



Corporate Governance Report

For Eastnine AB (publ) (“the Company”) corporate governance involves the way in which the Company works and is organised for the purposes of safeguarding all the shareholders’ interests and achieving the Company’s objectives.

Applicable regulatory frameworks

Corporate governance at Eastnine is based on both external and internal rules. The external rules are the Companies Act, Nasdaq Stockholm’s Rules for Issuers, the Swedish Code of Corporate Governance (“the Code”), as well as other applicable Swedish and foreign legislation and provisions. The Company’s internal rules include the articles of association, rules and guidelines for corporate governance, the board’s rules of procedures, instructions to the CEO and the policy documents adopted by the Company. The Company follows the code.

The purpose and nature of the Company

Eastnine is a Swedish public limited company, established and listed in 2007, which invests in modern and sustainable office and logistics properties in first-class locations in the Baltics. Eastnine’s headquarters is located in Stockholm. Eastnine’s clients comprise to a considerable degree large and stable Nordic tenants with international operations.

The Company’s efforts to streamline its investment portfolio and focus investment on directly-owned real estate has progressed well. At the end of 2021, only two non-real-estate investments remained: holdings in East Capital Baltic Property Fund II (the fund) and holdings in the Russian fashion chain, Melon Fashion Group. In 2021, one of four properties in the fund was divested and the corresponding shares redeemed. At the end of 2021, the sale of the remaining three properties was agreed on, and Eastnine recovered EUR 14.9m of total of EUR 19.0m in the first quarter of 2022, the remainder is to be repaid later in 2022. MFG was planned to have been publicly listed before the summer of 2022, at which point all or part of Eastnine’s investment could have been liquidated. The Russian invasion of Ukraine and the follow-on effects of this has resulted in the public listing being postponed.

The share and shareholders

Eastnine’s share capital amounted at year-end to EUR 3,660k (3,660). The number of ordinary shares issued amounted to 22,370,261, corresponding to a quotient value of EUR 0.1636 per share. All shares, except repurchased shares in treasury, confer one vote and an equal share of the Company’s assets and profits. At the end of 2021, Peter Elam Håkansson held, directly and indirectly, 26.6 per cent of the total number of issued shares; Bonnier Fastigheter held 13.7 per cent while Arbona AB held 10.0 per cent. There are no other owners holding 10.0 per cent or more of the shares in the Company.

Annual General Meeting

The Annual General Meeting is the Company’s highest decision-making body and is where the shareholders can exercise their influence. The Annual General Meeting shall be held within six months after the end of the financial year. All shareholders who are registered in the shareholders’ register and who have announced their attendance in time are entitled to attend the Annual General Meeting. Shareholders can vote according to the total number of

shares that they own and may be accompanied by a maximum of two assistants. Shareholders may choose to be represented by a proxy. Shareholders are entitled to have issues discussed at the meeting provided that these have been properly notified to the Company in ample time before the publication of the notice of the Annual General Meeting. Notice of the AGM is distributed by the Board in accordance with the Companies Act. Notice of the AGM, or alternatively any extraordinary general meeting where the articles of association will be discussed, is to be distributed at the earliest six weeks in advance, and at the latest four weeks in advance. Notice of any other extraordinary general meetings is to be distributed at the earliest six weeks in advance and at the latest two weeks in advance. Notice of the AGM is to be published in the Swedish Official Gazette and on the Company’s web site. At the time of notice, information about the published notice will also be advertised in Svenska Dagbladet. The Annual General Meeting is an important channel for communicating with shareholders. Barring any circumstances preventing this, the Board and the Company’s management attend the general meeting to answer questions from shareholders. The Annual General Meeting considers, inter alia, questions relating to:

- election of members and Chairman of the Board
- when applicable, election of the auditor
- dividends
- adoption of the income statement and balance sheet
- discharge from liability of the members of the Board and the CEO

The Annual General Meeting 2021

The Annual General Meeting for 2021 was held on 5 May through postal voting pursuant to sections 20 and 22 of the Act (2020:198) on Temporary Exceptions to Facilitate the Execution of General Meetings in Companies and Associations. 42 shareholders were represented at the Annual General Meeting, corresponding to 62 per cent of the shares in the Company (excluding treasury shares). The AGM 2021 approved, inter alia:

- adoption of the financial statements of the 2020 financial year
- discharge from liability of the Board and executive management
- a dividend of SEK 3.00 per share, corresponding to SEK 66,447,183, paid out in quarterly payments of SEK 0.75 per share
- the number of Board members
- election of Board members and Chairman of the Board
- remuneration to the Board
- election of the auditor
- mandate of the Board to decide on the acquisition and transfer of shares in treasury, in accordance with the proposal presented to the AGM
- the introduction of a long-term incentive programme, LTIP 2021
- amendment to the Articles of Association

All documents from the Annual General Meeting presented at the meeting, along with the minutes - are available on www.eastnine.com.



The Annual General Meeting 2022

The Annual General Meeting for Eastnine AB will take place on Tuesday, 26 April 2022 at 15.00 at IVA, the Royal Swedish Academy of Engineering Sciences, on Grev Turegatan 16 in Stockholm. For more information, refer to pg. 121. The complete notice is available on www.eastnine.com.

The Nomination Committee

The task of the nomination committee is to evaluate the board and its work before the Annual General Meeting, to prepare and present proposals to the meeting regarding the chairman of the meeting, chairman of the board and board members, and to propose an auditor where appropriate. The committee also proposes board remuneration, any remuneration to sub-committees and fees to the Company's auditor, as well as proposing a process to appoint a nomination committee for the next AGM. All shareholders have the opportunity to present suggestions with the Nomination Committee.

Work in the Nomination Committee during 2021/2022

According to the decision of the AGM on 15 May 2017, Eastnine shall have a nomination committee consisting of at least three and no more than four members, a maximum of three of whom shall be appointed by the three largest shareholders (or ownership groups) in the Company who wish to appoint a representative. The final member is appointed by the Company's Chairman of the Board. Before the 2022 Annual General Meeting, the Nomination Committee has consisted of:

- Liselotte Hjorth, as the chairman of Eastnine
- Karine Hirn, as the representative of Peter Elam Håkansson and companies (the chairman of the Nomination Committee)
- Erik Haegerstrand, as the representative of Bonnier Fastigheter Invest
- Martin Zetterström, as the representative of Arbona

The composition of the nomination committee was announced in a press release and on the Company's website on 19 October 2021. As of 4 March 2022, the nomination committee held three recorded meetings ahead of the 2022 AGM. No remuneration has been paid to the members of the nomination committee. The shareholders have been given the opportunity to present suggestions to the committee. The committee's proposals to the Annual General Meeting will appear in the notice to the Annual General Meeting and will be found on www.eastnine.com prior to the Annual General Meeting.

External auditors

At the Annual General Meeting 2021, the registered public accounting firm KPMG was appointed, with Peter Dahllöf (born 1972) as the Company's external auditor in charge, for the period up until the end of the Annual General Meeting 2022. Peter Dahllöf is an Authorized Public Accountant and partner in KPMG, and is also active in KPMG's international real estate network. Peter has been the auditor in charge for Eastnine AB since 2018. Peter Dahllöf's other audit engagements include: Annehem, Areim, Humlegården, Intea, K2A and Midstar Hotels.

Auditor fees

The company's auditors have received fees for auditing and other prescribed review, as well as for advice in respect to observations made during auditing and review. For the 2021 financial year, the fees paid to KPMG totalled EUR 181k.

Communication with the company's auditors

The Board maintains a regular contact with the auditors. The auditors attend those board meetings in which the annual

reports are considered, and normally also when the Board will consider interim reports which have been reviewed by the auditors. The auditors then present their observations from the audit of the year-end report and the January-September interim report, and also present their assessment of the Company's internal control. The Board also meets the auditor once per year, without management present, at which time the auditor reports its observations to the Board.

The board of Eastnine

The composition of the board

According to the articles of association the board shall consist of three to six members without deputies. Board members are elected by the Annual General Meeting for a period of one year. At the 2021 Annual General Meeting, Board members Liselotte Hjorth, Christian Hermelin, Peter Elam Håkansson, Ylva Sarby Westman and Peter Wågström were re-elected. Liselotte Hjorth was re-elected President of the Board. The members of the Board of Directors have, according to the nomination committee, been appointed due to their broad experience in real estate and finance, as well as their knowledge of various international markets and the conditions thereof.

The board's independence

According to applicable regulations, Liselotte Hjorth, Peter Wågström, Christian Hermelin and Ylva Sarby Westman are considered independent in relation to the Company and its management, as well as in relation to the Company's major shareholders. Peter Elam Håkansson is considered independent in relation to the Company and its executive management, but not considered independent in relation to major shareholders as he is closely related to East Capital, which was a major shareholder in 2021 as defined in the Code. For more information, refer to pg. 106.

The board's responsibility and duties

The Board holds the overarching responsibility for the Company's strategy, internal control, risk management and long-term business focus. The Board is also responsible for other material concerns which, based on Eastnine's size and focus, is of extraordinary financial, legal or general character. The Board is, among others, responsible for the following points:

- Determining business plans, key policies, short and long term goals for Eastnine, and continually ensuring that they are followed, updated and revised.
- Deciding on overall organisational structure and ensure that the organisation is laid out in a satisfactory manner.
- Appointing and, if necessary, dismissing the CEO, as well as continually evaluating the CEO's performance in relation to the short- and long-term goals that have been set.
- Recommending the principles for remuneration of the Company's management to the Annual General Meeting, and determining the fixed and variable compensation to the management.
- Regularly monitor and evaluate Eastnine's financial position and development, as well as deciding on questions relating to Eastnine's capital structure, including presenting proposals to the AGM in regards to shareholder dividends.
- Approving acquisitions and divestments of holdings as well as major additional investment.
- Approving all financial reports before they are released.

The work of the board is governed by the rules of procedures that have been adopted. The chairman of the board, Liselotte Hjorth, leads the work of the Board and maintains ongoing contact with



the CEO and CFO for the purpose of monitoring the Company's activities. The Board has developed and approved the work instruction for the CEO as well as policy documents. The Company's CEO and CFO attended all board meetings in 2021 in order to report on their areas of responsibility. The Board shall meet for at least five ordinary meetings per year. Further meetings are held as necessary in order to discuss and decide on e.g. investment and financial recommendations, the budget and other strategic issues.

Board meetings and key topics

In 2021, 15 board meetings were held, of which seven were ordinary meetings, three extraordinary meetings, one statutory meeting and four per capsulam meetings. Areas of particular focus during the year have included:

- Investment recommendations and divestments of non-essential holdings.
- Reporting from the executive management regarding operating activities.
- Financial reports.
- Financing.
- Valuations.
- Sustainability issues.
- Effects of the coronavirus pandemic on operations.
- Strategic issues as well as updates to the existing business plan with financial, operational and sustainability targets.
- Long-term incentive programmes, the conditions of goal fulfilment, and outcomes.
- Internal risk and control issues.

The Board's governance of sustainability efforts

The Board holds the overarching responsibility for the governance of the Company's sustainability efforts. Monitoring of sustainability outcomes and target achievement is an integrated part of the process of strategic monitoring. The Company's Head of Sustainability provides the Board with an update at least once quarterly, and is in direct dialogue with the Chairman. In addition, the Board is offered at least one seminar annually relating to a specific area of sustainability. In 2021, this seminar was devoted to a discussion of growing sustainability trends with a particular focus on social sustainability. When properties are acquired, climate risks are reviewed on the basis of the ESG due diligence report, which includes physical climate risks for the relevant geographic focus area and adjustment risks related to energy performance, emissions and certification status.

Evaluation of the Board

The work of the Board is annually evaluated. Evaluations are used to improve the Board's work and as a basis for the nomination committee's evaluation of the composition of the Board. In the autumn of 2021, the Board's work was evaluated by the Chairman of the Board, the members of the Board, the executive management of the Company as well as the nomination committee. The evaluation was carried out with the aid of an external evaluation tool as well as through individual meetings with the nomination committee. The aim was to gather information to provide a basis for the nomination committee's proposals for the 2022 AGM as well as to gather ideas for the improvement of the effectiveness of the Board's efforts. An equivalent evaluation took place in the autumn of 2020.

Audit committee

The duties of the audit committee is performed by the Board as a whole. The Board considers the financial statements as well as

issues relating to audits and valuation. The Company's authorised public accountant from KPMG provided a general review of the year-end report 2020 as well as the January - September 2021 interim report to the Board during the year. An equivalent review of the 2021 year-end report took place during the first quarter of 2022.

The management of Eastnine

The management team consists of the CEO and CFO. The management is responsible for ensuring that the ongoing administration of operating activities is performed in line with the Board's guidelines and directions. Management is responsible for the internal controls that are necessary for the Board to supervise investment and property management activities. Management regularly reports to the board on these issues. The management team has weekly meetings where transactions, organisation, communication and results are discussed. Weekly meetings also take place between the management team and country managers.

CEO

The CEO is responsible for the day-to-day activities of the Company according to the instructions from the Board and other guidelines and policy documents. Together with the Chairman of the Board, the CEO prepares the agenda for board meetings and is responsible for the preparation of such data and information as is necessary for the Board's decision-making. In addition, the CEO ensures that the Board is continually informed by the internal management about Eastnine's development and conditions in its markets, so that the Board can make well-informed decisions.

The Company's CEO, Kestutis Sasnauskas, has one board appointments outside of the Company: as a Board member of Melon Fashion Group. The CEO holds, directly and indirectly, 856,565 shares in Eastnine, corresponding to 3.8 per cent of the number of shares issued in the Company. For more information about the CEO, please refer to pg. 108.

Remuneration

Remuneration to board members

On 5 May 2021 the Annual General Meeting decided that remuneration to the Chairman of the Board should amount to SEK 800,000 for the period up until the 2022 Annual General Meeting. Other board members should receive an annual remuneration of SEK 400,000 each for the same period.

Remuneration to management

During the year, remuneration to the management team consisted of fixed and variable salary as well as pension and insurance benefits. The board decides on a discretionary basis on whether variable salary shall be paid to management. The decision is based on internal evaluation criteria, including an evaluation of e.g. activity-based strategic and operational goals. The targets are set and evaluated yearly by the board. Variable compensation for the CEO and CFO may at most amount to 50 per cent of fixed compensation. The Board has the right to diverge from guidelines decided on by the AGM, if there are particular reasons to do so in isolated cases. The Company's management have individual premium based pension plans, of which the Company pays premiums corresponding to 4.5 per cent of the amount of fixed salary up to 7.5 income base amounts and premiums of 30 per cent of the parts of the fixed salary exceeding 7.5 income base amounts. In the beginning of 2021, the CEO was granted variable compensation corresponding to 42 per cent of fixed annual compensation, and the CFO to 50 per cent of fixed



annual compensation, respectively, for the 2020 financial year. In the beginning of 2022, the Board granted variable compensation to both the CEO and the CFO of 42 per cent of fixed annual compensation for the 2021 financial year. For more information about remuneration to management, see note 5 on pgs. 79-81.

Remuneration committee

The Board has not appointed a formal remuneration committee during the year, but a smaller group, consisting of Liselotte Hjorth, Peter Elam Håkansson and Ylva Sarby Westman, has set aside a specific time to prepare remuneration questions within the Company for the Board. For 2022, the Board has decided to establish a formal remuneration committee.

Share-related incentive programmes

Eastnine has two long-term incentive programmes: LTIP 2020 and LTIP 2021. In addition, Eastnine had a long-term incentive programme, LTIP 2018, which ended in 2021. The purpose of these programmes is to boost shareholder value and the Company's long-term value creation, by creating the conditions required to retain and recruit competent staff, increase motivation among the participants, and encourage employees' shareholding in the Company.

LTIP 2018

The AGM on 24 April 2018 approved the Board's proposal to introduce a long-term incentive programme (LTIP 2018), open to all staff permanently employed by the Company. The programme ended in November 2021 and the Board decided to award the full number of shares in the programme, as all conditions had been met.

LTIP 2020

The AGM 2020 approved the Board's proposal to introduce a long-term incentive programme (LTIP 2020). The incentive programme is divided in three categories: Category A (CEO), Category B (CFO, other management and key staff) and Category C (other employees). Participation required participants to hold shares in the Company equivalent in value to one twelfth of the participant's annual, fixed gross salary, by 1 April 2020. Each participant is thereafter granted rights to performance shares, which confer to the participant the right to acquire shares in the Company, provided that certain performance preconditions are fulfilled. Performance shares would be awarded to the employees within 45 days of publication of the interim report for the January - June 2023. In total, 16 employees are part of the programme.

LTIP 2021

The AGM 2021 approved the Board's proposal to introduce a long-term incentive programme (LTIP 2021). The incentive programme is divided in three categories: Category A (CEO), Category B (CFO, other management and key staff) and Category C (other employees). Participation required participants to hold shares in the Company equivalent in value to one twelfth of the participant's annual, fixed gross salary, by 1 April 2021. Each participant is thereafter granted rights to performance shares, which confer to the participant the right to acquire shares in the Company, provided that certain performance preconditions are fulfilled. Performance shares would be awarded to the employees within 45 days of publication of the interim report for the January - June 2024. In total, 17 employees are part of the programme.

Conditions of the long-term incentive programmes

For details as to the terms and performance conditions that are to

be met in order to receive performance shares in accordance with each of these incentive programmes, please visit our web site on www.eastnine.com.

Risk management and internal control

Risk management

Through its operations, Eastnine is exposed to different kinds of risks. Most of Eastnine's business is exposed to directly-owned real estate investments in the Baltics, with a considerable portion of tenants being Nordic companies, and all bank tenants being Nordic. The investment strategy, i.e. to make long-term investments in modern and sustainable office and logistics properties in first-rate locations in the Baltics, means that Eastnine is chiefly exposed to risks relating to interest rates and credit risk, as well as rent level and vacancy risks. These risks are reflected in value changes. The Company's other holding, which are to be divested, comprise a minority of the assets. The holding in MFG, however, does result in an exposure to Russia. Public listing of MFG was planned to take place before the summer of 2022. This offering has had to be delayed as a consequence of the Russian invasion of Ukraine.

Risk management and follow-up is an important and integrated part of Eastnine's operations. The Company uses a number of different tools to continually identify, evaluate and limit risks. Risk management is handled by the Company's management in accordance with relevant policies that have been established by the Board. Financial risks are primarily handled by the finance function in accordance with the Company's financial policy. More information on the Company's risk management can be found on pgs. 56-61 and in note 30 on pgs. 90-91.

Internal control

Internal control at Eastnine is designed to manage risks associated with financial reporting and property management activities. It includes ensuring that the buying and selling of holdings is reliably reported, that holdings and properties are valued correctly and that information is conveyed to the market effectively and correctly.

The Board is responsible for monitoring investment and property management activities and ensuring, by means of defined reporting routines and relevant policies, that it has access to the necessary information. The Board evaluates the suitability of all policies each year, and any change of policy are to be approved by the Board. The Board maintains an effective control environment for investment activities and financial reporting by means of a clear delegation of responsibilities and authority to management and employees. The Board discusses on a continual basis issues relating to accounting, valuations and financial reporting. The Company's management continually monitors that policies, instructions and administrative agreements are followed.

Each year, the Board of Eastnine assesses whether the Company is in need of an internal auditing function, an independent investigative function that performs ongoing review and presents reports to the board and management with recommendations for improvements to internal control of the Company's activities, such as outsourced service functions and internal procedures, in order to maintain good governance and compliance with the Company's policies. In 2021, the board decided that, because of its limited size and its adequate competencies in evaluating service functions and internal activities itself, the Company did not need an internal auditing function. Eastnine acts in accordance with generally accepted practice on the stock market and regularly follows-up that the Company is in compliance with the listing agreement.



Statement by the Chairman of the Board Liselotte Hjorth

Increased need for analysis in current world situation

Our strategy was broadened in 2021 by the addition of another property segment, logistics, and in early 2022, the Board decided to investigate Poland as a geographic investment area. The difficult geopolitical situation, after Russia's invasion of Ukraine, has led to an increased need for analysis and greater flexibility in the work of the Board.

The basis for the Board's decision to broaden our approach to investment

Five years ago, property investments were a rather small part of Eastnine's total investment. Now it is by far the largest part and the aim is for investment to consist solely of directly-owned properties. Eastnine is the largest owner of office properties in Vilnius and one of the largest in Riga. We have set a high target for growth and a clear time framework for achieving it, while, at the same time, competition for and the price level of the top-quality office properties in the Baltics has increased. It is, of course, three separate markets but, taken as a whole, the offering of first-class offices is relatively small with a low volume of transactions. A broadening of types of property and the geographic area will lead to better spread of risks, both as regards tenants and the market. It felt a natural step to include logistics properties in first-class locations, which have quite a few similarities with management of equivalent office properties. Poland has advantages in the form of a considerably larger and more liquid property market with good yield potential. A broadening to logistics, which may now include Poland, increases our growth potential and provides a good yield.

What are the main issues that the Board has worked with during 2021 and what will be in focus in 2022?

We have, of course, had a great focus on strategy for growth, acquisition and financing, as these are important for the Company's profitability. Profitability also creates value for our shareholders. We have also made sustainability a priority and spent considerable time discussing the provision of competence as well as the compensation and incentive structure with a view to making Eastnine an attractive employer with well-educated, competent and committed personnel. It is very probable that these will continue to be important issues during 2022.

Can you tell us more about how the Board has worked with sustainability during the year?

For a couple of years, we have stepped up the attention given to sustainability on the Board's agenda as it is a strategic issue for Eastnine. There have been ongoing discussions about various sustainability-related issues during the year and every quarter we carry out a major review of developments in this area. We are proud of the awards we have received, not least during 2021; we are in the top layer in a number of comparisons and surveys, both nationally and internationally. Eastnine has an ambitious



Liselotte Hjorth, Chairman of the Board.

overall goal to achieve climate-neutral property operations by 2030. After climate compensation, we have already achieved this goal in 2021. We are working with energy efficiency and strive for continuous development as a landlord and employer. We have a strong brand with increasing recognition, as shown by our annual customer survey.

How is the work of the Board affected by the marked deterioration in the geopolitical situation?

The increased uncertainty and fast pace of events, after Russia's invasion of Ukraine, has led to a greater need for analysis and discussion as well as demanding more flexibility in both processes and decisions.



Board of Directors



Liselotte Hjorth
Chairman of the Board

Christian Hermelin
Member of the Board

Peter Elam Håkansson
Member of the Board

Born	1957	1964	1962
Education	BSc. Economics, Lund University.	BSc. Business Administration from Umeå University.	Masters of Business Administration, Stockholm School of Economics. Studied at EDHEC in Lille.
Selected work experience	Former deputy CEO and Group Credit Officer and Global Head of Commercial Real Estate, SEB	Former CEO at Fabege and various roles in Storheden, Wihlborgs and Nacka Strand Förvaltning.	Founder of, Chairman and former investment manager at East Capital. Former Nordic area Equity Manager and Global Chief Analyst for Enskilda Securities.
Board appointments (14 February 2022)	Chairman, White arkitekt, and Brunswick Real Estate Capital Advisory; Board member of Rikshem (publ) and Fastighetsbolaget Emilshus (publ).	Board member in Prior & Nilsson Fond- och kapitalförvaltning, and Doloradix.	Chairman in East Capital Holding and Board appointments within the East Capital group. Chairman of the foundation Swedish Music Hall of Fame. Board member in Agro Region Stockholm Holding, Bonnier Business Press, Atlantic Grupa in Croatia, Cicero Holding AB, LaSpa Group in Estonia and the Royal Swedish Academy of Engineering Sciences (IVA), Finance section.
Share holdings (23 March 2022)	14,000, incl. related parties and companies	9,000, incl. related parties and companies	5,954,965, incl. related parties and companies
Appointed in	2014, chairman since 2018	2020	2014
Independent in relation to the Company and management	Yes	Yes	Yes
Independent in relation to major shareholders	Yes	Yes	No
Annual remuneration, SEK thousands	800	400	400
Attendance at Board Meetings 2021, (15)	15	15	15



Peter Wågström
Member of the Board

Ylva Sarby Westman
Member of the Board

Born	1964	1973
Education	Master of Engineering, Royal Institute of Technology in Stockholm.	Master of Engineering, Royal Institute of Technology in Stockholm.
Selected work experience	Interim CEO at New Real Estate Sweden. Former CEO and group chief executive at NCC; head of business area at NCC Property Development and NCC Housing.	Deputy CEO of Castellum since 2021, before that Deputy CEO and CFO of Kungsleden. Ylva held various positions at NCC during 1995–2007 as Property Development Manager in Stockholm and was Regional Manager Stockholm and Deputy CEO of Newsec Investment in 2008.
Board appointments (14 February 2022)	Chairman of the Board in Arlanda Stad Group, Assentio, Brunkeberg Systems and New Real Estate Sweden. Board member in Niam, Tredje AP-fonden (the Third Pension Insurance Fund) and their own company, Arrecta.	Board Member of Ikano Bostad.
Share holdings (23 March 2022)	10,000, incl. related parties and companies	2,638, incl. related parties and companies
Appointed in	2018	2020
Independent in relation to the Company and management	Yes	Yes
Independent in relation to major shareholders	Yes	Yes
Annual remuneration, SEK thousands	400	400
Attendance at Board Meetings 2021, (15)	15	15



Management



Kestutis Sasnauskas
CEO since 2017

Britt-Marie Nyman
Deputy CEO and CFO since 2019

Born	1973	1965
Education	Studies in Economics at the Stockholm School of Economics, Vilnius University and Gotland University.	Masters of Business Administration, Umeå University.
Selected work experience	Former Chief Investment Officer Eastnine. Partner, co-founder and head of private equity and real estate, East Capital.	Former Head of Capital Markets at Catella Corporate Finance; deputy CEO, Head of Finance and Investor Relations at Klöver; and Head of Communications and IR at Fastighets AB Torner.
Board appointments (14 February 2022)	Board member in Melon Fashion Group.	None
Share holdings (23 March 2022)	856,545	18,000, incl. related parties and companies



Country managers



Julius Niedvaras
Country Manager, Lithuania
since 2018

Saule Zabulionyte
Country Manager, Latvia
since 2019

Born	1978	1976
Education	Master of Business Administration and Management at Vilnius University, MSc. in technology and finance at the Pforzhaim Hochschule für Gestaltung.	Professional qualification, FCCA from the Association of Chartered-Certified Accountants; BSc. in Economics at Vilnius University.
Selected work experience	Former country manager for East Capital Real Estate in Lithuania, Head of SEB Real Estate.	Former CEO of the Acropolis Group, in Lithuania and Head of Auditing at PwC Russia.
Board appointments (14 February 2022)	None	None
Share holdings (23 March 2022)	10,665, incl. related parties and companies	1,699



Auditor's Report

To the general meeting of the shareholders of Eastnine AB (publ), corp. id 556693-7404

Report on the annual accounts and consolidated accounts

Opinions

We have audited the annual accounts and consolidated accounts of Eastnine AB (publ) for the year 2021, except for the corporate governance statement on pages 102-105. The annual accounts and consolidated accounts of the Company are included on pages 64-95 and 102-105 in this document.

In our opinion, the annual accounts have been prepared in accordance with the Annual Accounts Act, and present fairly, in all material respects, the financial position of the parent company as of 31 December 2021 and its financial performance and cash flow for the year then ended in accordance with the Annual Accounts Act. The consolidated accounts have been prepared in accordance with the Annual Accounts Act and present fairly, in all material respects, the financial position of the group as of 31 December 2021 and their financial performance and cash flow for the year then ended in accordance with International Financial Reporting Standards (IFRS), as adopted by the EU, and the Annual Accounts Act. Our opinions do not cover the corporate governance statement on pages 102-105. The statutory administration report is consistent with the other parts of the annual accounts and consolidated accounts.

We therefore recommend that the general meeting of shareholders adopts the income statement and balance sheet for the parent company and the statement of comprehensive income and statement of financial position for the group.

Our opinions in this report on the the annual accounts and consolidated accounts are consistent with the content of the additional report that has been submitted to the parent company's Board of directors in accordance with the Audit Regulation (537/2014) Article 11.

Basis for Opinions

We conducted our audit in accordance with International Standards on Auditing (ISA) and generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the Auditor's Responsibilities section. We are independent of the parent company and the group in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements. This includes that, based on the best of our knowledge and belief, no prohibited services referred to in the Audit Regulation (537/2014) Article 5.1 have been provided to the audited Company or, where applicable, its parent company or its controlled companies within the EU.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions.

Key Audit Matters

Key audit matters of the audit are those matters that, in our professional judgment, were of most significance in our audit of the

annual accounts and consolidated accounts of the current period. These matters were addressed in the context of our audit of, and in forming our opinion thereon, the annual accounts and consolidated accounts as a whole, but we do not provide a separate opinion on these matters.

Valuation of investment properties and long-term securities holdings

See disclosures 1, 10 and 11 and accounting principles on pages 74-77 in the annual account and consolidated accounts for detailed information and description of the matter.

Description of key audit matter

The group has unlisted investments in the form of investment properties, shares in associated companies and fund units that are measured at fair value, which is determined with reference to market information as well as unobservable input.

The investments are valued based on models and assumptions not observable by third parties ("level 3" investments in accounting terms). The fact that sales transactions of similar investments are rare, makes it difficult to support the estimated fair values with reference to other transactions.

Therefore, valuation of level 3 investments are inherently risky and subsequent transactions in such securities may have significantly different outcomes compared to the previous valuations.

As of December 31, 2021, assets classified as level 3 amount to EUR 592m, which corresponds to 91 per cent of the group's total assets.

Response in the audit

We have assessed the group's valuation principles in relation to the accounting framework.

We have also assessed key controls over the valuation process including assessment and approval of assumptions and methodologies used in model-based calculations, as well as the group's review of valuations provided by external experts.

As a part of our audit procedures, we have challenged the methodology and assumptions used in the valuation of level 3 assets.

We have assessed the methods of valuation models in comparison with industry practices and valuation guidelines. We have also involved KPMG specialists.

In addition, we have checked completeness and adequacy of the information disclosed in the annual accounts and consolidated accounts.

Other Information than the annual accounts and consolidated accounts

This document also contains other information than the annual accounts and consolidated accounts and is found on pages 1-63, 100-101 and 106-123. The other information comprises also of



the remuneration report which we obtained prior to the date of this auditor's report. The Board of Directors and the Managing Director are responsible for this other information.

Our opinion on the annual accounts and consolidated accounts does not cover this other information and we do not express any form of assurance conclusion regarding this other information.

In connection with our audit of the annual accounts and consolidated accounts, our responsibility is to read the information identified above and consider whether the information is materially inconsistent with the annual accounts and consolidated accounts. In this procedure we also take into account our knowledge otherwise obtained in the audit and assess whether the information otherwise appears to be materially misstated.

If we, based on the work performed concerning this information, conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Board of Directors and the Managing Director

The Board of Directors and the Managing Director are responsible for the preparation of the annual accounts and consolidated accounts and that they give a fair presentation in accordance with the Annual Accounts Act and, concerning the consolidated accounts, in accordance with IFRS as adopted by the EU. The Board of Directors and the Managing Director are also responsible for such internal control as they determine is necessary to enable the preparation of annual accounts and consolidated accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts and consolidated accounts The Board of Directors and the Managing Director are responsible for the assessment of the Company's and the group's ability to continue as a going concern. They disclose, as applicable, matters related to going concern and using the going concern basis of accounting. The going concern basis of accounting is however not applied if the Board of Directors and the Managing Director intend to liquidate the Company, to cease operations, or has no realistic alternative but to do so.

Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the annual accounts and consolidated accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and generally accepted auditing standards in Sweden will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these annual accounts and consolidated accounts.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual accounts and consolidated accounts, whether due to

fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinions. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of the Company's internal control relevant to our audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors and the Managing Director.

- Conclude on the appropriateness of the Board of Directors' and the Managing Director's, use of the going concern basis of accounting in preparing the annual accounts and consolidated accounts. We also draw a conclusion, based on the audit evidence obtained, as to whether any material uncertainty exists related to events or conditions that may cast significant doubt on the Company's and the group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the annual accounts and consolidated accounts or, if such disclosures are inadequate, to modify our opinion about the annual accounts and consolidated accounts. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause a Company and a group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the annual accounts and consolidated accounts, including the disclosures, and whether the annual accounts and consolidated accounts represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated accounts. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our opinions.

We must inform the Board of Directors of, among other matters, the planned scope and timing of the audit. We must also inform of significant audit findings during our audit, including any significant deficiencies in internal control that we identified.

We must also provide the Board of Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, measures that have been taken to eliminate the threats or related safeguards.

From the matters communicated with the Board of Directors, we determine those matters that were of most significance in the audit of the annual accounts and consolidated accounts, including the most important assessed risks for material misstatement, and are therefore the key audit matters. We describe these matters in the auditor's report unless law or regulation precludes disclosure about the matter.



Report on other legal and regulatory requirements

Auditor's audit of the administration and the proposed appropriations of profit or loss

Opinions

In addition to our audit of the annual accounts and consolidated accounts, we have also audited the administration of the Board of Directors and the Managing Director of Eastnine AB (publ) for the year 2021 and the proposed appropriations of the Company's profit or loss.

We recommend to the general meeting of shareholders that the profit be appropriated in accordance with the proposal in the statutory administration report and that the members of the Board of Directors and the Managing Director be discharged from liability for the financial year.

Basis for Opinions

We conducted the audit in accordance with generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the Auditor's Responsibilities section. We are independent of the parent company and the group in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions.

Responsibilities of the Board of Directors and the Managing Director

The Board of Directors is responsible for the proposal for appropriations of the Company's profit or loss. At the proposal of a dividend, this includes an assessment of whether the dividend is justifiable considering the requirements which the Company's and the group's type of operations, size and risks place on the size of the parent company's and the group's equity, consolidation requirements, liquidity and position in general.

The Board of Directors is responsible for the Company's organization and the administration of the Company's affairs. This includes among other things continuous assessment of the Company's and the group's financial situation and ensuring that the Company's organization is designed so that the accounting, management of assets and the company's financial affairs otherwise are controlled in a reassuring manner.

The Managing Director shall manage the ongoing administration according to the Board of Directors' guidelines and instructions and among other matters take measures that are necessary to fulfill the Company's accounting in accordance with law and handle the management of assets in a reassuring manner.

Auditor's responsibility

Our objective concerning the audit of the administration, and thereby our opinion about discharge from liability, is to obtain audit evidence to assess with a reasonable degree of assurance whether any member of the Board of Directors or the Managing Director in any material respect:

– has undertaken any action or been guilty of any omission which can give rise to liability to the Company, or

– in any other way has acted in contravention of the Companies Act, the Annual Accounts Act or the Articles of Association.

Our objective concerning the audit of the proposed appropriations of the Company's profit or loss, and thereby our opinion about this, is to assess with reasonable degree of assurance whether the proposal is in accordance with the Companies Act.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with generally accepted auditing standards in Sweden will always detect actions or omissions that can give rise to liability to the Company, or that the proposed appropriations of the Company's profit or loss are not in accordance with the Companies Act.

As part of an audit in accordance with generally accepted auditing standards in Sweden, we exercise professional judgment and maintain professional scepticism throughout the audit. The examination of the administration and the proposed appropriations of the Company's profit or loss is based primarily on the audit of the accounts. Additional audit procedures performed are based on our professional judgment with starting point in risk and materiality. This means that we focus the examination on such actions, areas and relationships that are material for the operations and where deviations and violations would have particular importance for the Company's situation. We examine and test decisions undertaken, support for decisions, actions taken and other circumstances that are relevant to our opinion concerning discharge from liability. As a basis for our opinion on the Board of Directors' proposed appropriations of the Company's profit or loss we examined the Board of Directors' reasoned statement and a selection of supporting evidence in order to be able to assess whether the proposal is in accordance with the Companies Act.

The auditor's examination of the Esef report

Opinion

In addition to our audit of the annual accounts and consolidated accounts, we have also examined that the Board of Directors and the Managing Director have prepared the annual accounts and consolidated accounts in a format that enables uniform electronic reporting (the Esef report) pursuant to Chapter 16, Section 4(a) of the Swedish Securities Market Act (2007:528) for Eastnine AB (publ) for year 2021.

Our examination and our opinion relate only to the statutory requirements.

In our opinion, the Esef report #0td2Wr3eRK1sIQ= has been prepared in a format that, in all material respects, enables uniform electronic reporting.

Basis for opinion

We have performed the examination in accordance with FAR's recommendation RevR 18 Examination of the Esef report. Our responsibility under this recommendation is described in more



detail in the Auditors' responsibility section. We are independent of Eastnine AB (publ) in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of the Board of Directors and the Managing Director

The Board of Directors and the Managing Director are responsible for the preparation of the Esef report in accordance with the Chapter 16, Section 4(a) of the Swedish Securities Market Act (2007:528), and for such internal control that the Board of Directors and the Managing Director determine is necessary to prepare the Esef report without material misstatements, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to obtain reasonable assurance whether the Esef report is in all material respects prepared in a format that meets the requirements of Chapter 16, Section 4(a) of the Swedish Securities Market Act (2007:528), based on the procedures performed.

RevR 18 requires us to plan and execute procedures to achieve reasonable assurance that the Esef report is prepared in a format that meets these requirements.

Reasonable assurance is a high level of assurance, but it is not a guarantee that an engagement carried out according to RevR 18 and generally accepted auditing standards in Sweden will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Esef report.

The audit firm applies ISQC 1 Quality Control for Firms that Perform Audits and Reviews of Financial Statements, and other Assurance and Related Services Engagements and accordingly maintains a comprehensive system of quality control, including documented policies and procedures regarding compliance with professional ethical requirements, professional standards and legal and regulatory requirements.

The examination involves obtaining evidence, through various procedures, that the Esef report has been prepared in a format that enables uniform electronic reporting of the annual accounts and consolidated accounts. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement in the report, whether due to

fraud or error. In carrying out this risk assessment, and in order to design procedures that are appropriate in the circumstances, the auditor considers those elements of internal control that are relevant to the preparation of the Esef report by the Board of Directors and the Managing Director, but not for the purpose of expressing an opinion on the effectiveness of those internal controls. The examination also includes an evaluation of the appropriateness and reasonableness of the assumptions made by the Board of Directors and the Managing Director.

The procedures mainly include a technical validation of the Esef report, i.e. if the file containing the Esef report meets the technical specification set out in the Commission's Delegated Regulation (EU) 2019/815 and a reconciliation of the Esef report with the audited annual accounts and consolidated accounts.

Furthermore, the procedures also include an assessment of whether the Esef report has been marked with iXBRL which enables a fair and complete machine-readable version of the consolidated statement of financial performance, financial position, changes in equity and cash flow.

The auditor's examination of the corporate governance statement

The Board of Directors is responsible for that the corporate governance statement on pages 102-105 has been prepared in accordance with the Annual Accounts Act.

Our examination of the corporate governance statement is conducted in accordance with FAR's auditing standard RevR 16. The auditor's examination of the corporate governance statement. This means that our examination of the corporate governance statement is different and substantially less in scope than an audit conducted in accordance with International Standards on Auditing and generally accepted auditing standards in Sweden. We believe that the examination has provided us with sufficient basis for our opinions.

A corporate governance statement has been prepared. Disclosures in accordance with chapter 6 section 6 the second paragraph points 2-6 of the Annual Accounts Act and chapter 7 section 31 the second paragraph the same law are consistent with the other parts of the annual accounts and consolidated accounts and are in accordance with the Annual Accounts Act.

KPMG AB, Box 382, 101 27, Stockholm, was appointed auditor of Eastnine AB by the general meeting of the shareholders on the 15 May 2021. KPMG AB or auditors operating at KPMG AB have been the Company's auditor since 2007.

Stockholm 31 March 2022
KPMG AB

Peter Dahllöf, *Authorized Public Accountant*