pro-rata tilldelning av den hälft prestationsaktier som tilldelats för prestationsvillkor 2.

Vid maximal tilldelning av prestationsaktier beräknas det att högst 165 000 aktier kommer att tilldelas deltagare enligt aktierättsprogrammet 2025 samt att cirka 50 000 aktier kommer att användas för att täcka eventuella sociala avgifter till följd av aktierättsprogrammet 2025. Vid maximal tilldelning skulle den tillkommande utspädningseffekten, inklusive aktier för sociala avgifter, uppgå till cirka 0,11 procent vid full utspädning och baserat på antalet utestående aktier.

Tabell 3 – Aktierättsprogram (verkställande direktören)

	Programmets namn	Mätperiod	Värde av aktierätter
VD	Aktierättsprogram 2025	1 januari 2025 – 31 december 2027	975 000 kronor (motsvarande 3 månadslöner)