

The Nomination Committee's proposals to the Annual General Meeting 2025

The Nomination Committee, consisting of Liv Gorosch (Chairman), appointed by the A-shareholders, Ronnie Bergström, appointed by the A-shareholders, Dick Bergqvist, appointed by AMF, and Oscar Bergman, appointed by Swedbank Robur Fonder, proposes to the Annual General Meeting the following:

- that Gabriel Zsiga, a member of the Swedish Bar Association, is appointed as Chairman at the Annual General Meeting;
- that the Board of Directors shall consist of 5 ordinary members of the Board for the period until the close of the next Annual General Meeting;
- that fees for the Board of Directors shall amount to SEK 2,295,000 (2,145,000), whereof SEK 975,000 (900,000) to the Chairman of the Board and SEK 440,000 (415,000) to each of the other members of the Board (a member of the Board who receives remuneration from the company due to employment shall not receive any fees);
- that remuneration to the Audit Committee shall amount to SEK 230,000 (200,000) to the Chairman of the Committee and SEK 115,000 (100,000) to the other members of the Committee; that remuneration to the Remuneration Committee shall amount to SEK 82,500 (75,000) to the Chairman of the Committee and SEK 55,000 (50,000) to the other members of the Committee; and that remuneration to the Sustainability Committee shall amount to SEK 82,500 (75,000) to the Chairman of the Committee and SEK 55,000 (50,000) to the other members of the Committee for the period until the close of the next Annual General Meeting;
- that Auditor's fees are based on approved invoices;
- re-election of Annette Brodin Rampe, Johan Thorell, Louise Hedberg, Alexander Bjärgård and Robert Belkic as members of the Board; and re-election of Annette Brodin Rampe as Chairman of the Board for the period until the close of the next Annual General Meeting; and
- re-election of the registered audit firm Ernst & Young Aktiebolag ("EY") as Auditor for the period until the close of the next Annual General Meeting, in accordance with the recommendation from the Audit Committee.

The Nomination Committee has decided not to propose any changes in the instructions for the Nomination Committee, which were adopted at an Extraordinary General Meeting on 24 September 2021 and which, in accordance with the resolution from the General Meeting, will apply until further notice.



The work of the Nomination Committee and motivated statement for the Annual General Meeting 2025

Composition and assignment

The composition of the Nomination Committee was announced on 7 October 2025, in accordance with the resolution of the Extraordinary General Meeting on 24 September 2021, consisting of two persons appointed by the A-shareholders and a representative from each of the two, by number of votes, largest B-shareholders/owner groups who do not own any A-shares and who have notified their wish to be part of the Nomination Committee. The Nomination Committee consists of Liv Gorosch (appointed by the A-shareholders, Chairman), Ronnie Bergström (appointed by the A-shareholders), Dick Bergqvist (appointed by AMF) and Oscar Bergman (appointed by Swedbank Robur Fonder). Further, Annette Brodin Rampe is co-opted to the Nomination Committee as Chairman of the Board of Directors. The four owner representatives represent approximately 60 per cent of the total number of votes in Storskogen. The Nomination Committee has been responsible for producing proposals regarding Chairman to the Annual General Meeting, number of Board members, election of Board members, Chairman of the Board of Directors and auditor as well as remuneration to the Board of Directors, Committees of the Board and auditor.

Work

The Nomination Committee has held three meetings where minutes have been kept to prepare proposals to the Annual General Meeting 2025. In addition, the Nomination Committee has had regular contact. The Nomination Committee has been given the opportunity to meet with the company's CEO and in connection with this received a report on the company and its operations. The Nomination Committee has also taken note of the internal evaluation of the Board of Directors carried out in 2024 and has during 2024 conducted individual interviews with selected members of the Board of Directors. The interviews have been conducted without presence of the Chairman of the Board.

Motivation to proposed Board composition

The evaluation of the Board and its work, as well as the discussions held with the members of the Board, proves that the Board of Directors is well compositioned and the members of the Board are deemed to have appropriate experiences and competences within material aspects for the company, such as strategic and financial matters, and sustainability. The Nomination Committee has, after a review of the proposed members of the Board's other assignments, concluded that they have sufficient time available to fulfil their duties as members of the Board of Storskogen.

The Nomination Committee has discussed the recommendations regarding diversity and gender equality as set out in the Swedish Code of Corporate Governance (the “Code”) and has chosen to apply Section 4.1 of the Code as diversity policy in developing the proposal for Board of Directors. This means that the Board of Directors shall have, with regards to the company's operations, phase of development and other relevant circumstances, appropriate composition, characterised by diversity and width in terms of the competence, experience and background of the Board members elected by the General Meeting as well as a gender balance. The proposed Board consists of two women and three men, corresponding to a gender division of 40/60 per cent. The Nomination Committee therefore believes that a gender balance has been accomplished and that the Board of Directors has an otherwise appropriate and strong composition with respect to the operations of Storskogen.



The Nomination Committee has evaluated the independence of the proposed members of the Board and deems Johan Thorell, Louise Hedberg, Robert Belkic and Anette Brodin Rampe to be independent in relation to the company, company management and the company's major shareholders. Alexander Bjärgård is considered dependent in relation to the company, company management and the company's major shareholders. The proposed members of the Board therefore meet the requirements set out in the Code regarding that a majority of the Board members elected by the General Meeting should be independent in relation to the company and company management and that at least two of such independent Board members also should be independent in relation to major shareholders.

The Nomination Committee has conducted a comparison of board fees with other listed companies of similar size and complexity. The fee levels should be competitive to ensure that Storskogen can attract and retain board members with the right competences. The Nomination Committee proposes that the fees for the Chairman of the Board and the members of the Board shall be increased by 8 per cent and 6 per cent respectively. The total ordinary remuneration of the Board will be increased by 6.5 per cent. Furthermore, the fees for the members of the Audit Committee will be increased by 15 per cent, for the members of the Remuneration Committee by 10 per cent and for the members of the Sustainability Committee by 10 per cent. The Nomination Committee considers that an increase of the Board fees in accordance with the Nomination Committee's proposal is well justified. Furthermore, the Nomination Committee has taken into account that the fee levels for the members have not been increased for three years. With regard to the fees for the Board committees in particular, the Nomination Committee has taken into account the increased work and commitment required due to increased regulatory requirements.

The registered audit firm Ernst & Young AB ('EY') has been the auditor of the company since 2019, and since 2021 with Åsa Lundvall as auditor in charge. In 2024, Storskogen invited a number of audit firms to participate in a tender for the selection of the auditor as of the financial year 2025. An overall assessment was carried out by the Audit Committee, which analysed and weighed selection criteria such as industry and stock exchange experience, composition of the audit team, specialist competence, references, fee levels, audit approach (annual cycle), commitment and corporate culture and values. Based on this evaluation, EY was deemed to have the most attractive offer to meet Storskogen's requirements. The Audit Committee decided to recommend the re-election of EY as auditor for the period until the end of the next Annual General Meeting.

The Nomination Committee has taken note of the Audit Committee's summary of the procurement process. The Nomination Committee proposes, in accordance with the Audit Committee's recommendation, re-election of the accounting firm EY as auditor. EY has notified the authorised public accountant Åsa Lundvall as the auditor in charge, in the event that EY is elected. The Nomination Committee also proposes that the auditor's fee shall continue to be paid according to approved invoice in accordance with the Audit Committee's recommendation.

Proposals from shareholders

Shareholders have had the opportunity to leave suggestions to the Nomination Committee in accordance with the information available on Storskogen's website. No such suggestions have been received.



Information on proposed Board members

Annette Brodin Rampe

Born: 1962

Education: M.Sc. Chemical Engineering, Chalmers Tekniska Högskola.

Elected: 2022

Relevant work experience: CEO Internationella Engelska Skolan, Board member of Peab AB, Ernströmgruppen AB and Stillfront Group AB, Managing partner and senior advisor to Brunswick Group.

Other essential assignments outside of Storskogen: CEO ImagineCare AB, Board member of Pion Group AB, Ferronordic AB and Episurf Medical AB.

Own and related party holdings: 1,200,000 B-shares (private and through legal entity).

Independent in relation to the company and company management, as well as the company's major shareholders.

Louise Hedberg

Born: 1974

Education: M.Sc. Business and Economics, Stockholm School of Economics, as well as studies in sustainability, Stockholm University and Stockholm Resilience Centre.

Elected: 2019

Relevant work experience: Head of Sustainability East Capital, IR-manager East Capital Explorer, Head of IR Dometic Group, and consultant JKL Group.

Other essential assignments outside of Storskogen: CEO and Chairman of Penny to Pound Aktiebolag, Board member of East Capital SICAV (Lux), East Capital (Lux) General Partner S.à r.l., Espiria SICAV (Lux), SEB Investment Management AB, P Capital Partners and RCO Security Group AB, Deputy Board member of Hayman AB.

Own and related party holdings: 94,000 B-shares.

Independent in relation to the company and company management, as well as the company's major shareholders.

Johan Thorell

Born: 1970

Education: MSc Business and Economics, Stockholm School of Economics.

Elected: 2019

Relevant work experience: CEO Gryningskust Holding, and active within property management since 1996.



Other essential assignments outside of Storskogen: CEO and Board member of Gryningskust Holding AB and subsidiaries, Chairman of the Board of Kallebäck Property Invest AB, Board member of Atrium Ljungberg AB, AB Sagax, Hemsö Fastighets AB and K2A Knaust & Andersson Fastigheter AB (publ).

Own and related party holdings: 14,679,331 B-shares (through legal entity).

Independent in relation to the company and company management, as well as the company's major shareholders.

Alexander Murad Bjärgård

Born: 1974

Education: LL.M., Uppsala University, studies in business and other subjects, Boise State University, IFALPES and IFL.

Elected: 2019

Relevant work experience: Partner and serial entrepreneur at Firm Factory Network, Head of legal and purchasing manager at Tradimus, and legal associate Mannheimer Swartling.

Other essential assignments outside of Storskogen: Board member of Firm Factory Network AB, Deputy Board member of Kullengubben Advokat AB.

Own and related party holdings: 37,539,070 A-shares and 22,856,471 B-shares.

Dependent in relation to the company and company management, as well as the company's major shareholders.

Robert Belkic

Born: 1970

Education: MSc in Business and Economics, Stockholm University.

Elected: 2023

Relevant work experience: Interim CFO Polarium Energy Solutions AB, CFO, Vice CEO and Financial Manager at Hexagon AB, Financial Manager at EF Education First Ltd, Assistant Financial Manager at Autoliv Inc and Chief Dealer at Esselte AB.

Other essential assignments outside of Storskogen: Board member of Vimian Group AB.

Own and related party holdings: 25,000 B-shares.

Independent in relation to the company and company management, as well as the company's major shareholders.