

Minutes kept at the annual general meeting of the shareholders of Alimak Group AB (publ), reg. no. 556714-1857, held on Thursday May 4, 2023.

1 Opening of the meeting

The meeting was opened by Johan Hjertonsson.

2 Election of Chair of the meeting

It was resolved to elect Johan Hjertonsson as Chair of the meeting in accordance with a new proposal from the nomination committee.

It was noted that Victoria Skoglund, attorney-at-law, had been assigned to keep the minutes at the meeting.

It was resolved that certain persons who are not shareholders were allowed to attend the meeting as guests.

The Chair of the meeting concluded, that among others, the following documents were presented at the meeting: the Board's and the Nomination Committee's complete proposals, the Board's statement under Chapter 18, Section 4 and under Chapter 19, Section 22 of the Swedish Companies Act, the auditor's report in accordance with Chapter 8, Section 54 of the Swedish Companies Act as well as the annual report 2022.

3 Preparation and approval of voting list

It was resolved to adopt the voting list established by Euroclear Sweden AB on behalf of the Company as the voting list for the meeting, [Appendix 1](#).

4 Approval of the agenda

It was resolved to approve the agenda proposed in the notice of the meeting.

5 Election of one or two persons to approve the minutes

It was resolved to elect Johan Menckel and Oscar Norrfalk to approve the minutes.

6 Examination of whether the meeting has been duly convened

It was noted that the Notice to attend the Meeting had been announced in the Swedish Official Gazette (Sw. *Post- och Inrikes Tidningar*) on Tuesday April 4, 2023, and made available on the Company's website from Thursday March 30, 2023, and that the issuance of the Notice was announced in Svenska Dagbladet on Tuesday April 4, 2023.

It was concluded that the meeting had been duly convened.

7 CEO's address

The CEO, Ole Kristian Jødahl, held a speech on the business year of 2022.

8 Presentation of the annual report and auditor's report, and also the group accounts and auditor's report for the group

The Chair concluded that the annual report and auditor's report, and also the group accounts and auditor's report for the Group, for the financial year 2022 were presented.

The auditor-in-charge, Henrik Jonzén, gave account for the audit work and commented on the auditor's report.

9 a Resolution on adoption of the profit and loss account and balance sheet, and also the consolidated profit and loss account and consolidated balance sheet

It was resolved to adopt the profit and loss account and balance sheet, and also the consolidated profit and loss account and consolidated balance sheet, for the financial year 2022.

9 b Resolution on allocation of the company's results in accordance with the adopted balance sheet and determination of the record day for dividends

It was resolved, in accordance with the Board's proposal, to pay a dividend for 2022 of SEK 1.82 per share, totalling a dividend of MSEK 195, and that the remaining sum of the distributable profit, MSEK 3,000 is to be carried forward.

It was also resolved, in accordance with the Board's proposal, that the record date for dividends will be Monday, May 8, 2023. It is expected that dividends will be distributed by Euroclear Sweden AB on Thursday, May 11, 2023.

9 c Resolution on discharge from liability towards the company for the Directors and the CEO for the financial year 2020

It was resolved to discharge the Directors and the CEO from liability for the management of the company in the financial year 2022.

It was noted, that the Directors and the CEO, who own shares in the company, did not participate in this resolution in respect to their own part.

10 Resolution on number of Directors and number of auditors

It was resolved, in accordance with the Nomination Committee's proposal, that the Board is to consist of seven Directors with no alternates for the period until the end of the annual general meeting 2024.

It was resolved, in accordance with the Nomination Committee's proposal, that the company shall have one auditor with no alternate.

11 Resolution on Directors' fees and auditor's fees

It was resolved, in accordance with the Nomination Committee's proposal, that fees to the Directors for the period until the end of the annual general meeting 2024 will be paid with SEK 870,000 (previously SEK 840,500) to the Chair of the Board and SEK 350,000 (previously SEK 338,250) to each of the other Directors elected by the general meeting. However, no fee shall be paid to Directors who are employed by the Company. In addition, SEK 118,000 (previously SEK 107,625) is payable to the Chair of the Audit Committee and SEK 86,000 (previously SEK 82,000) to other members of the Audit Committee, SEK 80,000 (previously SEK 76,875) to the Chair of the Remuneration Committee, and SEK 58,000 (previously SEK 56,375) to other members of the Remuneration Committee.

It was resolved, in accordance with the Nomination Committee's proposal, that fees to the auditor are to be paid in accordance with approved invoices.

12 Election of Directors and Chair of the Board

It was noted that the meeting had been provided with a presentation of the proposed board members including information on assignments held in other companies.

It was resolved, in accordance with the Nomination Committee's proposal, to re-elect Helena Nordman-Knutson, Tomas Carlsson, Sven Törnkvist, Johan Hjertonsson, Petra Einarsson and Ole Kristian Jørdahl as Directors and elect Zeina Bain as new Director for the period until the end of the annual general meeting 2024.

It was resolved, in accordance with the Nomination Committee's proposal, to re-elect Johan Hjertonsson as Chair of the Board.

13 Election of auditor

It was resolved, in accordance with the Nomination Committee's proposal, to re-elect the audit company Ernst & Young AB as auditor for the period until the end of the annual general meeting 2024.

14 Resolution regarding the Nomination Committee

It was resolved, in accordance with the Nomination Committee's proposal, to adopt new instructions for the Nomination Committee, to apply until new instructions are decided on, [Appendix 2](#).

15 Resolution on approval of Remuneration Report

It was resolved, in accordance with the Board's proposal, to approve the Board of Directors' report on remuneration pursuant to Chapter 8, Section 53 a of the Swedish Companies Act, [Appendix 3](#).

16 Resolution on call option program 2023

It was resolved, in accordance with the Board's proposal, to adopt a call option program 2023 in accordance with [Appendix 4](#).

17 a Resolution on authorisation for the Board to resolve on acquisition of own shares

It was resolved, in accordance with the Board's proposal, to authorise the Board to resolve on acquisition of own shares in accordance with [Appendix 5](#).

It was noted that the resolution was passed with the required majority, i.e. by shareholders representing at least two thirds of both the votes cast and the shares represented at the annual general meeting.

17 b Resolution on authorisation for the Board to resolve on transfer of own shares

It was resolved, in accordance with the Board's proposal, to authorise the Board to transfer own shares in accordance with [Appendix 6](#).

It was noted that the resolution was passed with the required majority, i.e. by shareholders representing at least two thirds of both the votes cast and the shares represented at the annual general meeting.

17 c Resolution on transfer of own shares to participants in call option program 2023

It was resolved, in accordance with the Board's proposal, to transfer own shares to participants in call option program 2023, in accordance with [Appendix 7](#).

It was noted that the resolution was passed with the required majority, i.e. by shareholders representing at least nine tenths of both the votes cast and the shares represented at the annual general meeting.

18 Resolution on transfer of own shares to participants in call option program 2021

It was resolved, in accordance with the Board's proposal, to transfer own shares to participants in call option program 2021, in accordance with Appendix 8.

It was noted that the resolution was passed with the required majority, i.e. by shareholders representing at least nine tenths of both the votes cast and the shares represented at the annual general meeting.

19 Resolution on transfer of own shares to participants in call option program 2022

It was resolved, in accordance with the Board's proposal, to transfer own shares to participants in call option program 2022, in accordance with Appendix 9.

It was noted that the resolution was passed with the required majority, i.e. by shareholders representing at least nine tenths of both the votes cast and the shares represented at the annual general meeting.

20 Closure of the meeting

The Chair declared the meeting closed.

At the minutes:

Victoria Skoglund

Victoria Skoglund

Approved:

Johan Hjertonsson

Johan Hjertonsson

Oscar Norrfalk

Oscar Norrfalk

Johan Menckel

Johan Menckel