

This is a translation of the Swedish original. In case of any discrepancies between this translation and the Swedish original, the latter shall prevail.

PROPOSAL BY THE BOARD OF DIRECTORS FOR RESOLUTIONS AT THE ANNUAL GENERAL MEETING ON 25 MAY 2023

The board of directors of Desenio Group AB (publ) (the "**Company**") proposes that the Annual General Meeting on 25 May 2023 resolves on the following:

Item 7b. Resolution on the allocation of the Company's profit or loss as per the adopted balance sheet

The board of directors proposes that no dividend be paid for the financial year 2022 and that the available funds be carried forward.

Item 11. Resolution on amending the articles of association

Chapter 7, Section 4 of the Swedish Companies Act (SFS 2005:551) (Sw. *Aktiebolagslagen*) states that the board may collect proxies before a general meeting if it is stated in the articles of association. Chapter 7, Section 4a of the Swedish Companies Act states that the articles of association may also state that the board of directors may decide before a general meeting that the shareholders shall be able to exercise their voting rights by post before the general meeting.

In order to be able to use the possibilities set out in the Swedish Companies Act regarding the collection of proxies and postal voting, the board of directors proposes that a new item 9 is inserted in the articles of association, changing the numbering of the articles of association so that the current item 9 will be item 10 and the current item 10 will be item 11.

The proposed wording of item 9 is set out in the original version of the board of director's complete proposals ("Styrelsens förslag (SV)"). The board of directors proposed new articles of association is set out in [Appendix 1](#) to Styrelsens förslag (SV).

The general meeting is further proposed to authorize the board of directors, the CEO or the person appointed by the board of directors, to make such minor adjustments to the resolution as may be necessary in connection with the registration of the resolution with the Swedish Companies Registration Office.

A resolution by the Annual General Meeting in accordance with the board of director's proposal to amend the articles of association requires that the resolution of the Annual General Meeting is supported by shareholders representing at least two-thirds (2/3) of both the votes cast and the shares represented at the Annual General Meeting.

Item 12. Resolution regarding incentive program ("MIP 2023/2026")

Please refer to the board of director's proposal for resolution on incentive program in separate document.

Item 13. Resolution on authorization for the board of directors to decide on new share issue

The board of directors proposes that the Annual General Meeting resolves to authorize the board of directors, at one or several occasions until the next Annual General Meeting, with or without deviating from the shareholder's pre-emptive rights, to decide upon issuance of new shares, warrants and/or convertible debentures. Payment shall, apart from payment in cash, be made in kind or by set-off or otherwise with conditions. The Company's share capital may, by means of the authorization, be

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increased in total by an amount corresponding to a dilution of ten (10) percent of the Company's share capital at the time of the Annual General Meeting 2023. Upon such deviation from the shareholder's preferential rights, the new issue shall be made at market terms and conditions, with reservations for, where applicable, issue discounts which are in line with market conditions.

The purpose of the proposed authorization is to secure the Company's commitments under the incentive programs that were decided on at the Extraordinary General Meeting 2018 and the Annual General Meetings 2021 and 2022.

The Annual General Meeting is further proposed to authorize the board of directors, the CEO or a person appointed by the board of directors to make such minor amendments in the resolution proven necessary for registration at the Swedish Companies Registration Office.

A resolution by the Annual General Meeting in accordance with the board of director's proposal to authorize the board of directors to resolve on new issue of shares requires approval of votes cast and shares represented at the meeting representing not less than two-thirds (2/3).

Stockholm, April 2023
Desenio Group AB (publ)
Board of directors