

**PRESSRELEASE, 9 June 2023**

## **Bulletin from the annual general meeting in MTI Investment SE on 9 June 2023**

**The annual general meeting in MTI Investment SE, reg. no 517100-0135 (the "Company") was held today on 9 June 2023. The main resolutions taken by the AGM can be found below.**

### **Adoption of income statement and balance sheet**

The AGM resolved to adopt the income statements and balance sheets for the group and the Company for 2022.

### **Allocation of profit**

The AGM resolved that the result of the year shall be transferred to a new account and that no dividend for the financial year 2022 shall be distributed.

### **Discharge from liability**

The board of directors and the CEO were discharged from liability.

### **Remuneration to the board of directors and the auditor**

The AGM resolved that the remuneration to each ordinary board member shall be SEK 52,500 and that SEK 105,000 shall be paid to the chairman of the board of directors. Remuneration to the auditor shall be paid in accordance with an invoice, approved by the board of directors.

### **Election of board of directors and auditor**

The AGM resolved to re-elect the board of directors Trond Randøy, Christer Käck, Bengt Svelander and Magdalena Johansson, all for the period until the next annual general meeting. Further, Trond Randøy was re-elected to chairman of the board of directors. Thus the board of directors consists of four (4) directors.

The auditor firm Ernst & Young AB was re-elected as auditor for the period until the next annual general meeting, with the authorised auditor Stefan Svensson as the main responsible auditor.

### **Resolution regarding incentive program 2023/2026 to senior executives**

The AGM resolved, in accordance with the board of directors' proposal, to implement an incentive program directed to existing senior executives in the Company. The incentive program 2023/2026 comprises of a new issuance of maximum of 225,000 warrants. Each warrant entitles to subscription of one (1) share in the Company during the period from 29 June 2026 until and including 29 July 2026, for a subscription price of SEK 5.30. The purpose of the incentive program is to create conditions for retaining and increasing the motivation of the management of the Company.

### **Resolution regarding reduction of the share capital and amendment of the articles of association**

The AGM resolved, in accordance with the board of directors' proposal, to reduce the Company's share capital with EUR 1,182,776.04. After the reduction the share capital amounts to EUR 131,419.56, divided between 6,570,978 shares. The quota value will be EUR 0.02. 2. The reduction amount shall be allocated as non-restricted equity and the reduction shall be carried out without cancellation of shares. The reduction of the share capital also requires permission from the Swedish Companies Registration Office and provided that the necessary permission is obtained, the reduction resolution, is expected to be implemented in August 2023.

Furthermore the AGM resolved, in accordance with the board of directors' proposal, to amend §4 in the articles of association with an adjustment of the limits of the share capital and the limits for the number of shares. The amendment implicates that the limits for the share capital are amended from no less than EUR 746,720 and not more than EUR 2,986,880 to no less than EUR 131,419 EUR and not more than EUR 525,676. The limits for the number of shares in the articles of association are amended from no less than 3,733,600 and not more than 14,934,400 shares to no less than 6,570,950 shares and not more than 26,283,800 shares.

### **Authorization to resolve on issuances**

The AGM resolved to authorize the board of directors to resolve, at one or several occasions and for the time period until the next annual general meeting, to increase the Company's share capital by new share issues and to issue warrants and convertibles, to the extent possible from time to time according to the Company's articles of association.

New share issues, as well as issues of warrants and convertibles, may be made with or without deviation from shareholders' preferential rights and with or without provisions for contribution in kind, set-off or other conditions in accordance with Chapter 2 Section 5 of the Swedish Companies Act. Pursuant to Chapter 16 of the Swedish Companies Act, the Board of Directors may not by virtue of this authorization resolve on resolve on issues to directors and/or employees in the Company or its subsidiaries.

The purpose of the authorization is to increase the financial flexibility of the Company and the acting scope of the board of directors. Should the board of directors resolve on an issue with deviation from the shareholders' preferential rights, the reason shall be to enable the external raising of capital (through new owners of strategic importance for the Company or otherwise) for the financing of the Company's business, commercialization and development of the Company's products and intellectual property rights and/or acquisitions of other companies or businesses.

### **Authorization to undertake minor adjustments**

The AGM resolved to authorize the board of directors, the CEO or a person otherwise designated by the board, to undertake such minor adjustments and clarifications of the resolutions made at the Annual General Meeting to the extent required for registration of the resolutions.

### **For further information**

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### **About MTI Investment SE**

*MTI Investment SE is a Nordic investment and venture-building company, founded in 2014 by a team with extensive experience in emerging markets to invest in East African small and medium-sized enterprises ("SMEs") with high value-adding potential. The Company is active in the expansive East African market, and by being a long-term and active owner, MTI Investment helps its portfolio companies grow faster and become more profitable. The Company invests primarily in innovative and scalable companies that have the potential for a significant positive impact on society.*

*The MTI Investment share (MTI) is traded on the Nasdaq First North Growth Market.*

*Certified Adviser to MTI Investment is Mangold Fondkommission AB.*

Read more on: [www.mti-investment.com](http://www.mti-investment.com)