



## **The Nomination Committee's proposals for resolutions by the Annual General Meeting 2026**

The Nomination Committee for the Annual General Meeting 2026 has comprised of **Per-August Bendt**, representing P-A Bendt AB, **Christian Reindl**, representing Union Investment, **Jonas Rydin**, representing Cajory Defence AB and **Staffan Dahlström**, representing CSD Invest AB.

The proposals by the Nomination Committee to the Annual General Meeting 2026 are as follows:

### **ELECTION OF THE CHAIRMAN FOR THE GENERAL MEETING**

The Nomination Committee proposes that the chairman of the Board of Directors Andreas Hedskog be elected chairman of the General Meeting.

### **RESOLUTION REGARDING NUMBER OF DIRECTORS**

The Nomination Committee proposes that, for the period until the close of the next Annual General Meeting, the Board of Directors consist of four (4) directors elected by the General Meeting.

### **DETERMINATION OF THE FEES FOR THE DIRECTORS AND AUDITORS**

The Nomination Committee proposes that, for the period until the next Annual General Meeting, the directors' fees shall be SEK 450,000 for the chairman of the Board of Directors and SEK 225,000 for each of the other directors who are not employees of the group.

The Nomination Committee further proposes that fees be payable to the auditor according to approved invoice.

### **ELECTION OF THE BOARD OF DIRECTORS AND AUDITORS**

The Nomination Committee proposes the reelection of directors Andreas Hedskog, Staffan Dahlström, Stina Slottsjö and Tobias Öien. Andreas Hedskog is proposed to be reelected as chairman of the Board of Directors.

Information regarding the proposed directors is available on the company's website, [www.clavister.com](http://www.clavister.com).

The Nomination Committee further proposes that, for the period until the next Annual General Meeting, the General Meeting resolve to reelect as auditor the registered accounting firm Öhrlings PricewaterhouseCoopers AB, which has notified the company that in the event Öhrlings PricewaterhouseCoopers AB is elected, Claes Sjödin shall be the auditor in charge. The Nomination Committee's proposal for auditor corresponds to the recommendation and evaluation made by the Audit Committee.

## **Report on the Nomination Committee's work and statement of reasons 2026**

In accordance with sections 2.6 and 4.1 of the Swedish Corporate Governance Code (the “Code”), the Nomination Committee submits the following report prior to the Annual General Meeting's election of the Board of Directors.

The Nomination Committee of the company was appointed in accordance with the principles adopted by the General Meeting. The composition of the Nomination Committee was published on the company's website on 18 November 2025.

The Nomination Committee has, prior to this year's Annual General Meeting, held a total of two (with minutes kept) meetings and also numerous contacts by email and telephone. The Nomination Committee also had several contacts with major shareholders and external legal advisors.

The Nomination Committee has read the evaluation of the work of the Board of Directors by the chairman of the Board of Directors and has interviewed the other directors. Based on these contacts, the Nomination Committee has been able to conclude which needs regarding the composition of the Board of Directors would be appropriate taking into consideration the requirements which will be imposed on the Board of Directors as a consequence of the company's business operations, phase of development, management and control and circumstances in general. In its work, the Nomination Committee has taken into consideration the requirements set forth in the Code for diversity and breadth of qualifications of the Board of Directors. As its diversity policy, the Nomination Committee has applied section 4.1 of the Code while producing its proposal for election of directors.

All directors, including the chairman, will remain in their existing roles according to the proposal by the Nomination Committee. Please see the company's website for information regarding the directors. The proposal by the Nomination Committee entails that the Board of Directors will thereby consist of four (4) directors.

The Nomination Committee believes that the proposed members possess the diversity and breadth of qualifications regarding expertise, experience and background which are required in order to understand the company's operations. Provided that the General Meeting adopts the proposal by the Nomination Committee, the Board of Directors will consist of one woman and three men.

In its assessment of the proposed independence of the directors, the Nomination Committee has found that the proposed Board of Directors of the company fulfills the independence requirements set forth in the Code.

The Nomination Committee has not considered it necessary to propose any changes to the principles regarding the composition and work of the Nomination Committee.

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Stockholm in April 2026  
**Clavister AB (publ)**  
*The Nomination Committee*