

*N.B. The English text is an unofficial translation.*

**The Board of Directors' proposed resolutions etc. for the Annual General Meeting in Nordisk Bergteknik AB (publ) on 25 May 2023, at. 14.00 p.m.**

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## **Item 8 (b) – The Board of Directors proposed resolution regarding the disposition of the company’s profit according to the adopted balance sheet**

The Board of Directors proposes that the profit of SEK 1,019,656,953 at the disposal of the annual general meeting be allocated so that a total amount of SEK 57,237,867, equivalent to SEK 1 per share entitled to dividends, shall be distributed to the shareholders and that SEK 962,419,086 shall be carried forward to new accounts. The Board of Directors proposes that 29 May 2023 be determined as the record day. If the annual general meeting resolves in accordance with the proposal, the dividend is expected to be performed through Euroclear Sweden AB on 1 June 2023.

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Gothenburg, April 2023

The Board of Directors of Nordisk Bergteknik AB (publ)

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## **Item 12 – The Board of Directors proposed resolution on authorising the board to resolve on the issuing of new shares, convertibles and warrants**

The Board of Directors proposes that the annual general meeting resolves to authorise the Board of Directors up until the next annual general meeting, on one or several occasions, with or without deviating from the shareholders' preferential rights, to resolve on new issues of shares and/or issues of warrants, entitling the holders to subscribe for new shares and/or issues of convertibles, entitling the holders to convert the convertibles to new shares. Issues may be made against cash payment and/or with provisions regarding issue in kind or set off or other provision.

The maximum number of class B shares to be issued under this authorisation together with any shares possibly issued in connection with use of warrants and converting of convertibles shall not exceed 5,723,786 shares.

The number of class B shares that may be issued based on the authorisation and may be added through the exercise of warrants and conversion of convertibles issued pursuant to the authorisation may be subject to customary recalculation in the event of bonus issue (with issuance of new shares), split or reverse split of shares occurs in the company.

The authorisation of issuance of shares may be used in connection with acquisitions of companies and/or other capital raising.

The Board of Directors or the person appointed by the Board of Directors is authorised, to make such minor formal adjustments to the resolution, which may be required for registration with the Swedish Companies Registration Office.

### **Majority requirement**

For a valid decision of this proposal, it is required that the resolution is supported by shareholders with at least two thirds of the votes cast as well as of the shares represented at the meeting.

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Gothenburg, April 2023

The Board of Directors of Nordisk Bergteknik AB (publ)

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## **Item 13 – The Board of Directors proposed resolution to adopt updated Articles of Association**

The Board of Directors proposes that the annual general meeting 2023 resolves to adopt updated Articles of Association with the amendment of a new item 8 regarding shareholders right to participate in the general meetings. The proposed amendment grants an opportunity for the Board of Directors to collect proxies in accordance with the Companies Act Chapter 7 Section 4, and an opportunity for the Board of Directors to resolve on that shareholders may exercise their voting right by postal voting prior to the general meeting, that shareholders who wish to participate in the general meeting must notify their intention to do so. Furthermore, the proposed amendment means that shareholders may bring a maximum of two assistants to the general meeting under certain conditions and grants an opportunity for the Board of Directors to decide on non-shareholders right to attendance at the meeting.

After the amendment, the Articles of Association will be worded as set out in **Appendix 13B**.

The Board of Directors or the person appointed by the Board of Directors is authorised, to make such minor formal adjustments to the resolution and Articles of Association, which may be required for registration with the Swedish Companies Registration Office.

### **Majority requirement**

For a valid decision of this proposal, it is required that the resolution is supported by shareholders with at least two thirds of the votes cast as well as of the shares represented at the meeting.

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Gothenburg, April 2023

The Board of Directors of Nordisk Bergteknik AB (publ)