

## **NOTICE OF EXTRAORDINARY GENERAL MEETING OF MIDSUMMER AB**

Midsummer AB holds an extraordinary general meeting on December 23, 2025, at 09:00, at the company's offices at Elektronikhöjden 6, Järfälla, Sweden. Registration starts at 08:45.

### **REQUIREMENTS FOR PARTICIPATION**

Shareholders wishing to attend the meeting must:

- (i) be recorded as a shareholder in the share register kept by Euroclear Sweden AB as of December 15, 2025,
- (ii) notify the company the intention to attend no later than December 17, 2025.

Notification of attendance shall be made by e-mail to [info@midsummer.se](mailto:info@midsummer.se). Upon notification, please state name or company name, personal ID number or company registration number, address, telephone number and shareholding.

### **NOMINEE REGISTERED SHARES**

In order to participate in the meeting, those whose shares are registered in the name of a nominee must have their shares owner-registered with Euroclear Sweden AB as of December 15, 2025. Reregistration may be temporary (so-called voting rights registration) and is requested from the nominee in accordance with the nominee's routines at such time in advance as the nominee determines. Voting rights registration that the shareholder has requested and has been issued by the nominee no later than December 17, 2025, will be accepted in the preparation of the share register.

### **PROXIES AND PROXY FORMS**

Anyone who is not personally present at the meeting may exercise their voting rights at the meeting through a written, signed and dated proxy form. A proxy form is available on the company's website, [www.midsummer.se](http://www.midsummer.se). The proxy form can also be obtained from the company at Elektronikhöjden 6, Järfälla, Sweden. If a proxy form has been issued by a legal entity, a copy of the registration certificate or equivalent authorization document for the legal entity must be attached to the form. The proxy form may not be older than one year unless a longer period of validity is stated in the proxy form, however, no longer than five years. To facilitate entry to the meeting, proxy forms, registration certificates and other authorization documents should be provided to the company well in advance of the meeting.

### **PROPOSED AGENDA**

1. Opening of the meeting
2. Election of chair of the meeting
3. Preparation and approval of voting list
4. Approval of the agenda
5. Election of one or two persons to approve the minutes
6. Examination of whether the meeting has been duly convened
7. Proposal for a resolution to approve the board of directors' resolution on a rights issue of shares
8. Proposal for a resolution to approve the board of directors' resolution on a directed issue of shares
9. Proposal for a resolution on an issue authorization
10. Closure of the meeting

## THE BOARD'S PROPOSED RESOLUTIONS

### Item 7 - Proposal for a resolution to approve the board of directors' resolution on a rights issue of shares

The board of directors proposes that the meeting approves the board of directors' resolution on an issue of not more than 126,509,435 shares, entailing an increase of the share capital of not more than SEK 5,060,377.40. The following conditions shall apply to the resolution.

1. The right to subscribe for shares shall be granted to the shareholders of the company pro rata to the number of shares they own in the company held on the record date, whereby one (1) existing share in the company entitles to three (3) subscription rights, and eight (8) subscription rights entitles to subscription of one (1) new share.
2. The record date for determining which shareholders are entitled to subscribe for new shares with preferential rights shall be December 29, 2025.
3. The subscription price shall be SEK 1.38 per share. Payment for the subscribed shares shall be made by cash payment. However, the board of directors has the right to allow set-off retrospectively in accordance with Chapter 13, Section 41 of the Swedish Companies Act.
4. Payment for shares subscribed for in the rights issue of shares which exceeds the quota value of the shares shall in its entirety be added to the share premium fund.
5. Subscription of shares shall be made as of and including January 5, 2026, up until and including January 19, 2026. Subscription of shares with preferential rights (i.e. with the support of subscription rights) shall be made by payment. Subscription of shares without preferential rights (i.e. without the support of subscription rights) shall be made on a subscription list. The board of directors shall have the right to resolve on an extension of the subscription period.
6. Subscription of shares may also be made without subscription rights. In the event that all new shares are not subscribed for with subscription rights (i.e. with preferential rights), the board of directors will resolve, within the framework of the maximum amount of the rights issue, on the allotment of shares subscribed for without subscription rights. In such cases, allotment of shares shall be made in the following order:
  - a. Firstly, allotment shall be made to those who have subscribed for shares with subscription rights, regardless of whether or not they were shareholders on the record date and, in case of oversubscription, pro rata to the number of subscription rights exercised to subscribe for shares and, insofar as this is not possible, by the drawing of lots.
  - b. Secondly, allotment shall be made to those who have notified their interest in subscribing for new shares without subscription rights and, in case of oversubscription, in proportion to their notified interest and, insofar as this is not possible, by the drawing of lots.
  - c. Thirdly, allotment shall be made to those who have provided guarantee commitments regarding subscription of shares, in proportion to such commitments and, insofar as this is not possible, by the drawing of lots.
7. Payment for shares subscribed for without preferential rights shall be made no later than two (2) banking days from the announcement of the allotment (contract note). The board of directors shall have the right to resolve on an extension of the payment period.
8. The new shares which are issued through the rights issue of shares entitle to dividend for the first time on the record date for dividends that occurs the closest after the new shares are registered in the share register kept by Euroclear Sweden AB.

The board of directors, or whoever the board of directors may appoint, is entitled to resolve on any minor changes in the resolution that may be required when registering the resolution at the Swedish Companies Registration Office, Euroclear Sweden AB or due to other formal requirements.

#### **Item 8 - Proposal for a resolution to approve the board of directors' resolution on a directed issue of shares**

The board of directors proposes that the meeting approves the board of directors' resolution on a directed issue of not more than 57,365,400 shares, entailing an increase of the share capital of not more than SEK 2,294,616. The following conditions shall apply to the resolution.

1. The right to subscribe for the new shares shall, with deviation from the shareholders' preferential rights, be granted solely to bondholders who are registered in Euroclear Sweden AB's debt ledger in respect of the company's bonds with ISIN SE0012455772 (the "**Bondholders**") on December 30, 2025 (or such other date that may be determined as the record date in accordance with the Written Procedure). The Bondholders shall be entitled to subscribe for their proportional share of the newly issued shares based on their holdings of bonds on December 30, 2025 (or such other date that may be determined as the record date in accordance with the Written Procedure).
2. The reasons for deviating from the shareholders' preferential rights are to fulfil the company's obligations toward the Bondholders as a result of an agreement, under which the Bondholders shall receive repayment for part of a loan in the form of shares in the company. The board of directors also considers it beneficial for the company's financial position, and in the shareholders' best interest, to repay the Bondholders in the form of shares instead of a cash payment, as this frees up funds that strengthen the company's working capital.
3. SEK 1.38 shall be paid for each subscribed share. The subscription price has been determined by the board of directors of the company following arms-length negotiations with the Bondholders.
4. Subscription of the newly issued shares shall be made on a subscription list no later than January 23, 2026. The board of directors shall have the right to extend the subscription period.
5. Payment shall be made in cash no later than February 28, 2026. However, the board of directors right to allow set-off retrospectively in accordance with Chapter 13, Section 41 of the Swedish Companies Act is noted. The board of directors shall have the right to extend the payment period.
6. Payment for shares subscribed for in the directed issue of shares which exceeds the quota value of the shares shall in its entirety be added to the share premium fund.
7. The new shares which are issued through the directed issue of shares entitle to dividend for the first time on the record date for dividends that occurs the closest after the new shares are registered in the share register kept by Euroclear Sweden AB.

The resolution is contingent on the meeting resolving in accordance with item 7 on the agenda.

The board of directors, or whoever the board of directors may appoint, is entitled to resolve on any minor changes in the resolution that may be required when registering the resolution at the Swedish Companies Registration Office, Euroclear Sweden AB or due to other formal requirements.

#### **Item 9 – Proposal for a resolution on an issue authorization**

The board of directors proposes that the meeting resolves on an issue authorization in accordance with the following.

The board is authorized to, on one or several occasions, and for the period until the next annual general meeting, with or without deviation from the shareholders' preferential rights, resolve on issues of new shares. By resolutions pursuant to the authorization, with or without deviation from the shareholders' preferential rights, the number of shares that may be added through the issue resolution may not exceed the number of shares corresponding to ten percent of the total number

of outstanding shares in the company at the time the board of directors utilizes the authorization for the first time. A new share issue resolved pursuant to the authorization may be made with or without a stipulation regarding cash or non-cash consideration or set-off.

The reason for the proposed resolution is that the board of directors shall be given the option to pay guarantee compensation to the guarantors, optimize the company's capital structure and to enable strategic initiatives.

The board, or the person appointed by the board, shall have the right to make the minor adjustments that may be required in connection with the registration of the general meeting's resolution with the Swedish Companies Registration Office or due to other formal requirements.

## **MAJORITY REQUIREMENTS**

A resolution under items 8 and 9 will not be valid unless supported by shareholders representing at least two thirds of both the votes cast and the shares represented at the meeting.

## **DOCUMENTS**

The complete documents in accordance with the Swedish Companies Act will be available at the company and on the company's website and will be sent immediately without charge to any shareholders who so request and has states their address. The documents will also be available at the meeting.

## **INFORMATION AT THE MEETING**

The shareholders are reminded of their right to request information from the board of directors and the CEO according to the Swedish Companies Act.

## **PROCESSING OF PERSONAL DATA**

For information on how your personal data is processed, please see: <https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

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Stockholm in November 2025  
**Midsummer AB (publ)**  
*The board of directors*