



Minutes kept at the Extraordinary General Meeting of **Nyfosa AB**, reg. no 559131-0833, on November 15, 2022, Stockholm

1 ELECTION OF CHAIRMAN OF THE MEETING (AGENDA ITEM 1)

The meeting resolved to elect Johan Ericsson as chairman of the meeting.

The chairman informed that the General Counsel of Nyfosa, Linn Ejderhamn, had been asked to keep today's minutes.

It was noted that the Extraordinary General Meeting is held in accordance with the Act (2022:121) on temporary exceptions to facilitate the execution of general meetings in companies and other associations, meaning that participation at the meeting was only possible by way of postal voting.

The notice to attend the meeting is enclosed as **appendix 1.**

The form used for postal voting is enclosed as **appendix 2.**

A compilation of the overall result of the postal votes, at each item on the agenda that is covered by postal voting, is enclosed as **appendix 3,** which includes the information prescribed in section 26 of the abovementioned act.

It was noted that no questions from shareholders had been received by the company within the time prescribed in the notice, and that no requests had been made in accordance with section 25 of the abovementioned act.

2 PREPARATION AND APPROVAL OF THE VOTING LIST (AGENDA ITEM 2)

The meeting resolved to approve the voting register which had been drawn up by Euroclear Sweden AB on behalf of the company, enclosed as **appendix 4,** as the voting list at the Extraordinary General Meeting.

3 APPROVAL OF THE AGENDA (AGENDA ITEM 3)

The meeting approved the proposed agenda of the meeting, which had been included in the notice to attend the meeting.

4 ELECTION OF TWO PERSONS TO VERIFY THE MINUTES (AGENDA ITEM 4)

The meeting elected David Mindus, representing AB Sagax, and Johannes Wingborg, representing Länsförsäkringar Fondförvaltning AB, to verify the minutes.

It was noted that the assignment of the two persons verifying the minutes also include checking the voting list and that received postal votes are correctly reflected in the minutes of the meeting.

5 DETERMINATION OF WHETHER THE MEETING HAS BEEN DULY CONVENED (AGENDA ITEM 5)

It was noted that notice to the Extraordinary General Meeting had been made in accordance with the provisions in the Swedish Companies Act and the articles of association.

The meeting resolved to approve the notice procedure and declared the meeting duly convened.

6 RESOLUTION ON AUTHORISATION FOR THE BOARD OF DIRECTORS TO RESOLVE UPON REPURCHASE OF OWN ORDINARY SHARES OF CLASS A (AGENDA ITEM 6)

The meeting resolved to authorise the board of directors to resolve upon repurchase of own ordinary shares of Class A in accordance with the proposal of the board of directors, appendix 5.

It was noted that the resolution was supported by shareholders representing at least two thirds of both the votes cast as well as of the shares represented at the Extraordinary General Meeting.

7 CLOSING OF THE MEETING (AGENDA ITEM 7)

The chairman declared the Extraordinary General Meeting closed.

At the minutes

Approved

Linn Ejderhamn

Johan Ericsson

David Mindus

Johannes Wingborg



English translation for information purposes only. If there are differences between the English translation and the Swedish original, the Swedish text will take precedence.

NOTICE TO EXTRAORDINARY GENERAL MEETING OF NYFOSA AB

The Extraordinary General Meeting of Nyfosa AB will be held on Tuesday November 15, 2022.

The board of directors has, in accordance with the Act (2022:121) on temporary exceptions to facilitate the execution of general meetings in companies and other associations, resolved that the Extraordinary General Meeting shall be held without the physical presence of shareholders, proxies or outsiders and that shareholders only may exercise their voting right at the Extraordinary General Meeting by way of postal voting.

RIGHT TO ATTEND AND NOTICE

Shareholders wishing to attend the Extraordinary General Meeting

shall be entered as shareholder in the share register kept by Euroclear Sweden AB on Monday November 7, 2022,

shall give notice of attendance to the company no later than Monday November 14, 2022 (the weekday immediately preceding the Extraordinary General Meeting) by casting their postal vote in accordance with the instructions under the heading "*Postal voting*" below, so that the postal vote is received by Euroclear Sweden AB no later than Monday November 14, 2022.

NOMINEE-REGISTERED SHARES

To be entitled to attend the Extraordinary General Meeting, shareholders whose shares are nominee-registered must, in addition to giving notice of attendance to the company by casting his or her postal vote, register such shares in their own names so that the shareholder is recorded in the share register as of November 7, 2022. Such registration may be temporary (so called voting right registration) and request for such registration shall be made to the nominee in accordance with the nominee's routines in such time in advance as decided by the nominee. Voting rights registrations effected no later than the second banking day after November 7, 2022 will be considered in the preparation of the share register.

POSTAL VOTING

Shareholders may exercise their voting rights at the Extraordinary General Meeting only by voting in advance through so-called postal voting in accordance with Section 22 of the Act (2022:121) on temporary exceptions to facilitate the execution of general meetings in companies and other associations.

A designated form shall be used for postal voting. The form is available on Nyfosa's website, www.nyfosa.se. The postal voting form is considered as a notification of attendance at the general meeting.

The completed voting form must be received by Euroclear Sweden AB, no later than Monday November 14, 2022. The completed form shall be sent to Nyfosa AB, "Extraordinary General Meeting", c/o Euroclear Sweden AB, P.O. Box 191, SE-101 23 Stockholm, Sweden. The completed form may alternatively be submitted electronically either through BankID signing as per instructions available on <https://anmalan.vpc.se/euroclearproxy> or through sending the completed voting form by e-mail to GeneralMeetingService@euroclear.com (with reference "Nyfosa Extraordinary General Meeting 2022"). If a shareholder votes in advance by proxy, a power of attorney shall be enclosed with the form. The

proxy form is available at www.nyfosa.se. If the shareholder is a legal entity, a certificate of incorporation or a corresponding document shall be enclosed with the form. The shareholder may not provide special instructions or conditions in the voting form. If so, the vote (i.e. the postal vote in its entirety) is invalid. Further instructions and conditions are included in the form for postal voting.

PROPOSED AGENDA

1. Election of chairman of the meeting
2. Preparation and approval of the voting list
3. Approval of the agenda
4. Election of two persons to verify the minutes
5. Determination of whether the meeting has been duly convened
6. Proposal regarding authorisation for the board of directors to resolve upon repurchase of own ordinary shares of Class A
7. Closing of the meeting

PROPOSED RESOLUTIONS

Election of chairman of the meeting (item 1)

The board of directors proposes that the chairman of the board of directors, Johan Ericsson, or, if he is unable to attend the meeting, the person assigned by the board of directors, is elected chairman of the meeting.

Preparation and approval of the voting list (item 2)

The voting list which is proposed to be approved under item 2 shall be the voting list drawn up by Euroclear Sweden AB at the request of the company based on the meeting's share register and postal votes received, and as verified by the persons elected to verify the minutes.

Election of two persons to verify the minutes (item 4)

The board of directors proposes that David Mindus, representative of AB Sagax, and Johannes Wingborg, representative of Länsförsäkringar Fondförvaltning AB, or, if any or both of them are unable to attend the meeting, any of the persons assigned by the board of directors, shall verify the minutes. The persons verifying the minutes shall also control the voting list and that received postal votes are correctly reflected in the minutes.

Proposal regarding authorisation for the board of directors to resolve upon repurchase of own ordinary shares of Class A (item 6)

In the board of directors' assessment, authorisation for the board of directors to resolve upon repurchase of own ordinary shares of Class A would provide increased flexibility and contribute to increased shareholder value. The board of directors have not resolved whether such authorisation would be utilized but intends to evaluate the present conditions at any given time. Consequently, the board of directors proposes that the General Meeting authorises the board of directors to, on one or more occasions for the period until the end of the next Annual General Meeting, resolve to acquire a maximum number of own ordinary shares of Class A so that the company holds a maximum of 10 percent of all shares in the company at any time following the acquisition. Acquisitions shall be conducted on Nasdaq Stockholm and at a price per ordinary share of Class A that is within the price range for the share price prevailing at any time (the so-called spread), i.e. the range between the highest ask price and the lowest

bid price. In the event that the acquisitions are effected by a stock broker as assigned by the company, the price of own ordinary shares of Class A may, however, correspond to the volume weighted average price during the time period within which the ordinary shares of Class A were acquired, even if the volume weighted average price on the day of delivery to the company falls outside the price range. Payment for the ordinary shares of Class A shall be made in cash.

The purpose of the above authorisations, regarding repurchase of own ordinary shares of Class A, is to adjust the company's capital structure according to the capital requirements from time to time, thereby contributing to an increase in shareholder value, as well as to be able to transfer own ordinary shares of Class A as payment, or in order to finance acquisitions of real property or real property companies, or part of real property or real property companies, or in order to finance investments in new or existing real properties. The purpose of the authorisation does not include trading in the company's own shares for short-term profit.

As of December 31, 2021, the disposable amount pursuant to Chapter 17, Section 3, first paragraph of the Swedish Companies Act amounted to SEK 11,368,872,079. After a resolution on dividends at the company's Annual General Meeting held on April 19, 2022, and a resolution by the company's board of directors on repurchase of warrants on September 13, 2022, the disposable amount pursuant to the provision amounts to SEK 10,628,755,962.

SPECIAL MAJORITY REQUIREMENT

A resolution by the General Meeting in accordance with item 6 above is valid only where supported by shareholders representing at least two thirds of both the votes cast and the shares represented at the meeting.

DOCUMENTS

Documents that shall be made available pursuant to the Swedish Companies Act will be made available at the company and on the company's website, www.nyfosa.se, from no later than October 25, 2022 and will be sent immediately and free of charge for the recipient to any shareholder who requests the documents and provide their postal or e-mail address.

NUMBER OF SHARES AND VOTES

As of the date of this notice, the total number of shares in the company is 191,022,813 shares, all of which are ordinary shares of Class A, corresponding to 191,022,813 votes. At the same date, the company does not hold any of its own shares.

SHAREHOLDER'S RIGHT TO REQUEST INFORMATION

The board of directors and the CEO shall, if any shareholder so requests and the board of directors believes that it can be done without material harm to the company, provide information regarding circumstances that may affect the assessment of an item on the agenda. A request for such information shall be received by the company in writing to Nyfosa AB, Att: Juridik, P.O. Box 4044, SE-131 04, Nacka, Sweden or by e-mail to Linn Ejderhamn (General Counsel) to linn.ejderhamn@nyfosa.se, no later than on November 5, 2022. Such information will be made available at the head office and at the company's website, www.nyfosa.se, no later than on November 10, 2022. The information will also be sent, within the same period of time, to any shareholder who so has requested and who has stated its e-mail or postal address.

PERSONAL DATA PROCESSING

For information on how your personal data is processed, please see <https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

Nacka on October 20, 2022

Nyfosa AB

The board of directors



FORM FOR POSTAL VOTING FOR EXTRAORDINARY GENERAL MEETING ON NOVEMBER 15, 2022

This form must be received by Euroclear Sweden AB (being the administrator of the forms for Nyfosa) **no later than Monday November 14, 2022.**

Note that **shareholders whose shares are nominee-registered must register the shares in their own name in order to vote.** Shareholders should inform their nominees well in advance before **Monday November 7, 2022.** Instructions for this can be found in the notice of the Extraordinary General Meeting.

The shareholder set out below hereby notifies the company of its participation and exercises its voting right for all of the shareholder's shares in Nyfosa AB, reg. no. 559131-0833, at the Extraordinary General Meeting on Tuesday November 15, 2022. The voting right is exercised in accordance with the voting options marked below.

Name of the shareholder	Personal identity number/registration number

Assurance (if the undersigned is a legal representative of a shareholder who is a legal entity): I, the undersigned, am a board director, the CEO or a signatory of the shareholder and solemnly declare that I am authorized to submit this postal vote on behalf of the shareholder and that the contents of the postal vote correspond to the shareholder's decisions.

Assurance (if the undersigned represents the shareholder by proxy): I, the undersigned, solemnly declare that the enclosed power of attorney corresponds to the original and that it has not been revoked.

Telephone number	E-mail
Place and date	
Signature	
Clarification of signature	

Instructions:

- Complete all the requested information above
- Select the preferred voting options below regarding how the shareholder wishes to vote
- Print, fill in, sign and send the form in original to Nyfosa AB, "Extraordinary General Meeting", c/o Euroclear Sweden AB, P.O. Box 191, SE-101 23 Stockholm, Sweden. The completed and signed form may also be submitted electronically by e-mail to GeneralMeetingService@euroclear.com (with reference "Nyfosa Extraordinary General Meeting 2022"). Postal votes may also be cast electronically through BankID verification via Euroclear Sweden AB's website, <https://anmalan.vpc.se/euroclearproxy>
- If the shareholder is a natural person who is personally voting, it is the shareholder who should sign under *Signature* above. If the vote is submitted by a proxy of the shareholder, it is the proxy who should sign. If the vote is submitted by a legal representative of a legal entity, it is the representative who should sign
- A power of attorney shall be enclosed if the shareholder votes by proxy. If the shareholder is a legal entity, a registration certificate or a corresponding document for the legal entity shall be enclosed with the form.

Further information regarding postal voting

The board of directors of Nyfosa AB has resolved that the shareholders of Nyfosa AB, at the Extraordinary General Meeting on November 15, 2022 may only exercise their voting rights by postal voting and voting by e-mail pursuant to the Act (2022:121) on temporary exceptions to facilitate the execution of general meetings in companies and other associations. A postal vote is considered as a notification of attendance at the general meeting.

Shareholders cannot give any other instructions than selecting one of the voting options specified at each item in the form. If a shareholder wishes to abstain from voting in relation to a matter, please refrain from selecting a voting option. A vote (i.e. the postal vote in its entirety) is invalid if the shareholder has provided the form with specific instructions or conditions or if pre-printed text is amended or supplemented.

Only one form per shareholder will be considered. If more than one form is submitted, the form with the latest date will be considered. The form latest received by the company will be considered if two forms are dated at the same date. An incomplete or wrongfully completed form, or a form without valid authorisation documentation, may be discarded without being considered.

The postal voting form, together with any enclosed authorisation documentation, must be received by Euroclear Sweden AB (being the administrator of the forms for Nyfosa) no later than Monday November 14, 2022. A postal vote can be withdrawn up to and including Monday November 14, 2022 by contacting Euroclear Sweden AB by e-mail to GeneralMeetingService@euroclear.com (with reference "Nyfosa Extraordinary General Meeting 2022"), or by post to Nyfosa AB, "Extraordinary General Meeting", c/o Euroclear Sweden AB, P.O. Box 191, SE-101 23 Stockholm, Sweden.

For complete proposals for resolutions, please refer to the notice convening the Extraordinary General Meeting and the other documents to the Extraordinary General Meeting on Nyfosa's website. The proposed resolutions set out in the notice and other documents to the Extraordinary General Meeting may be changed or withdrawn. Nyfosa AB will disclose such adjustments through a press release, after which the shareholders have the right to submit a new form.

For information on how your personal data is processed, see the integrity policy that is available at Euroclear's website <https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

In case of questions, please contact Euroclear by phone at +468-401 43 01 (Monday-Friday 9 a.m.- 4 p.m.).

Extraordinary General Meeting of Nyfosa AB on November 15, 2022

The voting options below comprise the proposals included in the notice convening the Extraordinary General Meeting and the other documents to the Extraordinary General Meeting which are available on the company's website.

1. Election of chairman of the meeting Johan Ericsson or, if he is unable to attend the meeting, the person assigned by the board of directors Yes <input type="checkbox"/> No <input type="checkbox"/>
2. Preparation and approval of the voting list Yes <input type="checkbox"/> No <input type="checkbox"/>
3. Approval of the agenda Yes <input type="checkbox"/> No <input type="checkbox"/>
4. Election of two persons to verify the minutes 4. a) David Mindus, representative of AB Sagax or, if he is unable to attend the meeting, the person assigned by the board of directors Yes <input type="checkbox"/> No <input type="checkbox"/> 4. b) Johannes Wingborg, representative of Länsförsäkringar Fondförvaltning AB or, if he is unable to attend the meeting, the person assigned by the board of directors Yes <input type="checkbox"/> No <input type="checkbox"/>
5. Determination of whether the meeting has been duly convened Yes <input type="checkbox"/> No <input type="checkbox"/>
6. Proposal regarding authorisation for the board of directors to resolve upon repurchase of own ordinary shares of class A Yes <input type="checkbox"/> No <input type="checkbox"/>

Postal votes - final outcome (26§ 2022:121)

	Total
Present shares	136 499 225
Present votes	136 499 225,0
Issued share capital	191 022 813

	Votes			Shares			% of issued share capital	
	For	Against	Not voted	For	Against	Not voted	For	Against
1 - Election of chairman of the meeting								
	136 499 225,0	0,0	0,0	136 499 225	0	0	71,457%	0,000%
2 - Preparation and approval of the voting list								
	136 499 225,0	0,0	0,0	136 499 225	0	0	71,457%	0,000%
3 - Approval of the agenda								
	136 499 225,0	0,0	0,0	136 499 225	0	0	71,457%	0,000%
4a - Election of two persons to verify the minutes - David Mindus								
	136 499 225,0	0,0	0,0	136 499 225	0	0	71,457%	0,000%
4b - Election of two persons to verify the minutes - Johannes Wingborg								
	136 499 225,0	0,0	0,0	136 499 225	0	0	71,457%	0,000%
5 - Determination of whether the meeting has been duly convened								
	136 499 225,0	0,0	0,0	136 499 225	0	0	71,457%	0,000%
6 - Proposal regarding authorisation for the board of directors to resolve upon repurchase of own ordinary shares of Class A								
	136 189 308,0	302 959,0	6 958,0	136 189 308	302 959	6 958	71,295%	0,159%

Postal votes - final outcome (26§ 2022:121)

	Total
Present shares	136 499 225
Present votes	136 499 225,0
Issued share capital	191 022 813

	Votes			Shares			% of given votes			% present shares			% of issued share capital		
	For	Against	Not voted	For	Against	Not voted	For	Against	Not voted	For	Against	Not voted	For	Against	No vot./rep.
1 - Election of chairman of the meeting															
	136 499 225,0	0,0	0,0	136 499 225	0	0	100,000%	0,000%	0,000%	100,000%	0,000%	0,000%	71,457%	0,000%	28,543%
2 - Preparation and approval of the voting list															
	136 499 225,0	0,0	0,0	136 499 225	0	0	100,000%	0,000%	0,000%	100,000%	0,000%	0,000%	71,457%	0,000%	28,543%
3 - Approval of the agenda															
	136 499 225,0	0,0	0,0	136 499 225	0	0	100,000%	0,000%	0,000%	100,000%	0,000%	0,000%	71,457%	0,000%	28,543%
4a - Election of two persons to verify the minutes - David Mindus															
	136 499 225,0	0,0	0,0	136 499 225	0	0	100,000%	0,000%	0,000%	100,000%	0,000%	0,000%	71,457%	0,000%	28,543%
4b - Election of two persons to verify the minutes - Johannes Wingborg															
	136 499 225,0	0,0	0,0	136 499 225	0	0	100,000%	0,000%	0,000%	100,000%	0,000%	0,000%	71,457%	0,000%	28,543%
5 - Determination of whether the meeting has been duly convened															
	136 499 225,0	0,0	0,0	136 499 225	0	0	100,000%	0,000%	0,000%	100,000%	0,000%	0,000%	71,457%	0,000%	28,543%
6 - Proposal regarding authorisation for the board of directors to resolve upon repurchase of own ordinary shares of Class A															
	136 189 308,0	302 959,0	6 958,0	136 189 308	302 959	6 958	99,778%	0,222%	0,005%	99,773%	0,222%	0,005%	71,295%	0,159%	28,547%



Proposal regarding authorisation for the board of directors of Nyfosa AB, reg.no 5591361-0833, to resolve upon repurchase of own ordinary shares of Class A

In the board of directors' assessment, authorisation for the board of directors to resolve upon repurchase of own ordinary shares of Class A would provide increased flexibility and contribute to increased shareholder value. The board of directors have not resolved whether such authorisation would be utilized but intends to evaluate the present conditions at any given time. Consequently, the board of directors proposes that the General Meeting authorises the board of directors to, on one or more occasions for the period until the end of the next Annual General Meeting, resolve to acquire a maximum number of own ordinary shares of Class A so that the company holds a maximum of 10 percent of all shares in the company at any time following the acquisition. Acquisitions shall be conducted on Nasdaq Stockholm and at a price per ordinary share of Class A that is within the price range for the share price prevailing at any time (the so-called spread), i.e. the range between the highest ask price and the lowest bid price. In the event that the acquisitions are effected by a stock broker as assigned by the company, the price of own ordinary shares of Class A may, however, correspond to the volume weighted average price during the time period within which the ordinary shares of Class A were acquired, even if the volume weighted average price on the day of delivery to the company falls outside the price range. Payment for the ordinary shares of Class A shall be made in cash.

The purpose of the above authorisations, regarding repurchase of own ordinary shares of Class A, is to adjust the company's capital structure according to the capital requirements from time to time, thereby contributing to an increase in shareholder value, as well as to be able to transfer own ordinary shares of Class A as payment, or in order to finance acquisitions of real property or real property companies, or part of real property or real property companies, or in order to finance investments in new or existing real properties. The purpose of the authorisation does not include trading in the company's own shares for short-term profit.

As of December 31, 2021, the disposable amount pursuant to Chapter 17, Section 3, first paragraph of the Swedish Companies Act amounted to SEK 11,368,872,079. After a resolution on dividends at the company's Annual General Meeting held on April 19, 2022, and a resolution by the company's board of directors on repurchase of warrants on September 13, 2022, the disposable amount pursuant to the provision amounts to SEK 10,628,755,962.