

## **Report on the Nomination Committee's work, proposals and motivated statement in connection with Stendörren Fastigheter AB's (publ) annual general meeting to be held on 23 May 2023**

The Nomination Committee in Stendörren Fastigheter AB's (publ) (hereinafter the "Company" or "Stendörren Fastigheter") annual general meeting consists of the following members:

- Henrik Orrbeck, appointed by Stendörren Real Estate AB, hereinafter "EQT", and member of the board of directors of Stendörren Fastigheter;
- Oscar Christensson appointed by Altira AB;
- Johannes Wingborg appointed by Länsförsäkringar Fondförvaltning AB (publ); and
- Andreas Philipsson, chairman of board of directors of Stendörren Fastigheter.

The Nomination Committee has appointed Johannes Wingborg as chairman of the Nomination Committee. The shareholders represented by EQT, Altira AB and Länsförsäkringar Fondförvaltning AB (publ) represents in total approximately 78 per cent of the total number of votes in the Company as per 31 January 2023. EQT itself represents approximately 58 per cent of the total number of votes in the Company as per 31 January 2023.

### **The Nomination Committee's proposals to the annual general meeting to apply for the time until the next annual general meeting (resolutions at the annual general meeting 2022 are stated within brackets):**

- that the chairman of the board of directors, Andreas Philipson, shall be elected chairman for the annual general meeting;
- that the number of members of the board of directors shall be six (six);
- that the Company shall have a registered accounting firm;
- that the fee to the chairman of the board of directors shall amount to SEK 500,000 (SEK 500,000);
- that the fee to each other member of the board of directors shall amount to SEK 250,000 (SEK 250,000);
- that the fee to the chairman of the audit committee shall amount to SEK 80,000 (SEK 80,000);
- that the fee to each other member of the audit committee shall amount to SEK 30,000 (SEK 30,000);
- that the fee to the chairman of the remuneration committee shall amount to SEK 60,000 (SEK 60,000);
- that the fee to each other member of the remuneration committee shall amount to SEK 20,000 (SEK 20,000);
- that the fee to the auditor shall be paid in accordance with the approved current account;
- re-election of Seth Lieberman, Helena Levander, Andreas Philipson, Carl Mörk, Henrik Orrbeck and Nisha Raghavan as members of the board of directors;
- re-election of Andreas Philipson as chairman of the board of directors;
- re-election of the registered accounting firm BDO Mälardalen AB until the end of next annual general meeting, in accordance with the audit committee's recommendation. BDO Mälardalen AB has informed the Company that Johan Pharmanson will be auditor in charge if the annual general meeting resolves in accordance with the Nomination Committee's proposal; and
- unchanged principles for the appointment of a Nomination Committee.

The proposed board member Henrik Orrbeck, employed by EQT, has informed the Company that he, if the annual general meeting resolves in accordance with the proposal from the Nomination Committee

to elect him as board member, will abstain from his board fees for the time until the next annual general meeting.

A presentation of the persons proposed by the Nomination Committee for election to the board of directors can be found in the annual accounts for 2022 and on the Company's website, [www.stendorren.se](http://www.stendorren.se).

### **Motivated statement including report on the Nomination Committee's work**

The Nomination Committee has held two meetings in which minutes were kept and, in addition thereto, had contact by telephone and email. The Nomination Committee has reviewed and considered the result of the evaluation of the work of the board of directors during 2022. Further, the members of the Nomination Committee that is not board members have conducted separate interviews with each of the board members that is not a member of the Nomination Committee. Shareholders have had the opportunity to submit proposals to the Nomination Committee in accordance with instruction found on the Company's webpage. No such proposals have been received.

The proposed board of directors has a breadth of education, experience, skills and nationalities that complement each other. The Nomination Committee considers that the composition of the proposed board of directors reflects the Company's needs in significant areas such as property management, transactions, financing issues, corporate governance issues, relevant sustainability aspects and, not least, property development. Cooperation and management governance works well. In comparison with many other Swedish real estate companies, the board of directors of the Company has an international character that can capture trends in other real estate markets. The Nomination Committee considers that the work of the board of directors is working well and all board members are available for re-election. In light of this, no changes of the board of directors are proposed ahead of the annual general meeting.

In its work, the Nomination Committee has taken into account that an even gender distribution shall be sought on the board of directors and has, as a diversity policy, applied rule 4.1 of the Swedish Code of Corporate Governance (the "Code") when preparing its proposal for the election of board members. The proportion of women on the proposed board of directors amounts to two out of six.

The Nomination Committee considers that the remuneration of the board of directors is market-based and therefore does not propose any adjustment of the board fees. The Nomination Committee has reviewed the Company's principles for the appointment of a Nomination Committee and does not propose any change to these. The Nomination Committee has assessed the independence of the board members as set out below and can conclude that the proposal meets the Code's requirements for independence.

	<b>Independent in relation to the Company and its executive management</b>	<b>Independent in relation to major shareholders</b>
Andreas Philipson	Yes	Yes
Carl Mörk	Yes	No
Helena Levander	Yes	Yes
Nisha Raghavan	Yes	No
Henrik Orrbeck	Yes	No
Seth Lieberman	Yes	No