

Minutes from  
annual general meeting of  
Rugvista Group AB (publ),  
reg.nr 559037-7882,  
May 21, 2025 in Malmö

**1. Opening of the Annual General Meeting**

The Annual General Meeting ("AGM") was opened by Martin Benckert, who greeted the AGM participants welcome.

**2. Election of chairperson of the AGM**

In accordance with the Nomination Committee's proposal, attorney at law Jakob Wijkander was elected as chairperson of the AGM.

It was noted that Maria Tholin had been assigned to keep minutes at the AGM.

**3. Preparation and approval of the voting list**

It was noted that shareholders had also had the possibility to exercise their voting rights at the AGM by postal voting, in accordance with the articles of association of the company.

Attached list, Appendix 1, prepared and based on the general meeting share register, received postal votes and shareholders present at the meeting venue in person or by proxy, was approved as voting list for the AGM.

The AGM approved that employees, officials of the AGM, invited guests and certain other audience members be allowed to attend the AGM.

**4. Approval of the agenda**

The AGM resolved to approve the agenda proposed in the notice of the AGM.

**5. Election of one or two persons to approve the minutes**

Gunnar Mattsson representing madHat was appointed to, together with the chairperson of the meeting, approve the minutes from the AGM.

**6. Determination of whether the General Meeting has been duly convened**

It was noted that the notice of the AGM had been available on the website of Rugvista Group since April 15, 2025, and through announcement in the Swedish Official Gazette April 17, 2025. Announcement to the effect that notice convening the AGM has been issued was also made in Dagens industri April 17, 2025.

The AGM was determined to have been duly convened.

**7. Presentation of the annual report and the auditor's report, the consolidated annual report and the consolidated auditor's report, the Board of Directors' remuneration report as well as the auditor's statement regarding whether the guidelines for remuneration to senior executives have been complied with**

It was noted that the annual report and auditor's report for the financial year 2024, the consolidated annual report and the consolidated auditor's report for the company and the group for the financial year 2024, the Board of Directors' remuneration report in accordance with chapter 8 §53 a of the Swedish Companies Act and the auditor's statement regarding whether the guidelines regarding remuneration to senior executives have been complied with, have been available to shareholders at the company and on the company's website as of April 15, 2025. It was further noticed that the above-mentioned documents have been sent by post to shareholders that have requested them and been available at the AGM, and that they thereby have been duly presented.

Authorized public accountant Hanna Fehland presented the auditor's report. In connection with the presentation shareholders were given the opportunity to ask questions to the auditor.

**8. Presentation by the CEO**

The chairperson of the Board, Martin Benckert briefly presented the work of the Board during the past year.

Acting CEO Ebba Ljungerud presented the past financial year.

In connection with the presentations the shareholders were given the opportunity to ask questions.

**9. Adoption of income statements and balance sheets, approval of Board of Directors' remuneration report, appropriation of the company's earnings, and discharge from liability of Board members and CEO**

**a. Adoption of the income statement and the balance sheet as well as the consolidated income statement and the consolidated balance sheet**

The AGM resolved to adopt the income statement for 2024 and the balance sheet per December 31, 2024 as well as the consolidated income statement for 2024 and the consolidated balance sheet per December 31, 2024.

**b. Approval of the Board of Directors' remuneration report**

The AGM resolved to approve the Board of Directors' report regarding remuneration pursuant to chapter 8 §53 a of the Swedish Companies Act.

**c. Appropriation of the company's earnings in accordance with the adopted balance sheet**

The AGM resolved in accordance with the Board of Directors' proposal on a dividend of SEK 1.25 per share and that the remaining amount be carried forward.

The AGM resolved in accordance with the Board of Directors' proposal that the record day for the dividend shall be May 23, 2025. It was informed that the dividend is expected to be paid by Euroclear Sweden AB on May 28, 2025.

d. Discharge from liability of the Board members and the CEOs

The AGM resolved to discharge the Board members and the CEOs from liability for the financial year 2024.

It was noted that Board members and the CEO with right to vote on the AGM did not take part in decisions regarding discharge of liability concerning themselves.

**10. Resolution on the number of Board members and deputy board members**

Gunnar Mattsson as representative of the Nomination Committee presented the Nomination Committee's proposal and work before the 2025 AGM. Shareholders were given the opportunity to ask questions.

The AGM resolved in accordance with the Nomination Committee's proposal that the company's Board shall consist of seven board members, and that no deputy board members shall be appointed.

**11. Resolution on remuneration to the members of the Board of Directors**

The AGM resolved in accordance with the Nomination Committee's proposal that fees shall be paid with SEK 450,000 to the Chairperson and with SEK 250,000 to each of the other non-employed Board members elected by the AGM.

**12. Election of members of the Board of Directors and Chairperson**

The chairperson noted that information on other assignments of the proposed Board members has been presented in the annual report and is available on the company's website.

In accordance with the proposal from the Nomination Committee Martin Benckert, Magnus Dimert, Ludvig Friberger, Hanna Graflund Sleyman, Ebba Ljungerud, and Patrik Berntsson were re-elected as Board members, and Jennie Högstedt Björk was elected as a new Board member, in each case for the period until the end of the next AGM. Martin Benckert was re-elected as Chairperson of the Board.

**13. Resolution on number of auditors and deputy auditors**

The AGM resolved that the company shall have one registered accounting firm as auditor, with no deputy auditor, in accordance with the Nomination Committees' proposal.

**14. Resolution on remuneration to the auditor**

The AGM resolved, in accordance with the Nomination Committees' proposal, that fees to the company's auditor shall be paid in accordance with normal standards and approved invoice.

**15. Election of auditor**

Ernst & Young AB was re-elected as auditor for the period until the end of the next AGM, in accordance with the Nomination Committees' proposal.

It was noted that Ernst & Young AB has announced that authorized public accountant Hanna Fehland will continue as auditor in charge.

**16. Closing of the AGM**

The AGM was declared closed.

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*Signatures on the Swedish original*