

Minutes from
annual general meeting of
Rugvista Group AB (publ),
reg.nr 559037-7882,
May 21, 2026 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, 2026, and through announcement in Post- och Inrikes Tidningar April 20, 2026. Announcement to the effect that notice convening the AGM has been issued was also made in Dagens industri April 20, 2026.

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 2025, the consolidated annual report and the consolidated auditor's report for the company and the group for the financial year 2025, 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, 2026. 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.

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 2025 and the balance sheet per December 31, 2025 as well as the consolidated income statement for 2025 and the consolidated balance sheet per December 31, 2025.

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 5 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 25, 2026. It was informed that the dividend is expected to be paid by Euroclear Sweden AB on May 28, 2026.

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

The AGM resolved to discharge the Board members and the CEO from liability for the financial year 2025.

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

The shareholder Jofam AB's proxy Carl Rydin presented a proposal from Jofam AB regarding the number of Board members and election of Board members meaning that the company's Board shall consist of seven board members and that, in addition to the board members proposed by the nomination committee, Carl Rydin should be elected as new board member in the Company. It was noted that madHat AB was supportive of Jofam AB's proposal as presented. Gunnar Mattsson as representative of the Nomination Committee presented the Nomination Committee's proposal and work before the 2026 AGM and reported that the nomination committee had no objections to the proposal of Jofam AB.

Carl Rydin presented his primary education, work experience, assignments in the company and other material assignments and his holdings of shares and other financial instruments in the company (own and closely related parties). Shareholders were given the opportunity to ask questions to Carl Rydin and the Nomination Committee.

The AGM resolved in accordance with the proposal from Jofam AB that the company's Board shall consist of seven board members, and in accordance with the Nomination Committee's proposal 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 480,000 to the Chairperson and with SEK 265,000 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 Board members proposed by the Nomination Committee 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, Patrik Berntsson and Jennie Högstedt Björk were re-elected as Board members, in each case for the period until the end of the next AGM. In accordance with the proposal from Jofam AB, regarding election of board members, Carl Rydin was also elected 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. Resolution on instruction for the Nomination Committee

The AGM resolved in accordance with the Nomination Committee's proposal to the 2026 AGM on a revised instruction for the Nomination Committee, entailing adjustments to the process for appointing shareholder representatives and consequential amendments thereto, [Appendix 2](#).

17. Resolution on guidelines for remuneration to senior executives

The chairperson presented the main content of the Board of Directors' proposal for guidelines for remuneration to senior executives in accordance with [Appendix 3](#). It was noted that the proposal had been available to shareholders at the company's head office and on the company's website since April 15, 2026. It was further noted that the proposal was available at the AGM.

Shareholders were given the opportunity to ask questions.

The AGM resolved in accordance with the Board of Directors' proposal.

18. Resolution on long-term incentive program (LTIP 2026)

The chairperson presented the main content of the Board of Directors' proposal for the establishment of a long-term incentive program, LTIP 2026, comprising an employee option program for senior executives and other key persons at Rugvista in accordance with [Appendix 4](#).

It was noted that the proposal had been available to shareholders at the company's head office and on the company's website since April 15, 2026. It was further noted that the proposal was available at the AGM.

Shareholders were given the opportunity to ask questions.

The chairperson noted that items 18 A and B were to be resolved as a joint resolution and that such resolution requires the support of nine-tenths (9/10) of both votes cast and shares represented at the AGM.

It was noted that the resolution, with the exception of shareholders with a combined holding of approximately 0.1 percent of the shares and votes at the AGM who, through postal vote or by prior notification, indicated that they abstain or vote against the proposal, was unanimous.

19. Closing of the AGM

The AGM was declared closed.

At the minutes:

Maria Tholin

Approved:

Jakob Wijkander

Gunnar Mattsson