



Proposal of the Board of Directors regarding appropriation of earnings

The Board of Directors proposes that

retained earnings	318 964 524
and profit/loss for the year	<u>36 596 437</u>
Total	355 560 961

be appropriated as follows;

to be distributed to the shareholders, a dividend of SEK 1.50 per share	31 177 710
to be carried forward	<u>324 383 251</u>
Total	355 560 961

It is proposed that the record date for the dividend shall be May 29, 2023, and it is estimated that the dividend will be disbursed on June 1, 2023.

The company's and the group's financial statements for 2022 will be presented for adoption at the Annual General Meeting on May 25, 2023.



RUGVISTA

The Board of Directors' reasoned statement pursuant to Chapter 18, Section 4 of the Swedish Companies Act

The Board of Directors has proposed that the 2023 Annual General Meeting resolve on an appropriation of profits under which the shareholders will receive a dividend of SEK 1.50 per share. The dividend corresponds to a total of SEK 31 177 710. The proposal for distribution of profits has been prepared based on the Company's goal to, in addition to investing resources into growth and developing the business, pay out up to 50 percent of annual net profits in dividends to shareholders.

The Board of Directors of RugVista Group AB (publ) hereby makes the following statement in accordance with Chapter 18, Section 4 of the Swedish Companies Act regarding why the proposed dividend is justifiable under Chapter 17, Section 3, second and third paragraph of the Swedish Companies Act.

Provided that the 2023 Annual General Meeting approves the Board of Director's proposed allocation of profits, SEK 324 383 251 will be carried forward. The Board of Directors notes that the Company's restricted equity thereby will be fully covered following the distribution of the dividend, and that the Company's and the Group's liquidity position will remain healthy following the distribution of the proposed dividend.

The Company's and the Group's financial condition remains strong following the proposed distribution of dividend, and it is the Board of Directors' assessment that the equity of the Company and the Group, after the distribution of the dividend, will be sufficient in relation to the nature, scope and risks of the business. The Board of Directors has also considered the Company's and the Group's financial position and the Company's and the Group's prospects of fulfilling their commitments in the short and long term, and the Board of Directors' assessment is that the equity will be sufficient to ensure the Company's and the Group's ability to meet their obligations as well as make possible necessary investments. In this context, the Board of Directors has considered factors such as the Company's and Group's historical development, budgeted development and the market- and cyclical situation. The Board of Directors further believes that the Company and the Group, also after the dividend, will be in a good position to meet future business risks as well as withstand possible losses, and are well prepared to respond to any changes in liquidity as well as unexpected events.

In addition to the above the Board of Directors has considered other known circumstances that may materially affect the Company and the Group's financial condition. No circumstance has arisen that makes the proposed distribution appear unjustifiable.

With reference to the above, the Board of Directors is of the opinion that the proposed dividend is justifiable considering the requirements that the nature, scope and risks of the operations impose on the size of the Company's and the Group's equity as well as the Company's and the Group's consolidation requirements, liquidity and position in general.

Malmö in April 2023

The Board of Directors

RugVista Group AB (publ)