

# Articles of Association

Nivika Fastigheter AB (publ)

Reg. No. 556735-3809

## § 1 Company Name

The company's name is Nivika Fastigheter AB (publ).

## § 2 Registered Office

The Board shall have its registered office in the Municipality of Värnamo, County of Jönköping.

The General Meeting may be held in the Municipality of Värnamo or Stockholm.

## § 3 Operations

The company's business shall be to own and manage small and medium-sized companies, conduct the purchase and management of shares and other securities, and engage in other activities compatible therewith.

## § 4 Share Capital

The share capital shall be no less than SEK 15,000,000 and no more than SEK 60,000,000.

## § 5 Shares

### 5.1

The number of shares in the company shall be no less than 30,000,000 and no more than 120,000,000. Shares may be issued in two classes: Class A shares and Class B shares. Shares of each class may be issued up to a total amount corresponding to 100 percent of the share capital. Each Class A share shall carry ten (10) votes and each Class B share shall carry one (1) vote. In all other respects, Class A and Class B shares shall carry equal rights to the company's assets and profits.

### 5.2

If the company resolves to issue new Class A and Class B shares through a cash issue or set-off issue, holders of Class A and Class B shares shall have preferential rights to subscribe for new shares of the same class in proportion to the number of shares previously held (primary preferential rights). Shares not subscribed for through primary preferential rights shall be

offered to all shareholders (subsidiary preferential rights). If oversubscribed, allocation shall be made in proportion to the number of shares previously held, or if not possible, by lottery.

If only Class A or only Class B shares are issued, all shareholders, regardless of class, shall have preferential rights to subscribe in proportion to previous holdings.

If the company resolves to issue warrants or convertibles through a cash issue or a set-off issue, the shareholders shall have preferential rights to subscribe for warrants as if the issue concerned the shares that may be subscribed for by virtue of the warrant rights, and preferential rights to subscribe for convertibles as if the issue concerned the shares that the convertibles may be converted into.

Nothing stated above restricts the company's ability to resolve on issues with deviation from shareholders' preferential rights.

In the event of an increase of the share capital through a bonus issue, new shares shall be issued of each share class in proportion to the number of shares of the same class already outstanding. Existing shares of a given class shall thereby entitle the holder to new shares of the same class. The foregoing shall not restrict the company's ability, following the necessary amendment of these Articles of Association, to issue shares of a new class through a bonus issue.

### **5.3**

Class A shares shall, upon request by the holder of such shares, be converted into Class B shares. The request for conversion, which shall be made in writing and specify the number of Class A shares to be converted into Class B shares, and, if the request does not comprise the holder's entire holding, which specific Class A shares the conversion refers to, shall be submitted to the Board of Directors. The company shall promptly notify the Swedish Companies Registration Office of the conversion for registration in the share register. The conversion is deemed completed when registration has been affected and the conversion has been recorded in the share register.

## **§ 6 Board of Directors**

The Board of Directors shall consist of no fewer than three (3) and no more than nine (9) members, with no more than five (5) deputy members. If the Board consists of three members, at least one deputy member shall be appointed.

## **§ 7 Auditor**

For the audit of the company's annual report and accounts, as well as the management by the Board of Directors and the Chief Executive Officer, one to two auditors shall be appointed, with or without deputy auditor(s).

### **§ 8 Notice of General Meeting**

Notice of a General Meeting shall be made by advertisement in the Post- och Inrikes Tidningar and by making the notice available on the company's website. An announcement that the notice has been issued shall be published in Svenska Dagbladet.

### **§ 9 Participation in General Meeting**

To be entitled to participate in the General Meeting, shareholders must be recorded in a printout or other reproduction of the entire share register regarding conditions six banking days before the Meeting and must notify the company no later than the date specified in the notice of the Meeting. This date may not fall on a Sunday, public holiday, Saturday, Midsummer's Eve, Christmas Eve, or New Year's Eve, and may not occur earlier than the fifth working day before the General Meeting.

A shareholder may be accompanied at the General Meeting by one or two advisors, provided that the shareholder has notified the company thereof in accordance with the preceding paragraph.

### **§ 10 Postal Voting**

The Board of Directors may decide that shareholders may exercise their voting rights at the General Meeting by postal voting in accordance with Chapter 7, Section 4a of the Swedish Companies Act (2005:551).

### **§ 11 Annual General Meeting**

The Annual General Meeting shall be held annually within six months after the end of the financial year.

At the Annual General Meeting, the following business shall be addressed:

1. Election of the chairman of the Meeting.
2. Preparation and approval of the voting register.
3. Election of one or two persons to verify the minutes.
4. Determination of whether the Meeting has been duly convened.
5. Approval of the agenda.
6. Presentation of the annual report and the auditor's report.
7. Resolutions on:
  - a. On adoption of the income statement and balance sheet,

- b. On allocation of the company's profit or loss in accordance with the adopted balance sheet,
  - c. On discharge from liability for the members of the Board of Directors and the Chief Executive Officer.
- 8. Determination of remuneration to the members of the Board of Directors and the auditor.
  - 9. Election of the Board of Directors and auditor(s) and any deputy auditor(s).
  - 10. Any other matter that rests with the Meeting according to the Companies Act or the Articles of Association

## **§ 12 Financial Year**

The company's financial year shall be January 1 – December 31.

## **§ 13 Record Date Provision**

The shareholder or nominee who, on the record date, is entered in the share register and recorded in a central securities depository register in accordance with Chapter 4 of the Swedish Central Securities Depositories and Financial Instruments Accounts Act (1998:1479), or who is recorded in a securities account pursuant to Chapter 4, Section 18, first paragraph, items 6–8 of the said Act, shall be deemed authorized to exercise the rights set out in Chapter 4, Section 39 of the Swedish Companies Act (2005:551).

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Adopted at the Extraordinary General Meeting held on 20 August 2024.

This Articles of Association is an in-house translation of Nivika's Swedish Articles of Association. In the event of discrepancies, the Swedish original will supersede the translation.