

N.B. The English text is an in-house translation of the original Swedish text. Should there be any disparities between the Swedish and the English text, the Swedish text shall prevail.

The nomination committee's proposal for resolution for the annual general meeting 2025 and motivated statement

About the nomination committee

The nomination committee of Stendörren Fastigheter AB (publ) (hereinafter the "Company" or "Stendörren") has been established in accordance with the principles adopted by the annual general meeting 2024 and consists of the following members for the annual general meeting 2025:

- Elisabeth Heide, appointed by Stendörren Real Estate AB, hereinafter "EQT";
- Oscar Christensson, appointed by Altira AB; and
- Erik Ståhl Hallengren, appointed by SEB Investment Management AB.

The nomination committee has appointed Oscar Christensson as chairman of the nomination committee. Andreas Philipson, chairman of the board of directors of Stendörren, is a co-opted member of the nomination committee.

The shareholders represented by EQT, Altira AB and SEB Investment Management AB represented approximately 77 percent of the total number of votes in the Company as of 31 March 2025. EQT alone represented approximately 56 percent of the total number of votes in the Company as of the date specified.

According to the Swedish Corporate Governance Code (the "Code"), the nomination committee shall prepare the annual general meeting's resolution on elections and fees. Furthermore, the nomination committee shall, where appropriate, propose adjusted principles for appointing the next nomination committee. The members of the nomination committee shall always safeguard the interests of all shareholders and not unduly disclose what has been discussed in the work of the nomination committee. Before accepting the assignment, a member of the nomination committee shall carefully consider whether there is a conflict of interest or other circumstances that make it inappropriate to participate in the nomination committee.

The nomination committee's proposals for the annual general meeting 2025

The nomination committee of Stendörren proposes the following to apply for the time until the end of the next annual general meeting (resolutions at the annual general meeting 2024 in brackets).

Election of chair at the general meeting (item 2)

The nomination committee proposes that the chair of the board Andreas Philipson is elected chairman of the general meeting.

Resolution regarding the number of members of the board of directors (item 10a)

The nomination committee proposes that the number of members of the board of directors shall be six (6).

Resolution regarding the number of auditors and deputy auditors (item 10b)

The nomination committee proposes that the company shall have one auditor which shall be a registered accounting firm.

Resolution regarding fees for the board of directors (item 11a)

The nomination committee proposes that the chairman of the board of directors receives SEK 540,000 (520,000) and each other member of the board of directors receives SEK 270,000 (260,000), the chairman of the audit committee receives SEK 90,000 (80,000) and each other member of the audit committee receives SEK 35,000 (30,000) and the chairman of the remuneration committee receives SEK 60,000 (60,000) and each other member of the remuneration committee receives SEK 20,000 (20,000), up until the end of the next annual general meeting.

The proposed board members Roniek Bannink, Tom Livelli and Joakim Rubin, who are employed by EQT, have informed the Company that they, if the annual general meeting resolves in accordance with the proposal from the nomination committee to elect them as members of the board of directors, will refrain from their board fee for the time until the next annual general meeting.

Resolution regarding fees for the auditor (item 11b)

The nomination committee proposes that the fee to the auditor shall be paid in accordance with the continuously approved invoice.

Election of the members of the board of directors and chairman of the board of directors (item 12)

The nomination committee proposes that Roniek Bannink, Helena Levander, Carl Mörk, Andreas Philipson and Joakim Rubin are re-elected, and that Tom Livelli is newly elected as members of the board of directors, and that Andreas Philipson is re-elected as chairman of the board, for the time up until the end of the next annual general meeting.

Tom Livelli is a U.S. citizen, born 1977. Tom Livelli holds an MBA from the Stanford Graduate School of Business and a BA from Harvard University. Tom Livelli has been a partner at EQT Real Estate since 2023 where he as Head of Living Strategies, Europe, leads the expansion of the company's pan-European residential platform from Madrid. Tom Livelli has 20 years of experience in investing in, developing and managing real estate projects across multiple countries, primarily in the residential segment. Before joining EQT Real Estate, Tom Livelli was a Senior Managing Director at Greystar where he led their South American business, scaling it from \$30m to \$1Bn in AUM. His previous roles include significant positions at Boston Andes Capital and Clark Realty Capital, coupled with active participation in industry associations such as GRI and the Urban Land Institute. Tom Livelli does not currently have any significant board assignments. Neither Tom Livelli nor anyone closely associated with him currently owns shares or other financial instruments in Stendörren.

A presentation of all persons proposed by the nomination committee for election to the board of directors can be found on the Company's website, www.stendorren.se.

Election of auditors and deputy auditors (item 13)

The nomination committee proposes re-election of the registered accounting firm BDO Mälardalen AB, in accordance with the audit committee's recommendation, for the time until the end of the

next annual general meeting. 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.

Resolution regarding principles for appointing the nomination committee for annual general meetings (item 14)

The nomination committee proposes that the annual general meeting resolves to adopt principles for the appointment of a nomination committee in accordance with the following. These principles shall apply until a resolution regarding a change of the principles for appointing the nomination committee is resolved by the general meeting.

Prior to each annual general meeting the nomination committee shall consist of representatives for each of the three largest shareholders in terms of voting rights as of 31 August the preceding year based on the share register kept by Euroclear Sweden AB, whereby a group of shareholders grouped in the Euroclear Sweden system in this context is considered as one shareholder. Should one or several of these three shareholders choose to refrain from appointing a representative to the nomination committee, such right shall transfer to the shareholder(s) who in turn after these three shareholders has the largest shareholding in the company. The chairman of the board of directors shall be a co-opted member of the nomination committee.

The chairman of the board of directors shall convene the first meeting of the nomination committee. The nomination committee shall appoint one of its members as chairman, which shall not be a member of the board of directors.

If one or more of the shareholders that have appointed representatives to the nomination committee no longer are among the three largest shareholders at a time of more than two months prior to the relevant annual general meeting, representatives appointed by these shareholders shall resign and new representatives shall be appointed by the new shareholders who are then among the three largest shareholders. Should a member resign from the nomination committee before the work of the nomination committee is completed, and if considered necessary, the same shareholder who appointed the resigned representative has the right to appoint a new member. However, if this shareholder is no longer one of the three largest shareholders, a new member shall be appointed by the largest shareholder in turn.

Changes to the nomination committee shall be disclosed immediately. The composition of the nomination committee for annual general meetings must be disclosed no later than six months prior to the general meeting.

Remuneration shall not be paid to the members of the nomination committee. The company shall pay any necessary expenses that the nomination committee may incur in the course of its work.

The term of office for the nomination committee ends when a new nomination committee has been disclosed.

The nomination committee's motivated statement regarding the election of the board of directors and report on the nomination committee's work, including the application of the diversity policy

The nomination committee's work ahead of the annual general meeting 2025

The nomination committee has held three meetings ahead of the 2025 annual general meeting and, in addition thereto, been in contact several times by email and telephone. All members of the nomination committee have carefully considered whether there is a conflict of interest or other circumstances that make it inappropriate to participate in the nomination committee.

The nomination committee has reviewed the result from the board evaluation that has been carried out regarding the work of the board of directors during 2024. Furthermore, the nomination committee has had individual meetings with current members of the board of directors and interviews with potential new members of the board of directors.

It is noted that Andreas Philipson, co-opted member of the nomination committee, did not participate in the individual meetings held with the current members of the board of directors. Nor has he participated in the preparation of the proposals for fees for the board of directors and committee work.

Shareholders have had the opportunity to submit proposals to the nomination committee in accordance with instructions on the Company's website. No proposal has been submitted to the nomination committee.

The nomination committee's motivated statement

It has been essential to the nomination committee that the proposed board of directors shall have a diversity and breadth in terms of education, experience, skills and background in order to ensure that the composition of the board of directors meets the requirements that will be imposed on the board of directors considering its operations, stage of development and other circumstances. The nomination committee has discussed the Company's needs and considers it essential that the board of directors has solid knowledge and experience in areas that are essential to the Company, such as property development, property management, transactions, financing issues, corporate governance issues, board work in a listed environment and relevant sustainability aspects. It has also been considered desirable that the board of directors continues to maintain its, in comparison with the board of directors of other Swedish property companies, international character and thus be able to quickly pick up on trends in other property markets

The nomination committee considers that the current board of directors functions well and that the cooperation and governance of the management works well. It is the nomination committee's opinion that Tom Livelli, with his solid experience of investing in, developing and managing international real estate projects, his good leadership skills and his strong expertise in financing issues, would be a very positive addition to the board of directors. The nomination committee has therefore decided to propose Tom Livelli as a new member of the board of directors.

Overall, the nomination committee considers that the proposed board members together have a breadth and competence that well meets the requirements. The nomination committee further considers that it has been appropriate to have a board of directors consisting of six members and has therefore proposed that the board of directors shall continue to consist of six members.

The nomination committee has applied rule 4.1 of the Code as a diversity policy when preparing its proposal for the election of board members. An equal gender distribution has been sought. The proportion of women on the proposed board of directors amounts to two out of six.

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.

Board member	Independent in relation to the Company and management	Independent in relation to major shareholders
Andreas Philipson (Chairman)	Yes	Yes
Roniek Bannink	Yes	No
Helena Levander	Yes	Yes
Thomas Livelli	Yes	No
Carl Mörk	Yes	No
Joakim Rubin	Yes	No

The nomination committee considers it important that the fees of the board of directors are competitive so that the Company can retain and attract board members who meet the relevant requirements. Furthermore, the fee levels shall reflect the work effort and responsibility that the role requires.

The nomination committee has considered the current fee levels and considers them to be in line with market conditions. The nomination committee has assessed that an increase of the fee to the chairman and the board members of approximately 4 percent is justified. With regard to the fees for committee work, it is proposed that the fee levels for the work of the audit committee are increased slightly more, taking into account the committee's increased responsibilities and tasks. It is proposed that the fee levels for the work of the remuneration committee are kept unchanged.

The proposed board members Roniek Bannink, Tom Livelli and Joakim Rubin, who are employed by EQT, have informed the Company that they, if the annual general meeting resolves in accordance with the proposal from the nomination committee to elect them as members of the board of directors, will refrain from their board fee for the time until the next annual general meeting.

Finally, the nomination committee has proposed that the principles for appointing the nomination committee for annual general meetings shall be identical to the principles adopted by the 2024 annual general meeting, with the difference that the principles for appointing the nomination committee shall be adopted as "until further notice", i.e. they shall apply until a resolution regarding a change of the principles for appointing the nomination committee is resolved by the general meeting.

The nomination committee of Stendörren Fastigheter AB (publ)

April 2025