

Resolutions at the extraordinary general meeting in KlaraBo Sverige AB on 26 June 2026

The extraordinary general meeting in KlaraBo Sverige AB, reg. no. 559029-2727, (“KlaraBo”) took place today on 26 June 2026, at which the following resolutions were made (including approval of the proposed merger with Sveafastigheter).

Approval of merger plan

The extraordinary general meeting resolved, in accordance with the board of directors’ proposal, to approve the merger plan dated 18 May 2026 (the “Merger Plan”), which has been jointly adopted by the boards of directors of KlaraBo and Sveafastigheter AB (publ), reg. no. 559449-4329 (“Sveafastigheter”). The Merger Plan was registered with the Swedish Companies Registration Office on 20 May 2026 and the registration was published in Post- och Inrikes Tidningar on 22 May 2026.

According to the Merger Plan, the merger is to take place by way of absorption between KlaraBo and Sveafastigheter with Sveafastigheter as the transferee company and KlaraBo as the transferor company (the “Merger”). As merger consideration, the shareholders of KlaraBo will receive shares in Sveafastigheter in proportion to their existing shareholdings in KlaraBo, where 22 shares of series B in KlaraBo entitle a holder to receive 9 new shares of series B in Sveafastigheter and 22 shares of series A in KlaraBo entitle a holder to receive 9 new shares of series A in Sveafastigheter.

Provided that the conditions for the Merger are met, KlaraBo will be dissolved without going into liquidation and its assets and liabilities will be assumed by Sveafastigheter upon the Swedish Companies Registration Office registering the Merger, which is expected to take place in September 2026. Settlement of the merger consideration will take place following the Swedish Companies Registration Office’s registration of the Merger.

Amendment of the articles of association

The extraordinary general meeting resolved, in accordance with the board of directors’ proposal, to amend the articles of association with respect to the limits on share capital and the number of shares. The amendment means that the limits on share capital are changed from not less than SEK 2,700,000 and not more than SEK 10,800,000 to not less than SEK 7,500,000 and not more than SEK 30,000,000 and the limits on the number of shares are changed from not less than 54,000,000 and not more than 216,000,000 to not less than 150,000,000 and not more than 600,000,000.

Issuance of shares with payment through set-off

The extraordinary general meeting resolved, in accordance with the board of directors' proposal, on a directed issue of 32,600,001 shares of series A and 74,997,402 shares of series B, entailing an increase in the share capital of SEK 5,379,870.15. The right to subscribe for shares shall, with deviation from the shareholders' pre-emption right, be granted to SBB i Norden AB, reg. no. 559053-5174. The total subscription amount to be paid is SEK 3,583,258,864, which means that the subscription price to be paid for each new share of series A and share of series B amounts to approximately SEK 33.30. Subscription for the new shares shall take place on a separate subscription list no later than 26 December 2026. Payment for subscribed shares shall be made by setting off a promissory note.

Conditional extraordinary dividend

The extraordinary general meeting resolved, in accordance with the board of directors' proposal and in order to enable the agreed exchange ratio in the Merger, on a conditional extraordinary dividend of SEK 1.40 per share to KlaraBo's shareholders. The dividend is conditional upon (1) the general meeting of KlaraBo approving the issuance of shares pursuant, (2) the general meetings of KlaraBo and Sveafastigheter approving the Merger (and the ancillary conditional resolutions), (3) the Swedish Competition Authority approving the Merger (including the portfolio transaction), and (4) the Swedish Companies Registration Office (or, if applicable, a court) granting KlaraBo and Sveafastigheter permission to implement the Merger. If the conditions for the dividend are not fulfilled by 1 December 2026, the dividend resolution shall lapse without any dividend being carried out.

The resolution entails a total dividend of SEK 210,409,991.40 (taking into account the number of shares held by KlaraBo). Furthermore, the extraordinary general meeting resolved, in accordance with the board of directors' proposal, to authorise the board of directors to determine the record date for the conditional extraordinary dividend.

Minutes from the meeting and complete resolutions

The minutes from the extraordinary general meeting, including the complete resolutions, will be made available on KlaraBo's website, klarabo.se

About KlaraBo

We create value by acquiring, developing, refining, and managing residential properties with a long-term focus. Since our founding in 2017, we have expanded across Sweden and continue to grow in areas where people want to live and work. By maintaining and upgrading existing buildings, constructing new ones when conditions are right, and managing our properties in-house, we create value for our tenants, our investors, and the communities in which we operate. KlaraBo is listed on Nasdaq Stockholm and is traded under the ticker KLARA B.



Press Release

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