

The Nomination Committee's proposal for resolutions at the Annual General Meeting in Vivesto AB on 8 May 2025

The Nomination Committee before the Annual General Meeting 2025 in Vivesto AB consists of Per Arwidsson (Chairman), representing Arwidsro Investment AB and the Chairman of the Board of Directors of Vivesto AB, Peter Zonabend. The Nomination Committee proposes the following.

Election of Chairman of the Annual General Meeting

The Nomination Committee proposes that Johan Wigh, member of the Swedish Bar Association, or in the event of his absence, the person appointed by the Nomination Committee instead, be elected Chairman of the Annual General Meeting.

Determination of the number of members and deputy members of the Board of Directors

The Nomination Committee proposes that the number of members of the Board of Directors shall be four without deputies.

Determination of the number of auditors and deputy auditors

The Nomination Committee proposes that one registered accounting firm be elected as auditor, without deputies.

Resolution on fees to the members of the Board of Directors

The Nomination Committee proposes that the fees to the members of the Board of Directors shall be paid as follows. Fees resolved at the Annual General Meeting 2024 are stated in parenthesis.

- SEK 500,000 (500,000) to the Chairman of the Board and SEK 250,000 (250,000) to each of the other Board members elected by the Annual General Meeting who are not employed by the company, and
- SEK 50,000 (50,000) to the Chairman of the Audit Committee and SEK 25,000 (25,000) to each of the other members of the Audit Committee, and SEK 50,000 (50,000) to the Chairman of the Remuneration Committee and SEK 25,000 (25,000) to each of the other members of the Remuneration Committee.

Resolution on auditors' fee

The Nomination Committee proposes that the auditor's fees shall be paid as per approved invoice.

Election of members of the Board of Directors and Chairman of the Board

The Nomination Committee proposes re-election of the Board members Hege Hellström, Pål Ryfors, Roger Tell and Peter Zonabend for the period until the end of the next Annual General Meeting. The Nomination Committee proposes re-election of Peter Zonabend as Chairman of the Board.

Information on all proposed members is available at the company's website, www.vivesto.com.

Election of auditor

The Nomination Committee proposes, in accordance with the recommendation of the Audit Committee, re-election of the registered accounting firm Grant Thornton Sweden AB as the company's auditor for the period until the end of the next Annual General Meeting. Grant Thornton Sweden AB has informed that the Authorized Public Accountant Therese Utengen will be appointed auditor in charge, should Grant Thornton Sweden AB be elected as auditor.

Resolution on principles for appointing a Nomination Committee and instructions for the Nomination Committee.

The Nomination Committee proposes that the Annual General Meeting resolves to adopt principles for appointing a Nomination Committee and instructions for the Nomination Committee's work in accordance with below.

A Nomination Committee shall be appointed for the period until a new Nomination Committee has been appointed to prepare and submit proposals for the shareholders at the Annual General Meeting concerning:

- Chairman of the meeting,
- number of Board members,
- election of members of the Board of Directors and Chairman of the Board,
- fees to the members of the Board of Directors,
- election of auditor,
- auditors' fee,
- to the extent deemed necessary, amendments to the principles for the Nomination Committee's appointment and instructions for the Nomination Committee, and
- other questions that may be placed upon the Nomination Committee according to the Swedish Corporate Governance Code.

The Nomination Committee's proposal shall be presented in the notice of the Annual General Meeting and on the company's website. At other general meetings than the Annual General Meeting, the Nomination Committee's proposal shall comprise the election or elections to take place at the general meeting. The Nomination Committee shall otherwise fulfil the tasks that are placed upon a Nomination Committee according to the Swedish Corporate Governance Code.

The Nomination Committee shall consist of three members, who shall be appointed as follows:

The Chairman of the Board shall contact the two largest shareholders in terms of voting rights, who shall then appoint one representative each to, alongside the Chairman of the Board, comprise the Nomination Committee. If any of the two largest shareholders refrain from appointing a representative, the Chairman of the Board shall invite the shareholder who comes next in size to appoint a representative. However, the Chairman of the Board does not need to contact shareholders holding less than one per cent of the voting rights in the company. If a nomination committee with two shareholder representatives cannot be appointed after contact with the ten largest shareholders in the company in terms of voting rights (or, as the case may be, the lower number of shareholders whose shares amount to at least one per cent of the votes in the company), the nomination committee may consist of one shareholder representative.

The analysis of the ownership shall be based on Euroclear Sweden AB's register of registered shareholders as of 30 September the year prior to the Annual General Meeting, and any other circumstances known to the Chairman of the Board at this time. In assessing who constitutes the largest shareholders in terms of the number of votes, a group of shareholders shall be considered an owner if they (i) are grouped as owners in Euroclear Sweden AB's register or (ii) published and notified to the company that they have entered into a written agreement to take a long term stance regarding the company's management by coordinating their exercise of voting rights.

The majority of the Nomination Committee's members shall not be members of the Board of Directors. The majority of the Nomination Committee's members shall be independent in relation to the company and the executive management. Neither the Chief Executive Officer nor other members of the executive management shall be members of the Nomination Committee. At least one of the members of the Nomination Committee shall be independent in relation to the largest shareholder in

the company in terms of voting rights or group of shareholders who collaborate regarding the company's management.

The member who represents the largest shareholder in terms of voting rights shall be appointed Chairman of the Nomination Committee, unless the members agree otherwise. The Chairman of the Board or another Board member may not be the Chairman of the Nomination Committee.

Information on the composition of the Nomination Committee shall be provided on the company's website no later than six months prior to the Annual General Meeting, in which information on how shareholders can get in touch with and submit proposals to the Nomination Committee shall be provided.

A shareholder who has appointed a member of the Nomination Committee shall be entitled to appoint a replacing member of the Nomination Committee. In the event a member resigns from the Nomination Committee before the Nomination Committee's assignment is completed, the shareholder who appointed the resigning member shall be entitled to appoint a successor.

If, during the term of office of the Nomination Committee, one or more shareholders who appointed members of the Nomination Committee no longer belong to the two largest shareholders in terms of voting rights, members appointed by these shareholders must tender their resignation and shareholder or shareholders added among the two largest shareholders in terms of voting rights shall have the right to appoint members. Unless there are special reasons, no changes shall be made in the composition of the Nomination Committee if only marginal changes in the number of votes have taken place or if the change occurs later than three months prior to the Annual General Meeting. Changes in the composition of the Nomination Committee are to be published as soon as they have taken place.

No remuneration is paid to members of the Nomination Committee. However, the Nomination Committee is entitled to charge the company with reasonable costs for the execution of the assignment.

These principles for the Nomination Committee's appointment and instructions for the Nomination Committee shall be valid until further notice until a resolution on amendment is passed by a general meeting.

Stockholm in April 2025
The Nomination Committee of Vivesto AB