

Malmö 24 March 2025

Notice of the Annual General Meeting in Wihlborgs Fastigheter AB (publ)

The shareholders of Wihlborgs Fastigheter AB (publ) are hereby invited to attend the Annual General Meeting at 4:00 p.m. on Tuesday, 29 April 2025, at Slagthuset, Jörgen Kocksgatan 7 A in Malmö.

Notification

Shareholders wishing to participate in the Annual General Meeting must:

- be entered in the register of shareholders prepared by Euroclear Sweden AB regarding the circumstances on Thursday, 17 April 2025; and
- give notice of their intention to attend the AGM not later than Wednesday, 23 April 2025.

Notification of participation in the meeting may be given in any of the following ways:

- on the Wihlborgs website: www.wihlborgs.se, where additional information about the AGM can be found;
- by post to Wihlborgs Fastigheter AB, c/o Euroclear Sweden AB, Box 191, SE-101 23 Stockholm, Sweden; or
- by telephone to +46(0)8 402 91 54.

Registered meeting participants who wish to participate in the meeting physically need to show valid identification at the entrance to the meeting room.

Postal voting

The Board of Directors has decided that the shareholders may exercise their voting rights at the Annual General Meeting by postal votings in accordance with section 13 of the Articles of Association and Chapter 7, section 4 of the Swedish Companies Act.

In order to have the right to participate in the Annual General Meeting via postal voting, shareholders must be entered in the register of shareholders maintained by Euroclear Sweden AB as of Thursday 17 April 2025.

Notification of participation and postal voting can be made at the latest on Wednesday 23 April 2025 in any of the following ways:

- **Electronic voting with BankID:** Shareholders who are natural persons may also submit their postal votes electronically through verification using the BankID security app via Euroclear Sweden AB's website <https://anmalan.vpc.se/EuroclearProxy/>

[Skriv här]

- **E-mail voting:** Completed and signed postal voting forms may be e-mailed to GeneralMeetingService@euroclear.com (use "Wihlborgs Fastigheter AB – postal voting" in the subject line). The postal voting form is available on the company's website, www.wihlborgs.se
- **Regular postal voting:** Completed and signed postal voting forms may be sent by post to Wihlborgs Fastigheter AB, "AGM" c/o Euroclear Sweden AB, Box 191, SE-101 23 Stockholm, Sweden in such a manner that Euroclear Sweden AB has received the postal vote not later than Wednesday, 23 April 2025. The postal voting form is available on the company's website, www.wihlborgs.se

Shareholders are not allowed to include special instructions or conditions in the postal vote. If this occurs, the vote (i.e., the postal vote in its entirety) will be rendered invalid. Further terms and instructions are provided on the postal voting form.

Nominee-registered holdings

In order to be entitled to participate in the meeting, both physically and by postal voting, shareholders whose holdings are registered in the name of a nominee must, in addition to registering for the meeting, also have the shares re-registered in their own name so that the shareholder is included in the share register as of April 17, 2025. Such registration may be temporary (so-called voting rights registration) and is requested from the nominee in accordance with the nominee's procedures at such a time in advance as the nominee determines. Voting rights registration that has been made no later than April 23, 2025 will be taken into account when preparing the share register.

Power of Attorney

If a shareholder exercises postal voting by proxy a power of attorney must be attached to the form of advance voting. A form for a power of attorney is available on the Company's web site www.wihlborgs.se. If the shareholder is a legal entity a certificate of registration must be attached to the form.

Additional information

For additional information, or in order to receive the form for advance voting by post, please contact Euroclear Sweden AB by telephone +46-8-402 91 54 (Monday-Friday 9.00 am - 4.00 pm).

Agenda for the Annual General Meeting of Wihlborgs Fastigheter AB (publ) in Malmö, Tuesday, 29 April 2025

1. Opening of the Meeting
2. Election of Chairman for the Meeting, appendix 3
3. Preparation and approval of voting list
4. Election of one or two individuals to verify the minutes
5. Approval of the agenda
6. Determination of whether the Meeting has been duly convened
7. Presentation by the Chief Executive Officer
8. Presentation of the annual accounts and the auditor's report plus consolidated accounts and the auditors' report for the Group, and the auditor's opinion on whether the guidelines for remuneration to senior executives that have been in effect since the previous general meeting have been followed
9. Resolutions on
 - a) the adoption of the income statement and balance sheet, and the consolidated income statement and the consolidated balance sheet
 - b) the appropriation of the company's profit in accordance with the adopted balance sheet, appendix 2
 - c) the discharge of the members of the Board and the Chief Executive Officer from personal liability
 - d) the record day, in the event the Annual General Meeting decides on a dividend, appendix 2
10. Resolution on the number of members of the Board and auditors, appendix 3
11. Establishment of fees for Board members and auditors, appendix 3
12. Election of Board members and Chairman of the Board, appendix 3
13. Election of auditors, appendix 3
14. Approval of Remuneration Report 2024, appendix 4
15. Resolution concerning authorisation of the Board to acquire and assign own shares, appendix 5
16. Resolution concerning authorisation of the Board to decide on new share issues equivalent to at most a total of 10 percent of registered share capital, appendix 6
17. Any other business that is required of the meeting under the Swedish Companies Act or the Articles of Association
18. Closing of the Meeting

Proposed decisions

Items 9b and d: Appropriation of the company's profit according to the approved balance sheet

The Board proposes to the Annual General Meeting that the dividend for 2024 be set at SEK 3.20 per share.

Friday, 2 May 2025 is proposed as the record day for the dividend.

If the Meeting resolves in line with the proposal, cash payment is expected to be sent by Euroclear Sweden AB on Wednesday 7 May 2025.

Items 2 and 10–13: Election of Chairman for the Meeting; Resolution on the number of members of the Board of Directors and auditors; Establishment of fees for Board members and auditors; Election of Board members and Chairman of the Board; Election of auditors;

The Nomination Committee comprises Göran Hellström (Backahill AB), Chairman, Elisabet Jamal Bergström (SEB Investment Management AB), Johannes Wingborg (Länsförsäkringar Fondförvaltning AB) and Caroline Sjösten (Swedbank Robur Fonder AB) and represented at the end of 2024, 27.4 percent of the votes in Wihlborgs.

The Nomination Committee proposes:

- that Anders Jarl be elected as Chairman for the Meeting;
- that seven ordinary Board members be appointed, without deputies;
- that Board members Anders Jarl, Jan Litborn, Amela Hodzic, Lennart Mauritzon, Anna Werntoft, Johan Röstin Anneli Jansson be re-elected;
- that Anders Jarl be elected as Chairman of the Board;
- that Board fees totalling SEK 2,225,000 (2,020,000) be paid, with:
 - SEK 520,000 (500,000) to the Chairman of the Board;
 - SEK 230,000 (220,000) each to other members not employed in the company;
 - SEK 235,000 (200,000) for work in the audit committee, to be distributed as SEK 115,000 to the chairman and SEK 60,000 each to the two members;
 - SEK 90,000 (0) for work on the remuneration committee, to be distributed as SEK 60,000 to the chairman and SEK 30,000 to a member.
- that through re-election appoint Öhrlings PricewaterhouseCoopers AB as auditors, with Eva Carlsvi as Auditor-in-Charge;
- that remuneration to the auditors is paid in accordance with approved invoices

More information on the proposed Board members, together with the Nomination Committee's complete report, can be found on Wihlborgs' web site, www.wihlborgs.se.

Item 14 – Approval of Remuneration Report

The principles for remuneration and terms of employment for senior executives and group management were resolved at the 2023 AGM and apply until the 2026 AGM. These are available at the Company's web site: <https://www.wihlborgs.se/en/about-us/corporate-governance/remuneration-principles/>.

The board proposes that the annual general meeting decide on approval of the board's report on remuneration in accordance with Chapter 8, section 53 of the Swedish Companies Act.

Item 15: Resolution concerning authorisation of the Board to acquire and assign own shares

The Board's proposal means that the Board is authorised to acquire and assign its own shares before the next Annual General Meeting as follows:

A. Authorisation to decide on acquisition of own shares

1. Acquisition may occur of as many shares as are needed so that the company's holdings total at most ten (10) percent of all the company's registered shares.
2. Acquisition is to take place on Nasdaq Stockholm.
3. Acquisition is to take place at a price per share within the price range registered at any given time.
4. Payment for the shares is in cash.
5. Acquisition may take place on one or more occasions during the period up to the next AGM.

B. Authorisation to decide on assignment of own shares

1. All shares held by the company may be assigned. However, in the event of disapplying shareholders' preferential rights for the period until the next AGM, the number of assigned shares together with the number of shares issued disapplying shareholders' preferential rights under the authorisation in Item 16 may never exceed ten (10) percent of the company's total shares at the time of the authorisation.
2. Assignment can take place both on Nasdaq Stockholm and, disapplying the shareholders' preferential rights, to third parties in connection with acquisitions of properties or of companies.
3. Assignment takes place at a price per share within the price range registered at any given time.
4. Assignment may take place on one or more occasions during the period up to the next AGM.
5. Remuneration for assigned shares can be paid in cash or, in conjunction with property or company acquisitions, through non-cash considerations, through set-offs, or otherwise subject to conditions.

Item 16: Resolution concerning authorisation of the Board to decide on a new share issue equivalent to a maximum ten (10) percent of shares outstanding

The Board's proposal means that the Board is authorised, before the next AGM, to take decisions on new share issues of equivalent to at most a total of ten percent (10) of the company's share capital at the time of the authorisation. The Board has the right to decide to disapply shareholders' preferential rights, as well as on conditions under Chapter 13, Section 5, paragraph 1, point 6 of the Swedish Companies Act (non-cash consideration, set-off, or other conditions).

However, in the event of such disapplication of shareholders' preferential rights for the period until the next AGM, the number of newly issued shares together with the number of assigned shares disapplying shareholders' preferential rights under the authorisation in Item 15 may never exceed ten (10) percent of the company's total shares at the time of the authorisation.

Issues may only take place at market prices.

Other information

The Board's complete proposal on other business and the Board's reasoned statement on decisions under Items 8 and 15, as well as the auditor's statement in accordance with Chapter 8, Section 54 of the Swedish Companies Act on whether the AGM's guidelines for salaries and other remuneration to senior executives have been followed, will be available at Wihlborgs' office in Malmö from Monday, 24 March. Copies of the documents will be sent to shareholders who request them and who provide their postal address in that connection. The documents are also available on the company's website, www.wihlborgs.se. The Annual Report and Auditors' Report will be published on www.wihlborgs.se on 1 April 2025 and distributed to shareholders who have requested this service. The statement of the Board in accordance with Chapter 18, Section 4 of the Swedish Companies Act concerning the proposed dividend is included in the administration report.

The Board of Directors and the CEO will, if requested by a shareholder and the Board considers it possible without causing material damage to the company, present information at the AGM about conditions that could influence the assessment of an agenda item and conditions that could influence the assessment of the financial position of the company or its subsidiaries, as well as the company's relationship to other Group companies.

At the time this notice was issued, the total number of shares and votes in the company was 307,426,912. Wihlborgs holds no treasury shares.

Malmö, March 2025

Wihlborgs Fastigheter AB (publ)

Board of Directors

For further information, please contact:

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