

The Nomination Committee's proposals and motivated statement to the Annual General Meeting 2025 in Eastnine AB (publ)

The Nomination Committee, that has consisted of Anna Elam, chairman of the committee (representative of East Capital Holding and Peter Elam Håkansson), Erik Haegerstrand (representative of Bonnier Fastigheter), Martin Zetterström (representative of Arbona) and Liselotte Hjorth (chairman of the Board of Directors of Eastnine) proposes the following to the Annual General Meeting:

Election of the chairman of the Meeting (item 2)

The Nomination Committee proposes that Björn Svensson, a member of the Swedish Bar Association, at Gernandt & Danielsson Advokatbyrå, is appointed chairman of the meeting.

Decision on the number of members of the Board of Directors, auditors and deputy auditors (item 10)

The Nomination Committee proposes that the Board of Directors shall consist of five (5) members.

The Nomination Committee proposes that the number of auditors shall be one (1) registered audit firm without a deputy auditor.

Decision on remuneration to the Board of Directors and the auditor (item 11)

The Nomination Committee proposes that the remuneration to the Chairman of the Board shall be SEK 840,000 (last year SEK 840,000) and that the remuneration to each of the other members of the Board shall be SEK 420,000 (last year SEK 420,000). No additional remuneration for any committee work is proposed.

Fees to the auditor are based on approved invoices.

Election of the members of the Board of Directors and chairman of the Board of Directors (item 12)

The Nomination Committee proposes that Louise Richnau, Peter Elam Håkansson, Christian Hermelin, Ylva Sarby Westman and Hanna Loikkanen are re-elected as members of the Board of Directors for the time until the end of the next AGM. It is proposed that Louise Richnau is elected as the chairman of the Board of Directors.

Election of auditor (item 13)

The Nomination Committee proposes re-election of the auditing firm KPMG as auditor, with the authorized auditor Marc Karlsson as auditor in charge. The auditor's term of office is proposed to be valid until the end of the next AGM. The Nomination Committee's proposal is in accordance with the recommendation from the Board of Directors, acting as Audit Committee. Neither the Nomination Committee's proposal nor the Board of Directors' recommendation has been affected by third parties or has been forced by any contractual terms that limited the freedom of choice in the auditor's election.

Motivated statement of the Nomination Committee

The Nomination Committee has held five meetings and has had additional contacts via e-mail and telephone. As part of the Committee work, interviews with each member of the Board of Directors, the CEO and the CFO have been carried out in order to assess the Board work. The main focus of the assessment has been the Board procedures, collaboration climate and the competence within real estate investments and real estate development. Interviewees have expressed that the Board of Directors has relevant expertise, that it is very committed and all members have emphasised that they have appreciated being part of this Board and the joint Eastnine journey. It is felt that the work of the Board of Directors is well organised and that the Board of Directors functions well in all respects. The Nomination Committee has also noted that the chairman of the Board of Directors, Liselotte Hjorth, after 11 commendable years on the Board of Directors, wishes to leave her assignment.

The Nomination Committee believes that the Board of Directors in its current form represents a broad competence within the real estate sector and that all current members of the Board have contributed meritoriously in the Board work. As it is the opinion of the Nomination Committee that the Board of Directors functions excellently in its current constellation, the changes for the coming Board year should be as small as possible. We therefore propose that Liselotte Hjorth is not replaced by a new Board member. The Nomination Committee's proposal is thus that the Board of Directors shall consist of five (5) ordinary members, i.e. one member less than the previous period. The Nomination Committee therefore proposes the re-election of five (5) Board members. As new chairman of the Board of Directors, the Nomination Committee proposes Louise Richnau.

The remuneration of the Board was increased in 2024 and the Nomination Committee proposes unchanged remuneration for the coming term.

In the process of preparing the proposal regarding Board of Directors, the Nomination Committee has considered requirements on the Board in terms of competence, diversity, composition and independence based on the company's international operations, governance and control, and its strategy with focus on real estate investments and sustainable real estate development in Poland and the Baltic region.

Furthermore, it is the Nomination Committee's view that it is important to strive for diversity in the Board of Directors and to actively search for suitable members among both women and men. Given the proposal, three (3) out of the five (5) positions of the Board will be held by women. The Nomination Committee has, as diversity policy, applied rule 4.1 in the Swedish Corporate Governance Code.

Christian Hermelin, Hanna Loikkanen, Ylva Sarby Westman and Louise Richnau are considered as independent in relation to the Company and its management, as well as the Company's larger owners. Peter Elam Håkansson is considered as independent in relation to the Company and its management but as dependent in relation to the larger shareholders based on the fact that East Capital Group together with its related parties is a major shareholder of the Company.

Information on all proposed Board members is available at the company's website www.eastnine.com.

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Stockholm in March 2025

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