

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 regulatory framework consists of the articles of association, rules and guidelines for corporate governance, the rules of procedure of the board, the instructions for 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 prime locations on selected markets in the Baltics and in Poland. Eastnine's head office is in Stockholm and country offices with our own staff are located in Riga and Vilnius. Customers largely consist of large, stable international tenants.

The Company's efforts to streamline its investment portfolio and focus investment on directly owned real estate has progressed well. During 2022, Eastnine received reimbursement of EUR 18,792k from East Capital Baltic Property Fund II, after which fund shares are not recorded at any value in the balance sheet. At year-end 2022, there then remained only one other investment in the balance sheet: the holding in the Russian fashion chain Melon Fashion Group (MFG). According to plan, MFG should have been listed in the spring of 2022, after which the whole or part of Eastnine's investment could have been released. Russia's invasion of Ukraine and the ensuing effects mean that alternative solutions to release Eastnine's capital were evaluated. In mid-October 2022, an agreement was signed with the Russian investment company Sistema PJFSC on sale of the whole of Eastnine's holding at a price of EUR 193m. The transaction was subject to a number of conditions outside of Eastnine's control. The Russian competition authority (FAS) and the Russian authority for control of foreign investments in Russia approved the transaction. However, in March 2023, Eastnine and Sistema made the assessment that it would not be possible to comply with the remaining

conditions and the agreement was terminated. Eastnine is continuing the discussion on a sale with other potential purchasers.

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. Repurchased shares in treasury, which total 162,515, do not receive a share of the Company's assets or profits, nor do they confer voting rights. All other shares, numbering 22,207,746, confer one vote and have an equal share in the Company's assets and profits. At the end of 2022, Peter Elam Håkansson held, directly and indirectly, 25.9 per cent of the total number of issued shares; Bonnier Fastigheter Invest 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 the occasion for shareholders to exercise their influence. An Annual General Meeting shall be held within six months of 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 AGM. Shareholders can vote according to the total number of shares that they own and may be accompanied by a maximum of two assistants. A share confers one vote. 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 Annual General Meeting or extraordinary General Meetings where the articles of association are to be amended, shall be given at the earliest six weeks and no later than four weeks prior to the General Meeting. 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
- adoption of a decision on dividend
- adoption of the income statement and balance sheet
- guidelines for remuneration to the executive management
- discharge from liability of the members of the board and the CEO.

The 2022 Annual General Meeting

The 2022 Annual General Meeting took place on 26 April at IVA on Grev Turegatan 16 in Stockholm. 41 shareholders were represented at the meeting corresponding to 52.9 per cent of the votes in the Company (excluding shares held in treasury by the Company). The AGM 2022 approved, inter alia:

- adoption of the financial statements of the 2021 financial year
- discharge from liability of the board and executive management
- dividend of SEK 3.00 per share with quarterly payments of SEK 0.75 per share.
- that there shall be five board members
- re-election of board members and the Chairman
- remuneration to the board
- election of the auditor
- Guidelines for remuneration to the executive management
- to give the board a mandate to decide on the acquisition and transfer of shares in treasury, in accordance with the proposal presented to the AGM
- to introduce a long-term incentive programme LTIP 2022
- authorisation to the board to decide on new issue of shares.

CORPORATE GOVERNANCE REPORT

All documents from the AGM that were presented at the meeting and the minutes of the meeting are available at www.eastnine.com.

The 2023 Annual General Meeting

The Annual General Meeting for Eastnine AB will take place on Wednesday, 3 May 2023 at 15.30 at the IVA Conference Centre on Grev Turegatan 16 in Stockholm. For more information, please refer to pg. 126. 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 AGM, to prepare and present proposals to the meeting regarding the chairman of the meeting, the members of the board and Chairman of the Board, and to propose an auditor when appropriate. In its proposal regarding the board, the Nomination Committee shall, inter alia, take into account diversity and breadth as regards the competence and experience of the board members in relation to the Company's character and also endeavour to achieve an even gender distribution. The Nomination Committee is also responsible for making proposals on board fees, any fees for board committee members and fees for the Company's auditors as well as making proposals on the process for appointing the Nomination Committee for next year's Annual General Meeting. All shareholders' interests shall be taken into account and all shareholders have the opportunity to make proposals to the Nomination Committee.

Work in the Nomination Committee during 2022/2023

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 (based on actual voting right) 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. For the 2023 Annual General Meeting, the Nomination Committee has consisted of:

- Liselotte Hjorth, as the Chairman of the Board of Eastnine.
- Karine Hirn, as representative for Peter Elam Håkansson and East Capital Holding (Chairman of the Nomination Committee).
- Erik Haegerstrand, as representative of Bonnier Fastigheter.
- Martin Zetterström, as representative of Arbona.

The composition of the Nomination Committee was announced in a press release and on the Company's website on 16 September 2022. As at 20 February 2023, the Nomination Committee had convened for five minuted meetings for the 2023 Annual General Meeting. 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 proposals of the Nomination Committee to the Annual General Meeting will be shown on the notice of the AGM and are available on www.eastnine.com prior to the AGM.

External auditors

At the Annual General Meeting 2022, 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 2023. 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, Hemsö, Intea, Ikano Bostad, K2A and NP3.

Auditor fees

The Company's auditors have received fees for auditing and other prescribed review, as well as for advice with respect to observations made during auditing and review. For the 2022 financial year, the fees paid to KPMG totalled EUR 213k (181).

Communication with the Company's auditors

The board maintains a regular contact with the auditors. The auditors attend the 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 Public Accountant once per year, without management present, at which time the auditor reports their 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 the period until the end of the following Annual General Meeting. At the 2022 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 Chairman of the Board. According to the Nomination Committee, board members are appointed due to their broad competence in, inter alia, real estate and finance, as well as knowledge of international conditions and different geographical markets, not least in eastern Europe. When preparing its proposal to the board, the Nomination Committee has taken into account the requirements set for the competence, diversity, composition and independence of the board. It is proposed to the 2023 Annual General Meeting that there be a

new election of Hanna Loikkanen to the board and re-election of Liselotte Hjorth (Chairman of the Board), Christian Hermelin, Peter Elam Håkansson, Ylva Sarby Westman and Peter Wågström.

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 2022 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, sustainability, 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 responsible, inter alia, for the following points:

- To monitor the operations of Eastnine and its subsidiaries. Determining business plans, key policies, goals for Eastnine, and continually ensuring that they are monitored, updated and revised.
- Deciding on overall organisational structure and ensuring 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 discussing and deciding on questions relating to Eastnine's capital structure, including presenting proposals to the AGM with regard to shareholder dividends.
- Approving acquisitions and divestment of holdings as well as any major additional investments.
- Approving all financial reports before they are released.

The work of the board is governed by the rules of procedure that have been adopted by the board. 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 designed and

approved the work instruction for the CEO and policy documents. The Company's CEO and CFO attended all board meetings in 2022 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 when needed to discuss and decide on, inter alia, investments, financing, budget and other strategic matters.

Board meetings and key topics

In 2022, 17 board meetings were held, of which eight were ordinary meetings, three extraordinary meetings, one statutory meeting and five 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 reporting
- financing
- valuations
- sustainability issues
- Strategic issues as well as updates to the existing business plan with financial, operational and sustainability targets
- long-term incentive programmes
- 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. Proposals and any updates on significant sustainability reporting issues are discussed and approved by the Board of Directors as part of the annual review of the Company's strategy. Monitoring of sustainability outcomes and target achievement is an integrated part of the board's review of the Company's business. The Company's Head of Sustainability provides the board with an update at least once per quarter 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 2022, this seminar was devoted to a discussion of the EU taxonomy with Baltic experts, with a special focus on the regional application of the taxonomy in the Baltics and the potential impact of the regulation on the Company's operations. The topic and focus for these training sessions are determined on the basis of an analysis of the board's experience and need of knowledge in different areas of sustainability. When properties are acquired, climate risks are reviewed on the basis of the ESG due diligence report, which includes, inter alia, physical climate risks for the relevant geographic focus area and adjustment risks related to energy performance, emissions and certification status. In addition to this due diligence analysis, the board regularly visits Eastnine's properties where the members of the board have the opportunity to meet

different stakeholders such as tenants, employees of the Company, banks, industry experts and authorities. Insights from these activities are integrated into the strategic work of the board. Internally, matters relating to gender equality, diversity and inclusivity are followed up, based partly on the findings and analysis obtained from the annual employee survey carried out by Great Place to Work (GPTW), which offers a possibility to analyse the results by gender. Any differences in well-being based on GPTW are monitored and discussed in the board's remuneration committee. Overarching responsibility for governance of sustainability matters is delegated to the Company's CEO, while daily supervision and planning of initiatives and measures is delegated to the Company's Head of Sustainability.

Evaluation of the board

The work of the board is evaluated annually. The evaluation is 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 2022, 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 2023 AGM as well as to gather ideas for the improvement of the effectiveness of the board's efforts. A self-evaluation of the of the board's sustainability efforts, with a view to evaluating the quality of sustainability efforts, is planned for 2023.

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 2021 as well as the January–September 2022 interim report and the 2022 annual report to the board during the year. The corresponding review of the year-end report 2022 took place during the first quarter of 2023.

Remuneration committee

In March 2022, the board decided to establish a remuneration committee after the 2022 Annual General Meeting with the main task of preparing matters relating to remuneration for board meetings in accordance with the Swedish Code of Corporate Governance. Among other things, this involves preparing matters related to the guidelines for remuneration, proposed remuneration and other terms of employment for the executive management as well as following up and evaluating ongoing and completed programmes for variable remuneration for the executive management and other employees concerned. The committee shall

also evaluate application of the guidelines for remuneration for the executive management, which are by law to be decided upon by the Annual General Meeting and applicable remuneration structures and remuneration levels in the Company. The remuneration committee consists of Liselotte Hjorth (Chairman), Ylva Sarby Westman and Peter Elam Håkansson. Previously, there was no formal remuneration committee; instead a small group within the board put time aside specifically to prepare remuneration matters in the Company for the board.

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 issues relating to transactions, organisation, communication and earnings 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. During 2022, the Company's CEO, Kestutis Sasnauskas, has had three board appointments outside of the Company: as a board member of Melon Fashion Group, Rytu Invest and YPO Service AB. As at 8 March 2023, the CEO holds, directly and indirectly, 962,110 shares in Eastnine, corresponding to 4.3 per cent of the number of shares issued in the Company. For more information, please refer to pg. 107.

Remuneration

Remuneration to Board members

On 26 April 2022 the Annual General Meeting decided that the annual remuneration to the Chairman of the Board should amount to SEK 800,000 (800,000) for the period up until the 2023 Annual General Meeting. Other board members should receive an annual remuneration of SEK 400,000 (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, insurance, and other benefits. The board decides discretionary, based on adopted measurable goals, whether variable salary shall be paid to the management. The decision is based on pre-determined and measurable criteria, including an evaluation of e.g. strategic and operational, activity-based goals. The targets are set and evaluated every year by the board. Variable compensation to the CEO and CFO may at most amount to 50 per cent of their fixed compensation. The Company's management have individual premium-based pension plans. During 2022, the CEO and CFO were granted variable salary for the 2021 financial year corresponding to 42 per cent of their fixed annual pay. In the beginning of 2023, the CEO was granted variable compensation corresponding to 45 per cent of fixed annual compensation, and the CFO to 50 per cent of fixed annual compensation, respectively, for the 2022 financial year. For more information about remuneration to management, see note 5 on pgs. 79–81 and the Administration Report on pgs. 65–66.

Share-related incentive programmes

Eastnine has three ongoing long-term incentive programmes: LTIP 2020, LTIP 2021 and LTIP 2022. 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 competent staff, increase motivation among the participants, and encourage employees' shareholding in the Company.

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 was thereafter granted performance shares for free, which confer to the participant the right to receive shares in the Company, provided that certain performance preconditions are fulfilled. Potential performance shares is expected to be awarded to the employees within 45 days of publication of the interim report for the January - June 2023. In total, 15 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 was thereafter granted performance shares for free, which confer to the participant the right to receive shares in the Company, provided that certain performance preconditions are fulfilled. Potential performance shares is expected to be awarded to the employees within 45 days of publication of the interim report for the January – June 2024. In total, 16 employees are part of the programme.

LTIP 2022

The AGM 2022 approved the board's proposal to introduce a long-term incentive programme (LTIP 2022). The incentive programme is divided in three categories: Category A (CEO and CFO), Category B (Country managers and other staff critical for the business) 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 May 2022. Each participant was thereafter granted performance shares for free, which confer to the participant the right to receive shares in the Company, provided that certain performance preconditions are fulfilled. Potential performance shares is expected to be awarded to the employees within 45 days of publication of the interim report for the January – June 2025. In total, 19 employees are part of the programme.

Full terms and conditions for the 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/en/long-term-incentive-programs.

Risk management and internal control

Risk management

Through its operations, Eastnine is exposed to various risks. Most of Eastnine's business is exposed to directly owned real estate property investments in Latvia, Lithuania and Poland, with a large proportion of international tenants as well as financing from five different banks and the capital market through a bond. The investment strategy, i.e. to make long-term investments in modern and sustainable office and logistics properties in prime locations in the Baltics and in Poland, 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. At the year-end 2022/2023, the Company had only one remaining other investment on its balance sheet, MFG, which it is intended to divest. However, the holding in MFG entails an exposure to Russia. In October 2022, Eastnine signed

an agreement on sale of the holding in MFG to the Russian investment company Sistema PJSFC. Completion of the transaction was subject to a number of conditions outside of Eastnine's control, of which some were fulfilled by year-end. In March 2023, the parties considered that the remaining conditions would not be fulfilled and the agreement was therefore terminated. 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. 56–60 and in note 28 on pgs. 91–92.

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 internal audit is 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 2022, the board decided that, because of its limited size and its adequate competencies in evaluating service functions and internal activities itself, Eastnine did not need an internal auditing function. Eastnine acts in accordance with generally accepted practice on the stock market and regularly carries out an assessment to ensure that the Company is in compliance with the listing agreement.

Start of the development of a new business plan

Russia's invasion of Ukraine and its effects on Eastnine and the divestment of the holding in MFG, have been among the main issues for the Board during 2022. A sale of the holding in MFG would mean a lot for Eastnine's opportunities for growth and is an important piece of the puzzle when the Board is to produce a new business plan during 2023.

What is your view on the Board's role in Eastnine?

Eastnine's Board has the ambition to contribute with competence and inspiration to the Company and its executive management. The Board decides on goals and strategies and has the overarching target of creating shareholder value with a higher total return over time than the median for similar real estate companies. Like many boards we endeavour to create more time for strategic discussions about the future and transactions by making the handling of other more formal agenda items more efficient. It is important to focus on what is of major importance in the long-term and not just what is presently in front of us.

Have there been any issues that the Board has focused more on during the year and, if so, why?

Russia's invasion war in Ukraine, and its effects on Eastnine, is an important event that has been high up on the agenda during the year. Another is the divestment of the holding in Melon Fashion Group. MFG was nearly listed on the stock exchange in early 2022, but the outbreak of the war prevented the listing. Since then, Eastnine has worked with a number of alternative divestment strategies and in October 2022 a conditional agreement was signed for the sale of our holding in MFG. The agreement was terminated in March 2023, as it was deemed that the conditions then remaining could not be met. Since then, we have continued to work with other potential buyers.

What are you particularly passionate about in your work on Eastnine's board?

Eastnine's geographical focus on the Baltics and Poland is inspiring and stimulating. These markets are developing rapidly and attracting companies from other countries, in among other ways by good access to well-trained labour. Many of

these international companies have an explicit interest in being attractive employers, which includes first-class premises and working environments, i.e. exactly what Eastnine offers. I am also interested in urban development: how to create places which people find pleasant and where they want to be. My interest is not just the offices themselves, but also how the building relates to other buildings and the creation of attractive blocks and city neighbourhoods. The location is, of course, an important factor and the right location also creates considerable added value.

What have been the most important sustainability-related issues during the year?

Because of the high energy prices, energy efficiency has become even more important both for our tenants and for Eastnine. We have continued sustainability-certifying properties that had not previously been certified, and at the same time continued our efforts to improve existing, certified properties to meet the criteria of even more stringent certificates. We have also devoted time to examining how our property portfolio would be assessed on the basis of the EU taxonomy requirements. This is important not least because it may affect how we develop the property portfolio in the future.

How do you regard Eastnine's positioning in today's relatively insecure state of the world?

During the year, conditions on our markets, in Europe and large parts of the world have changed. Inflation, interest rates, building costs and energy prices have risen, and Russia's actions have made the outlook more uncertain. Still, we are well-positioned. The real estate business has developed well with a larger portfolio, higher occupancy rate and inflation indexation of rents. Our triple-net



Chairman of the Board Liselotte Hjorth.

agreements, which enable us to largely pass on practically all property costs to the tenants, are also an advantage. An investment in Eastnine entails an investment in markets that have a different dynamic than Nordic commercial real estate markets. As a rule, these countries have a higher economic growth, the markets are relatively young and more new buildings are constructed, in relative terms.

What will the Board focus on in 2023?

We will, of course, continue the process of divesting MFG, an extremely important piece of the puzzle for Eastnine's onward journey. During the year, the Board will also work to produce and present a new business plan, as the existing plan expires this year. Eastnine is in a completely different situation now than three years ago, when the first plan was developed. Eastnine is now an established real estate company with a fantastic portfolio, an efficient and very competent organization and a profile and direction which in many areas can be regarded as a good example for other real estate companies, not least in sustainability.

Board of Directors



Liselotte Hjorth
Chairman of the Board



Christian Hermelin
Member of the Board



Peter Elam Håkansson
Member of the Board



Peter Wågström
Member of the Board



Ylva Sarby Westman
Member of the Board

Born	1957	1964	1962	1964	1973
Education	BSc. Economics, Lund University.	BSc. Business Administration, Umeå University.	Msc. Economics, Stockholm School of Economics, and studies at EDHEC in Lille.	Master of Engineering, Royal Institute of Technology in Stockholm.	Master of Engineering, Royal Institute of Technology in Stockholm.
Professional experience (selected)	Formerly deputy CEO and Group Credit Officer, and Global Head of Commercial Real Estate, SEB.	Former CEO at Fabege and various roles in Storheden, Wahlborgs and Nacka Strand Förvaltning.	Founder and Chairman of and investment manager at East Capital. Formerly Head of Shareholding in the Nordics and global analysis officer at Enskilda Securities.	Former CEO and group chief executive at NCC; Head of Business area at NCC Property Development and NCC Housing.	CEO at Neobo since 2022, previously Deputy CEO/CFO at Castellum, Deputy CEO/CFO at Kungsleden and various positions at NewSec Investment and NCC, respectively.
Board appointments (8 March 2023)	Chairman of the board of Niam Credit Advisory and White Arkitekter, Board member of Fastighetsbolaget Emilshus (publ) and Rikshem (publ).	Board member in Doloradix and Prior & Nilsson Fond- och Kapitalförvaltning.	Chairman in East Capital Holding and Board appointments within the East Capital group. Chairman of the foundation Svenska Musikskattens hus. Member of Atlantic Grupa in Croatia, Bonnier News Business, Cicero Fonder, Cicero Holding, Garna Stockholm Holding, LaSpa Group in Estonia and Royal Swedish Academy of Engineering Sciences (IVA), Department of Economics.	Chairman of Arlanda Stad Group, and Brunkeberg Systems. Member of MVB Holding, Neobo, Niam, Tredje AP-fonden and the own company Arrecta.	None.
Shareholding (8 March 2023)	14,000, incl. related parties and companies.	11,955, incl. related parties and companies.	5,790,370, incl. related parties and companies.	10,000, incl. related parties and companies.	2,638, incl. related parties and companies.
Appointed in	2014, Chairman since 2018	2020	2014	2018	2020
Independent in relation to the Company and management	Yes	Yes	Yes	Yes	Yes
Independent in relation to major shareholders	Yes	Yes	No	Yes	Yes
Annual remuneration, SEK thousands	800	400	400	400	400
Attendance at Board Meetings 2022, (17)	17	17	16	17	17

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.
Professional experience (selection)	Formerly Chief Investment Officer at Eastnine. Partner, co-founder and Head of private equity and real estate East Capital.	Formerly 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 Tornet.
Board appointments (8 March 2023)	Board member in Melon Fashion Group, Rytu Invest, YPO Service and the own company Schkval.	None.
Shareholding (8 March 2023)	962,110, incl. companies.	23,480, incl. related parties.

Eastnine is headquartered in the north tower of Kungstornen on Kungsgatan in Stockholm. This is where Eastnine's Group Management is located, as well as functions within accounting, investments, sustainability, finance and communication.



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 2022, 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 2022 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 2022 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 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 audit committee 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

See disclosure 1, 10 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

Investment properties are held at fair value in the group's financial statements. The carrying value of these properties is EUR 606.222k as per 31 December 2022. The fair value of Investment properties as per 31 December 2022 has been determined based on valuations carried out by independent appraisers. The external valuations are made through an individual judgement for each property of future earning capacity and market yield requirements. Change in valuation could occur either because of macro and microeconomic or property-specific reasons. The valuations are based on assessments and assumptions

that can have a significant impact on the Group's earnings and financial position. The risk is that the carrying value of Investment properties could be over- or underestimated and that deviations would directly influence profit for the year.

Response in the audit

We have considered if the valuation methodology used is reasonable by comparing it to our experience of methods applied by other real estate companies and independent third party appraisers and which assumptions that are normal when valuing comparable objects. We have assessed the competence and independence of third party appraisers used. We have tested the controls established by the group to ensure that input data provided to the independent third party appraisers are accurate and complete. We have, on a sample basis, tested individual valuations. When doing so, we made use of available current market data from external sources, especially for yields, discount rates, rents and vacancies used. We have checked the accuracy of disclosures on Investment properties given by the group in notes 10 in the annual account, especially concerning elements of judgement and applied key assumptions.

Securities holdings held for sale

See disclosure 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

Securities holdings held for sale are held at fair value in the group's financial statements. The carrying value of securities holdings held for sale is EUR 193.355k as per 31 December 2022, which corresponds to the selling price agreed with an external party.

AUDITOR'S REPORT

The risks mainly consist of the time of recognition of the transaction and the fact that specific terms of the transaction have not been correctly taken into account in the accounting. This could have a significant impact on the Group's earnings and financial position.

Response in the audit

We have reviewed underlying agreements to ensure that the correct value is included in the accounting, that the correct time for accounting takes place and that any special conditions have been considered.

Furthermore, we have made inquiries to the company management and assessed the counterparty's ability to complete the transaction.

We have also reviewed that the decisions on divestment have been made in accordance with the company's internal regulations.

We have checked the accuracy of the information relating to securities holdings held for sale by the Group in notes 1, 11 and 27 of 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 1-62, 101 and 106-128. 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, con-

cerning 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.

The Audit Committee shall, without prejudice to the Board of Director's responsibilities and tasks in general, among other things oversee the company's financial reporting process.

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 2022 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 2022.

Our examination and our opinion relate only to the statutory requirements. In our opinion, the Esef report 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.

AUDITOR'S REPORT

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 elec-

tronic 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 validation that the Esef report has been prepared in a valid XHTML format 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 consolidated statement of financial performance, financial position, changes in equity, cash flow and disclosures in the Esef report have been marked with iXBRL in accordance with what follows from the Esef regulation.

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 Audit-

ing 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 (publ) by the general meeting of the shareholders on the 26 april 2022. KPMG AB or auditors operating at KPMG AB have been the company's auditor since 2007.

Stockholm 30 March 2023

KPMG AB

Peter Dahllöf, Authorized Public Accountant