

## **NOTIFICATION OF THE ANNUAL GENERAL MEETING K2A KNAUST & ANDERSSON FASTIGHETER AB (PUBL)**

Shareholders of K2A Knaust & Andersson Fastigheter AB (publ), Corporate Registration Number 556943-7600, (the “**Company**”) are hereby notified of the Annual General Meeting (AGM) to be held on Friday 29 April 2022, at 14:00 a.m. at the Company’s office on Nybrogatan 59, 114 40 Stockholm, Sweden. Admission and registration take place from 13:45 a.m.

*Due to the continued spread of the coronavirus, the Board has decided that before the Annual General Meeting, the shareholders shall have the opportunity to exercise their voting right by postal vote in accordance with the provisions of Chapter 7 Section 4a of the Swedish Companies Act and the Company's articles of association. Shareholders can thus choose to exercise their voting rights at the meeting through postal voting, through physical participation or via proxy. Shareholders who are concerned about the spread of infection, belong to a risk group, etc. are encouraged not to attend in person but to participate via a representative. Shareholders are urged to follow the authorities' recommendations and take responsibility for preventing the spread of infection. The number of participants who are not shareholders will be limited, no food or drink will be served, and planned speeches will be limited in time.*

### **Notification for postal voting**

Shareholders who wish to participate at the Annual General Meeting must:

- be listed in the register of shareholders maintained by Euroclear Sweden AB on Thursday 21 April 2022, and
- give notice of their attendance by casting their postal vote, in accordance with instructions below, so that the postal vote is available to the Company no later than on Monday 25 April 2022.

Postal voting is done by shareholders by completing a special form and signing it, after which the form is sent to the Company by post to the address K2A Knaust & Andersson Fastigheter AB (publ), c/o Advokatfirman Lindahl KB, Studentgatan 6, 211 38 Malmö, Sweden (mark the letter "Annual General Meeting") or by e-mail to the address [k2a@lindahl.se](mailto:k2a@lindahl.se). The form will be available on the Company's website, [www.k2a.se](http://www.k2a.se), or will be provided on request. The completed form must be available to the Company no later than 25 April 2022. The postal vote may not be provided with special instructions or conditions. If this is the case, the entire vote is invalid. Further instructions and conditions can be found in the postal voting form. The completed form will be considered as a notification of attendance of the shareholder at the AGM. If a shareholder vote via proxy, the power of attorney must be attached to the postal voting form. If the shareholder is a legal entity, a registration certificate or other authorization document must also be attached.

Anyone wishing to revoke a postal vote and instead exercise their voting right by attending the meeting physically or by proxy must notify the secretariat of the meeting before the meeting opens.

## **Notification for physical participation**

Shareholders who wish to participate at the Annual General Meeting must:

- be listed in the register of shareholders maintained by Euroclear Sweden AB on Thursday 21 April 2022, and
- notify the Company of their intention to attend the AGM, no later than on Monday 25 April 2022.

The notification should be sent by post to the address K2A Knaust & Andersson Fastigheter AB (publ), c/o Advokatfirman Lindahl KB, Studentgatan 6, 211 38 Malmö, Sweden (mark the letter "Annual General Meeting") or by e-mail to the address k2a@lindahl.se. When giving notice of participation, shareholders must state: their name, personal ID/corporate registration number (or equivalent), address, daytime telephone number, shareholding in the Company, the names of any advisers (maximum two) and, when applicable, the name of a proxy or legal representative.

## **Trustee registered shares**

To be able to participate at the AGM, shareholders who have registered their shares in the name of a trustee must request registration of the shares in their own names in the register maintained by Euroclear Sweden AB. Registration of shareholders should be completed not later than 25 April 2022. The shareholder should notify the trustee well in advance of this date. Such registration may be temporary.

## **Proxies**

Shareholders who intend to be represented by proxy must issue a dated power of attorney for the proxy. If the power of attorney is issued by a legal entity, an attested copy of the certificate of registration or its equivalent for the legal entity must be enclosed with the notice of participation. The period of validity of the power of attorney is permitted to extend to five years from the date of issue. An original of the power of attorney and, when applicable, the certificate of registration should be submitted to the Company at the above address, in good time, prior to the AGM. The Company provides proxy forms on request and these are also available from the Company's website, [www.k2a.se](http://www.k2a.se).

## **Number of shares and votes**

The Company has a total of 87,670,100 shares, of which 1,804,800 are preference shares, 10,604,640 ordinary shares of series A, 68,454,500 ordinary shares of series B and 6,806,160 ordinary shares of series D. The shares correspond to 183,111,860 votes, of which 1,804,800 relates to preference shares, 106,046,400 to ordinary shares of series A, 68,454,500 to ordinary shares of series B and 6,806,160 to ordinary shares of series D.

## **Proposed agenda**

1. Opening of the Meeting
2. Election of the Chairman for the Meeting
3. Preparation and approval of the voting list
4. Approval of the agenda
5. Election of one or two persons to verify the minutes
6. Determination of whether the Meeting has been duly convened

7. Presentation of the Annual Report and the Auditors' Report, as well as the Consolidated Financial Statements and the Consolidated Auditor's Report
8. Resolution regarding
  - a) the adoption of the income statement and balance sheet as well as the consolidated income statement and consolidated balance sheet,
  - b) the appropriation of the Company's profit in accordance with the adopted balance sheet,
  - c) discharge from liability of the Board of Directors and the Managing Director.
9. Determination of the number of Board members, auditors and deputy auditors
10. Determination of fees for members of the Board of Directors and auditor
11. Election of Board members, Chairman of the Board and auditor
12. Submission of remuneration report for approval
13. Resolution regarding authorization for the Board of Directors to resolve on issue of shares, warrants and/or convertible instruments
14. Close of the Meeting

### **Proposals for resolution**

The Nomination Committee has submitted proposals for items 2, 9, 10 and 11. The Nomination Committee has been appointed in accordance with the principles previously decided by the 2020 Annual General Meeting and comprises of (i) Peter Möller, appointed by Johan Knaust with company, (ii) Sten Gejrot, appointed by Johan Thorell with company, and (iii) Karl Lilja, appointed by Johan Ljungberg with company. The chairman of the nomination committee has been Karl Lilja. Sten Gejrot has not participated in the Nomination Committee's preparation and decisions concerning himself.

#### *Item 2 — Election of Chairman for the Meeting*

The Nomination Committee proposes the election of Sten Gejrot as Chairman of the Annual General Meeting.

#### *Item 8 b) – Resolution regarding the appropriation of the Company's profit in accordance with the adopted balance sheet*

The Board of Directors proposes that dividend be paid in the amount of SEK 20 per preference share, a total of SEK 36,096,000. The dividend shall be divided into four instalments of SEK 5 per preference share at each payment. Record dates for dividend shall be 10 June 2022, 9 September 2022, 9 December 2022 and 10 March 2023. Dividend shall be paid on the third banking day after the respective record date in accordance with the Articles of Association.

The Board of Directors further proposes that the Annual General Meeting resolves that preference shares that may be issued on the basis of the authorization proposed by the Board of Directors under item 13 shall be entitled to dividend on the first record date after the shares are registered by the Swedish Companies Registration Office and entered in the register of shareholders maintained by Euroclear Sweden AB. Upon full utilization of the authorization, dividend on preference shares issued with the support of the authorization may amount to a maximum of SEK 15,000,000.

The Board of Directors further proposes that dividend for the financial year 2021 be paid in an amount of SEK 0.15 per ordinary share, a total of SEK 12,879,795. The record date is proposed to be 3 May 2022. If the Annual General Meeting resolves in accordance with the proposal, a dividend is expected to be paid by Euroclear Sweden AB on the third banking day after the record date, i.e. on 6 May 2022.

Furthermore, it is proposed that the remaining profits be carried forward.

*Item 9 – Determination of the number of Board members, auditors and deputy auditors*

The Nomination Committee proposes that the number of Board members elected by the Annual General Meeting is seven. Furthermore, the Committee proposes one auditor with no deputy.

*Item 10 – Determination of fees for members of the Board of Directors and auditor*

The Nomination Committee proposes that fees to the Board members be paid as follows (fees decided by the 2021 Annual General Meeting in parentheses).

- Chairman of the Board: SEK 325,000 (SEK 300,000).
- Each of the other board members: SEK 200,000 (SEK 175,000).
- Chairman of the Audit Committee: SEK 90,000 (SEK 90,000).
- Each of the other members of the audit committee: SEK 70,000 (SEK 70,000).
- Chairman of the Sustainability Committee: SEK 45,000 (SEK 45,000).
- Each of the other members of the sustainability committee: SEK 30,000 (SEK 30,000).

A Board member who is employed by the Company shall not receive a fee.

The reason why the Nomination Committee proposes that special committee fees be paid is primarily the additional work that committee work entails for the individual board member.

The Nomination Committee also proposes that fees to the auditor are paid against approved invoices.

*Item 11 – Election of Board members, Chairman of the Board and auditor*

The Nomination Committee proposes the re-election until the end of the next Annual General Meeting of Sten Gejrot, Ludwig Holmgren, Claes-Henrik Julander, Johan Knaust, Ingrid Lindquist, Johan Ljungberg and Johan Thorell.

It is proposed that Sten Gejrot be elected as new Chairman of the Board.

The Nomination Committee proposes, in accordance with the Audit Committee's recommendation, the re-election of the Company's current auditor, the registered accounting firm KPMG AB, until the end of the next Annual General Meeting. KPMG AB have notified that Authorized Public Accountant Peter Dahllöf will serve as the Auditor in Charge.

*Item 12 – Submission of remuneration report for approval*

The Board of Directors proposes that the Annual General Meeting resolves to approve the remuneration report in accordance with Chapter 8, Section 53 of the Swedish Companies Act.

*Item 13 – Resolution regarding authorization of the Board of Directors to issue new shares, warrants and/or convertible instruments*

The Board of Directors proposes it be authorized to, with or without deviation from shareholders' preferential rights and on one or several occasions during the period until the next Annual General Meeting, resolve to increase the Company's share capital by issuing new ordinary shares of series B or preferential shares, or warrants or convertible instruments regarding such shares. The number of ordinary shares of series B that such issues may comprise may be equivalent to a maximum of ten percent of the share capital of the Company at the time of the Annual General Meeting 2022. The total number of preference shares covered by such authorization may not exceed 750,000.

Any issues with deviation from shareholders' preferential rights shall be conducted under market conditions, subject to issue discounts in line with market practice, and payment may, apart from payment in cash, be made in kind or by set-off or otherwise be coupled with conditions pursuant to the Swedish Companies Act.

The Board of Directors shall determine the other conditions for issues in accordance with this authorization and who shall have the right to subscribe for shares, warrants or convertibles. The purpose of the authorization and the reasons for any deviation from the shareholders' preferential rights is that issues may be made for acquisitions of properties or companies who own properties or for the purpose of capitalizing the Company prior to such acquisitions or other real estate and/or housing-related design and construction or in otherwise to capitalize the Company in a time- and cost-effective manner.

The Managing Director, or any person appointed by the Board of Directors, shall be authorized to make minor amendments to the Annual General Meeting's resolution and to take those measures that are required in connection with the registration of the resolution.

A resolution in accordance with this item is valid only where supported by shareholders holding not less than two thirds of both the votes cast and the shares represented at the General Meeting.

### **Information concerning the Annual General Meeting**

The Board of Directors and the Managing Director must, if a shareholder so requests and the Board of Directors considers it possible without this resulting in material damage to the Company, provide information concerning conditions that could influence the assessment of an item on the agenda, conditions that could influence assessments of the financial condition of the Company or subsidiaries and the Company's relationship to other Group Companies.

### **Documentation for the Annual General Meeting**

The Nomination Committee's motivated statement regarding its proposal for the Board of Directors and information on proposed Board members is available on the Company's website, [www.k2a.se](http://www.k2a.se).

The financial statements and auditors' report, a complete set of proposals for the resolutions, as well as other documents pursuant to the Swedish Companies Act will be available at the Company's office on Nybrogatan 59, 114 40 Stockholm, Sweden, and on the Company's website, [www.k2a.se](http://www.k2a.se), not later than three weeks before the Annual General Meeting. Copies of the documents are sent to shareholders who have requested

this and provided their postal address free of charge. The documents will also be available at the Annual General Meeting.

**Processing of personal data**

For information regarding the processing of your personal data in connection with the Annual General Meeting, please refer to the privacy policy available on <https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

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Stockholm in March 2022

**K2A Knaust & Andersson Fastigheter AB (publ)**

*The Board of Directors*