

## **THE BOARD'S PROPOSAL FOR DELIVERY AND HEDGING MEASURES FOR LTI 2023**

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### **Directed issue of warrants**

The board proposes that the general meeting resolves on a directed issue of 1,976,556 warrants (series 2023/2026) with the right to subscribe for new shares in the company, in accordance with the below proposal.

1. The warrants are issued free of charge. Each warrant will give the right to subscribe for one new share in the company, thus the share capital of the company can increase with a maximum of SEK 79,062.24 if the warrants are fully utilised.
2. The right to subscribe for warrants shall, with a deviation from the shareholders' preferential rights, be granted the Company itself.
3. Subscription of the warrants shall be made no later than 30 June 2023, with the board reserving the right to extend this time limit.
4. The warrants can be exercised to subscribe for shares in the company from the registration of the warrants with the Swedish Companies Registration Office and up to and including 31 December 2026.
5. The warrants shall for the subscription of shares have an exercise price corresponding to the share's quota value, SEK 0.04.
6. The new shares issued under the warrants shall entitle to dividend as from the first record date for dividend to occur after the registration of the new shares with the Swedish Companies Registration Office.
7. The warrants are governed by special warrant terms and conditions, Appendix.
8. The number of shares issued under each warrant may be recalculated in accordance with recalculation principles due to a bonus issue, reverse share split or share split, rights issue and/or any similar event.

The reason for deviating from the shareholders' preferential rights is that the company wishes to implement LTI 2023.

### **Transfer of the warrants to participants in LTI 2023**

The board proposes that the general meeting resolves to approve that the Company, on one or more occasions, may transfer warrants to the participants in LTI 2023 in accordance with the terms and conditions of LTI 2023.

### **Transfer of warrants to cover costs for LTI 2023 and authorization to enter into swap-agreements**

The board proposes that the general meeting resolves to approve that the Company, on one or more occasions, transfers warrants to a third party to cover costs for LTI 2023 as well as entering into a swap agreement with a third party.

### **Special authorisation**

The board, or a person appointed by the board, shall be authorised to make the minor adjustments to the meeting's decision which may be deemed necessary in order to register the decision with the Swedish Companies Registration Office, Euroclear Sweden AB or due to other formal requirements.

Voting majority and condition for resolution

The board's proposal for the above resolutions are conditional upon the general meeting approving the board's proposal under item 8 a). Hence, the board proposes that the general meeting resolves on item 8 a) – b) jointly and that a resolution only shall be valid if it is supported by shareholders representing at least nine tenths of both the votes cast and the shares represented at the general meeting.

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Järfälla in March 2023  
**Midsummer AB (publ)**  
*The board of directors*