

# Notice of Annual General Meeting in Caybon Holding AB

The shareholders of Caybon Holding AB, reg. no. 559049-5056 (the "Company"), are hereby summoned to the Annual General Meeting on Friday, 14 June 2024 at 10:00 a.m. in the Company's premises at Birger Jarlsgatan 43, SE-111 45 Stockholm. Registration for the Meeting will commence at 9:30 a.m.

## Notification

Shareholders who wish to participate in the Meeting must:

- (i) be recorded as shareholders in the share register kept by Euroclear Sweden AB on the record date on Wednesday, 5 June 2024; and
- (ii) no later than Monday, 10 June 2024 have notified their attendance and any advisor to the Company; either in writing to Caybon Holding AB, Att: Daniel Grufman, Birger Jarlsgatan 43, 111 45 Stockholm or by e-mail to [daniel.grufman@caybon.com](mailto:daniel.grufman@caybon.com).

The notification shall include full name, personal or corporate identity number, address, daytime phone number and, when applicable, information about deputies, proxies and advisors. The maximum number of advisors is two. In order to facilitate registration for the Meeting, the notification shall, when applicable, be accompanied by power of attorney, registration certificates and other documents of authority.

For information regarding how your personal data is processed in connection with the General Meeting, please refer to the privacy policy on Euroclear Sweden AB's website, <https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

## Shares registered with nominees

Shareholders who have their shares registered in the name of a nominee must, in order to exercise their voting rights at the Meeting, through the nominee, register their shares in their own name so that the shareholder is registered in the share register kept by Euroclear Sweden AB by the latest on the record date on Wednesday, 5 June 2024. Such registration may be temporary (so-called "voting registration"). Shareholders wishing to register their shares in their own name must, in accordance with the procedures of the respective nominee, request the nominee to carry out such voting registration. Voting registration requested by shareholders in such time that the registration has been made by the nominee no later than Monday, 10 June 2024 will be considered in the preparation of the share register.

## Proxies

Shareholders represented by proxy must issue a written and dated power of attorney for the proxy. If a power of attorney is issued by a legal entity, a certificate of registration shall be attached, or if such document does not exist, an equivalent authorisation document. Power of attorney forms for shareholders who wish to participate in the Meeting through a proxy are available on the Company's website [www.caybon.com](http://www.caybon.com). A copy of the power of attorney and any registration certificates shall, well in advance of the Meeting, be sent to: Caybon Holding AB, Att: Daniel Grufman, Birger Jarlsgatan 43, 111 45 Stockholm or to: [daniel.grufman@caybon.com](mailto:daniel.grufman@caybon.com). The original version of the power of attorney must also be presented at the Meeting.

## Proposed agenda

1. Opening of the Meeting and election of the Chairman of the Meeting.
2. Preparation and approval of the voting list.
3. Approval of the agenda.
4. Election of one or two persons to verify the minutes.

5. Determination as to whether the Meeting has been duly convened.
6. Presentation of the annual report, auditor's report, consolidated accounts and the auditor's report on the consolidated accounts.
7. Resolution on
  - a. adoption of the income statement and balance sheet and the consolidated income statement and consolidated balance sheet.
  - b. allocation of the Company's result in accordance with the adopted balance sheet.
  - c. discharge from liability for members of the Board of Directors and the CEO.
8. Determination of the number of board members and auditors.
9. Determination of remuneration to the Board of Directors and auditors.
10. Election of board members, auditors and any deputy auditors.
11. Resolution on authorization for the Board of Directors to resolve on new issues.
12. Closing of the Meeting.

### **Resolution proposed by the Board of Directors**

#### **Item 7 b). Resolution on allocation of the Company's result in accordance with the adopted balance sheet**

The Board of Directors proposes that no dividend is paid for the financial year 2023 and that the Company's available funds shall be carried forward to new account.

#### **Item 11. Resolution on authorization for the Board of Directors to resolve on new issues**

The Board of Directors proposes that the general meeting resolves to authorize the Board of Directors to, during the period until the next annual general meeting, on one or several occasions and with or without deviation from the shareholders' preferential rights, resolve on issues of shares, warrants and/or convertibles. Payment may be made in cash, in kind, by way of set-off or otherwise be subject to conditions. The issues shall be made at a market-based subscription price, subject to a market-based issue discount if applicable. The Company's share capital and the number of shares may, by virtue of the authorization, in total be increased by an amount corresponding to not more than 10 percent of the share capital after such issue(s). It shall be possible to deviate from the shareholders' preferential rights in order to strengthen the Company's financial position and to enable acquisitions of companies or businesses.

The Board of Directors, the CEO, or the person appointed by the Board of Directors, shall be entitled to make the minor adjustments to the resolution that may prove necessary in connection with the registration thereof.

The Annual General Meeting's resolution in accordance with the Board of Directors' proposal above is valid only if supported by shareholders with at least two thirds of both the votes cast and the shares represented at the meeting.

#### **Shareholder's right to request information**

Pursuant to Chapter 7, Sections 32 and 57 of the Swedish Companies Act, the Board of Directors and the CEO shall, if any shareholder so request and the Board of Directors deems that it may be done without significant harm to the Company, provide information at the Annual General Meeting regarding circumstances that may affect the assessment of a matter on the agenda and conditions that may affect the assessment of the Company's financial situation. The disclosure requirement also covers the Company's relationship to another Group company, the consolidated financial statements and such relationships concerning subsidiaries as referred to in the previous sentence.

**Documents**

Accounting documents, the auditor's report and other documentation is available at the Company's office and on the Company's website [www.caybon.com](http://www.caybon.com), and will be sent free of charge to shareholders that so requests and state their postal address.

Please note that this is a translation for information purposes only. In the event of any discrepancies between the Swedish and English versions, the Swedish version shall prevail.

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Stockholm, May 2024

**Caybon Holding AB**

*Board of Directors*