

## **The Nomination Committee's proposals for the 2023 Annual General Meeting**

### **Election of the Chairman at the Annual General Meeting (item 1)**

The Nomination Committee, comprising Per-Erik Hasselberg (also the Nomination Committee's Chairman), appointed by the Holmström family, Lars Ericson, appointed by the Stockholm Consumer Cooperative Society, Hans Hedström, appointed by Carnegie Fonder, Johan Ljungberg, appointed by the Ljungberg family and Risto Murto, appointed by the mutual occupational pension insurance company Varma, proposes that Johan Ljungberg be elected as Chairman at the Annual General Meeting.

### **Election of Board members, fees, etc. (items 10–12)**

The Nomination Committee has submitted the following proposals:

- The Board of Directors will comprise six ordinary Board members.
- Directors' fees totalling SEK 1,680,000 to be broken down as SEK 480,000 payable to the Chairman of the Board and SEK 240,000 payable to each of the Board members.
- Remuneration for work in the Audit Committee of SEK 115,000 for the Chairman of the committee and SEK 50,000 for each of the other audit members appointed by the Board.  
These fees refer to the period until the next Annual General Meeting.
- Auditors' fees will be payable in accordance with the approved presentation of an invoice.
- The re-election of the ordinary Board members: Johan Ljungberg (also re-election as the Chairman of the Board), Gunilla Berg, Simon de Château, Conny Fogelström and Sara Laurell. The new election of Johan Thorell. Erik Langby has decided not to stand for re-election.

### **Election of auditor (item 13)**

Atrium Ljungberg was commissioned by the company's Board of Directors and its Audit Committee to procure auditor services through a tender process. Based on the recommendation from the Audit Committee, the Nomination Committee proposes that Deloitte AB be elected as the auditor for the company for the period until the end of the Annual General Meeting in 2024. If Deloitte AB is elected as the auditor in charge, the audit company intends to appoint the Authorised Public Accountant Hans Warén as the signatory of the Audit Report.

## **The Nomination Committee's work and reasoned opinion for the Nomination Committee's proposal for the Board of Directors**

The Nomination Committee held four meetings and also had informal contact with candidates for Board members. The Chairman of the Board notified the Nomination Committee of a Board evaluation that had been performed. The CEO gave a presentation of the company's operations at one of the Nomination Committee's meetings. The Chairman of the Nomination Committee had informal contact with the Board members.

The Nomination Committee justifies its proposals for the Board of Directors as follows:

The work of the Nomination Committee aims to provide the Annual General Meeting with a proposal for the Board of Directors to ensure that it comprises members with suitable experience and competence within the areas that are essential for the company. Diversity has been taken into consideration, including age, gender, education, professional background and other factors. The company has applied the diversity policy that is set out in rule 4.1 of the Code when drafting its proposal for the Board of Directors. The Nomination Committee has also assessed the size of the Board and the need for renewal.

The Nomination Committee is of the opinion that the Board of Directors being proposed successfully reflects the stated goals of the company. In terms of ordinary Board members, it proposes the re-election of Johan Ljungberg (also re-election as the Chairman of the Board), Gunilla Berg, Simon de Château, Conny Fogelström and Sara Laurell, and the new election of Johan Thorell. Erik Langby has decided not to stand for re-election.

In summary the Nomination Committee is of the opinion that the proposed Board has the appropriate experience, expertise and breadth with respect to Atrium Ljungberg's operations, the stage in its development and the conditions in general.

The Nomination Committee does not propose any changes to the policies for establishing the Nomination Committee.

Details of the proposed Board members:

### **Johan Ljungberg**

**Function:** Chairman of the Board and Member of the Audit Committee.

**Elected to the Board:** Deputy Member of the Board 2001–2009, and Member of the Board for part of 2006. Member of the Board since 2009 and Chairman of the Board since 2015.

**Profession:** CEO and Chairman of the Board of Tagehus Holding AB.

**Education:** Graduate Engineer.

**Relevant professional experience:** Many years' experience from the property and capital market.

**Other significant directorships:** Member of the Boards of Tagehus Holding AB and John Mattson Fastighetsföretagen AB. Member of the Board of K2A Knaust & Andersson Fastigheter AB.

**Born:** 1972.

**Own and related parties' shareholding:** 1,396,410 class A shares and 20,027,584 class B shares. Independent in relation to the company and the executive management team.

Not independent in relation to the company's major owners.

### **Gunilla Berg**

**Function:** Member of the Board and Chair of the Audit Committee.

**Elected to the Board:** 2020.

**Profession:** Member of the Board.

**Education:** Graduate Business Administrator, the Stockholm School of Economics.

**Relevant professional experience:** CFO of the Post Group and Deputy CEO and CFO of the SAS and KF Groups.

**Other significant directorships:** Member of the Boards of Afry AB and Praktikertjänst AB

**Born:** 1960.

**Own and related parties' shareholding:** 1,500 class B shares.

Independent in relation to the company and the executive management team.

Independent in relation to the company's major owners.

### **Simon de Château**

**Function:** Member of the Board.

**Elected to the Board:** 2014.

**Profession:** Chief Investment Officer in Alma Property Partners.

**Education:** Graduate Business Administrator, the Stockholm School of Economics.

**Relevant professional experience:** CEO of Sveafastigheter, Head of Corporate Finance and Analyst at Leimdörfer.

**Other significant directorships:** Chairman of the Board of Alma Property Partners AB. Member of NCC AB (publ) and Akka Egendom AB.

**Born:** 1970.

**Own and related parties' shareholding:** 65,000 class B shares.

Independent in relation to the company and the executive management team.

Independent in relation to the company's major owners.



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## Conny Fogelström

**Function:** Member of the Board.

**Elected to the Board:** 2019.

**Profession:** Senior Advisor.

**Education:** Political Science at Stockholm University and Real Estate Management at the University of Gävle.

**Relevant professional experience:** Ombudsman for the Swedish Union of Tenants, 1987-2004. Municipal commissioner for Täby 2006–2015. Urban development Consultant 2015–2020.

**Other significant directorships:** Deputy Chair of the Stockholm Consumer Cooperative Society's Board of Directors; member of Täby Fastighets AB's Board of Directors; 2<sup>nd</sup> Deputy Chair of Färdtjänstnämnden Region Stockholm; Chair of the Nomination Committee at the Swedish Cooperative Union.

**Born:** 1960.

**Own and related parties' shareholding:** 4,000 class B shares.

Independent in relation to the company and the executive management team.

Not independent in relation to the company's major owners.

## Sara Laurell

**Function:** Member of the Board.

**Elected to the Board:** 2018.

**Profession:** CEO of Loopia Group.

**Education:** Graduate Business Administrator. Stockholm School of Economics and MBA Harvard Business School.

**Relevant professional experience:** Many years of experience of transformation in the retail trade and digitisation of consumer/SME-driven business.

**Other significant directorships:** No other significant directorships.

**Born:** 1971.

**Own and related parties' shareholding:** 5,000 class B shares.

Independent in relation to the company and the executive management team.

Independent in relation to the company's major owners.

## Johan Thorell

**Function:** Member of the Board.

**Elected to the Board:** Proposed for election in 2023.

**Profession:** CEO of Gryningskust Holding AB.

**Education:** Graduate Business Administrator from the Stockholm School of Economics.

**Relevant professional experience:** Many years' experience from the property industry both through his own operations as well as directorships in listed and unlisted property companies.

**Other significant directorships:** Chairman of the Board of Kallebäck Property Invest AB. Member of the Boards of Sagax AB, K2A Knaust & Andersson Fastigheter AB, Hemsö Fastighets AB, Nicoccino Holding AB and Storskogen Group AB

**Born:** 1970

**Own and related parties' shareholding:** No shareholdings

Independent in relation to the company and the executive management team.

Independent in relation to the company's major owners..