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Notice of an Extraordinary General Meeting of Exeger Sweden AB (publ)

The shareholders of Exeger Sweden AB (publ), reg. no. 556777-6926, are hereby given notice of an Extraordinary General Meeting to be held on Monday 29 April 2024, at 17:30 CEST at Greta Arwidssons väg 10, Albano Hus 2 in Stockholm, Sweden. Registration for the Extraordinary General Meeting will commence at 17:00 CEST. An information meeting and a question-and-answer session will begin immediately after the Extraordinary General Meeting at approximately 18:00 CEST.

The shareholders may also exercise their voting rights at the Extraordinary General Meeting by postal voting in advance.

Participation

Shareholders who wish to participate in the Extraordinary General Meeting shall:

- be recorded as a shareholder in the presentation of the share register prepared by Euroclear Sweden AB concerning the circumstances as of Friday 19 April 2024; and
- give notice of participation no later than by Tuesday 23 April 2024.

Participation by postal voting

Shareholders who wish to participate in the Extraordinary General Meeting by postal voting must give notice of participation by casting their postal vote so that it is received by Euroclear Sweden AB no later than by Tuesday 23 April 2024. A special form shall be used for postal voting, available on the company's website at www.exeger.com/investor-relations/general-meeting/ and on Euroclear Sweden AB's website at <https://anmalan.vpc.se/euroclearproxy>. The postal voting form can be submitted either by email to GeneralMeetingService@euroclear.com, or by post to Exeger Sweden AB (publ), "EGM", c/o Euroclear Sweden AB, P.O. Box 191, SE-101 23 Stockholm, Sweden. Shareholders may also cast their postal votes through BankID verification via Euroclear Sweden AB's website at <https://anmalan.vpc.se/euroclearproxy>. If the shareholder postal votes by proxy, a written and dated power of attorney shall be enclosed with the postal voting form. A template proxy form is available on the company's website at www.exeger.com/investor-relations/general-meeting/. If the shareholder is a legal entity, a registration certificate or a corresponding document for the legal entity shall be enclosed with the postal voting form. Further instructions can be found on the postal voting form and on Euroclear Sweden AB's website.

Participation at the meeting venue

Shareholders who wish to attend the meeting venue in person or by proxy shall give notice of participation no later than by Tuesday 23 April 2024, on Euroclear Sweden AB's website at <https://anmalan.vpc.se/euroclearproxy>, by telephone to +46 (0) 8 402 92 76 or by post to Exeger Sweden AB (publ), "EGM", c/o Euroclear Sweden AB, P.O. Box 191, SE-101 23 Stockholm, Sweden. Shareholders shall in their notice of participation state their name, personal identification number or company registration number, address, phone number and advisors, if applicable. Shareholders represented by a proxy or a representative should send documents of authorization to the address above, well before the Extraordinary General Meeting. A template proxy form is available on the company's website at www.exeger.com/investor-relations/general-meeting/.

Nominee-registered shares

To be entitled to participate in the Extraordinary General Meeting, shareholders whose shares are registered in the names of nominees must re-register such shares in their own names so that the shareholders are recorded in the presentation of the share register as of Friday 19 April 2024. Such re-registration may be temporary (voting rights registration) and can be requested from the nominee in accordance with the nominee's procedures, such time in advance as the nominee determines. Voting rights registrations effected by the nominee no later than by Tuesday 23 April 2024, will be considered in the presentation of the share register.

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PROPOSED AGENDA

1. Opening of the Extraordinary General Meeting.
2. Election of Chairman of the Extraordinary General Meeting.
3. Preparation and approval of the voting list.
4. Approval of the agenda.
5. Election of one or two persons to verify the minutes.
6. Determination of whether the Extraordinary General Meeting has been duly convened.
7. Resolutions on
 - a. a directed new issue of shares of series B.
 - b. a directed new issue of shares of series B.
 - c. a directed new issue of shares of series B.
 - d. a directed new issue of shares of series B.
8. Closing of the Extraordinary General Meeting.

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THE BOARD'S PROPOSALS

Chairman of the Extraordinary General Meeting (item 2)

The Board proposes that the Chairman of the Board Kai Gruner is elected to be the Chairman of the Extraordinary General Meeting.

Background and objectives for the Board's proposal for resolutions on directed new issues of shares of series B (items 7(a)-(d))

In December 2023, Exeger announced the entering into of a EUR 35 million loan agreement with the European Investment Bank ("EIB") to finance the scale up of the business as a continuation of the customer agreements Exeger entered into during 2023. The first disbursement of the loan was conditional upon Exeger securing additional financing of EUR 20 million through new share issues. Such new share issues will be issued partly pursuant to the authority granted to the Board of Directors at the Annual General Meeting in 2023, and partly through new share issues to be resolved upon by the Extraordinary General Meeting. The reason why part of the new issues will be resolved upon at the Extraordinary General Meeting is that Exeger's CEO and founder Giovanni Fili and board members Robert Taflin and Carl-Johan Svennewall have committed to invest (indirectly through companies) in the new share issue. Neither Giovanni Fili, who is also a member of the Board, nor Robert Taflin and Carl-Johan Svennewall have participated in the Board's handling of matters relating to the proposed directed share issues, and the terms are the same as for the other investors in the share issues. Shares will be issued as remuneration to those have made such guarantee commitments for the issue of EUR 20 million.

The Board of Directors has resolved to present three different proposals for a directed share issue (according to items 7(a)-(c) on the agenda) in order to have flexibility to carry out the share issue. **The only difference between the Board of Directors' proposals is the subscription price per share under item (b) in each proposal, which is proposed to be SEK 90, SEK 100 or SEK 110.** The Board of Directors will withdraw the two proposals that it considers least favourable for the implementation of the rights issue no later than 15 April 2024 by a notice on Exeger's website www.exeger.com/investor-relations/general-meeting/.

Resolution on a directed new issue of shares of series B (item 7(a))

The Board of Directors proposes the Extraordinary General Meeting to resolve on a new share issue of no more than 1,448,267 shares of series B, entailing an increase in the share capital of not more than SEK 28,965.343525. Any share premium shall be allocated to the unrestricted share capital reserve. It is proposed that the following terms and conditions shall govern the proposal.

- (a) The new shares shall, with deviation from the shareholders' preferential rights, be offered for subscription to Opis Luma AB, a company wholly owned by the founder Giovanni Fili who is also Director and CEO, Pau AB, a company wholly owned by the Director Robert Taflin and to Ryttaholmen AB, a company the Director Carl-Johan Svennewall has a private ownership in or by subscribers nominated by these who on beforehand have registered their interest to subscribe. The reason for the deviation from the shareholders' preferential rights is to enable the Company to raise capital in a time and cost-efficient manner. Oversubscription may not occur.
- (b) The subscription price shall be **SEK 110 per share**. The basis for the subscription price is the market value of the share.
- (c) Subscription for shares shall be made by cash payment in accordance with the Company's instructions,

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from and including 29 April 2024 up to and including 30 June 2024.

- (d) The Board of Directors shall be entitled to extend the subscription period and the time for payment.
- (e) The new shares shall entitle to dividend as from the time when the new shares are recorded in the shareholders' register maintained by Euroclear Sweden AB.
- (f) The Board of Directors or a person appointed by the Board of Directors shall be authorised to make any minor adjustments required to register the resolution with the Swedish Companies Registration Office and Euroclear Sweden AB.

Resolution on a directed new issue of shares of series B (item 7(b))

The Board of Directors proposes the Extraordinary General Meeting to resolve on a new share issue of no more than 1,593,095 shares of series B, entailing an increase in the share capital of not more than SEK 31,861.903877. Any share premium shall be allocated to the unrestricted share capital reserve. It is proposed that the following terms and conditions shall govern the proposal.

- (a) The new shares shall, with deviation from the shareholders' preferential rights, be offered for subscription to Opis Luma AB, a company wholly owned by the founder Giovanni Fili who is also Director and CEO, Paui AB, a company wholly owned by the Director Robert Taflin and to Ryttaholmen AB, a company the Director Carl-Johan Svennewall has a private ownership in or by subscribers nominated by these who on beforehand have registered their interest to subscribe. The reason for the deviation from the shareholders' preferential rights is to enable the Company to raise capital in a time and cost-efficient manner. Oversubscription may not occur.
- (b) The subscription price shall be **SEK 100 per share**. The basis for the subscription price is the market value of the share.
- (c) Subscription for shares shall be made by cash payment in accordance with the Company's instructions, from and including 29 April 2024 up to and including 30 June 2024.
- (d) The Board of Directors shall be entitled to extend the subscription period and the time for payment.
- (e) The new shares shall entitle to dividend as from the time when the new shares are recorded in the shareholders' register maintained by Euroclear Sweden AB.
- (f) The Board of Directors or a person appointed by the Board of Directors shall be authorised to make any minor adjustments required to register the resolution with the Swedish Companies Registration Office and Euroclear Sweden AB.

Resolution on a directed new issue of shares of series B (item 7(c))

The Board of Directors proposes the Extraordinary General Meeting to resolve on a new share issue of no more than 1,770,106 shares of series B, entailing an increase in the share capital of not more than SEK 35,402.124308. Any share premium shall be allocated to the unrestricted share capital reserve. It is proposed that the following terms and conditions shall govern the proposal.

- (a) The new shares shall, with deviation from the shareholders' preferential rights, be offered for subscription to Opis Luma AB, a company wholly owned by the founder Giovanni Fili who is also Director and CEO, Paui AB, a company wholly owned by the Director Robert Taflin and to Ryttaholmen AB, a company the Director Carl-Johan Svennewall has a private ownership in or by subscribers

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nominated by these who on beforehand have registered their interest to subscribe. The reason for the deviation from the shareholders' preferential rights is to enable the Company to raise capital in a time and cost-efficient manner. Oversubscription may not occur.

- (b) The subscription price shall be **SEK 90 per share**. The basis for the subscription price is the market value of the share.
- (c) Subscription for shares shall be made by cash payment in accordance with the Company's instructions, from and including 29 April 2024 up to and including 30 June 2024.
- (d) The Board of Directors shall be entitled to extend the subscription period and the time for payment.
- (e) The new shares shall entitle to dividend as from the time when the new shares are recorded in the shareholders' register maintained by Euroclear Sweden AB.
- (f) The Board of Directors or a person appointed by the Board of Directors shall be authorised to make any minor adjustments required to register the resolution with the Swedish Companies Registration Office and Euroclear Sweden AB.

Resolution on a directed new issue of shares of series B (item 7(d))

The Board of Directors proposes the Extraordinary General Meeting to resolve on a new share issue of no more than 708,042 shares of series B, entailing an increase in the share capital of not more than SEK 14,160.841723. Any share premium shall be allocated to the unrestricted share capital reserve. It is proposed that the following terms and conditions shall govern the proposal.

- (a) The new shares shall, with deviation from the shareholders' preferential rights, be offered for subscription to Opis Luma AB, a company wholly owned by the founder Giovanni Fili who is also Director and CEO, Pau AB, a company wholly owned by the Director Robert Taflin and to Ryttharholmen AB, a company the Director Carl-Johan Svennewall has a private ownership in or by subscribers nominated by these who on beforehand have registered their interest to subscribe. The reason for the deviation from the shareholders' preferential rights are to fulfil the guarantee commitments entered into as a part of fulfilling the conditions precedent under the loan agreement with the European Investment Bank regarding the Company's completion of a new share issue of EUR 20 million. Oversubscription may not occur.
- (b) The subscription price shall amount to the same as in the proposal for the issue according to items 7(a)-(c) that the Board of Directors decides to present for resolution at the extraordinary general meeting. The basis for the subscription price is thus deemed to correspond to the market value of the share.
- (c) Subscription for shares shall be made by cash payment in accordance with the Company's instructions or on a subscription list, from and including 29 April 2024 up to and including 30 June 2024.
- (d) The Board of Directors shall be authorised to resolve on set-off in accordance with the conditions set out in Chapter 13, Section 41 of the Swedish Companies Act.
- (e) The Board of Directors shall be entitled to extend the subscription period and the time for payment.
- (f) The new shares shall entitle to dividend as from the time when the new shares are recorded in the shareholders' register maintained by Euroclear Sweden AB.
- (g) The Board of Directors or a person appointed by the Board of Directors shall be authorised to make

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any minor adjustments required to register the resolution with the Swedish Companies Registration Office and Euroclear Sweden AB.

ADDITIONAL INFORMATION

Special majority requirements

Valid resolutions under items 7(a)-(d) require support by shareholders holding not less than nine-tenths of both the votes cast and the shares represented at the Extraordinary General Meeting.

Documentation

The board of Director's report in accordance with Chapter 13 Section 6 the Swedish Companies Act and the associated auditor's statement are available at the company and on the company's website at www.exegeter.com/investor-relations/general-meeting/. The documents can be ordered by telephone at +46 (0) 8 402 92 76 or by post to Exeger Sweden AB (publ), "EGM", c/o Euroclear Sweden AB, P.O. Box 191, SE-101 23 Stockholm, Sweden.

Shareholders' right to request information

The Board and the CEO shall, if any shareholder so requests and the Board believes that it can be done without material harm to the company, at the Extraordinary General Meeting provide information regarding circumstances that may affect the assessment of an item on the agenda.

Authorization

The Board, or any person appointed by the Board, shall be authorized to make the minor adjustments in the resolutions adopted by the Extraordinary General Meeting as may be required in connection with registration with the Swedish Companies Registration Office and Euroclear Sweden AB.

Shareholders' personal data

For information on how your personal data is processed, please visit:

<https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

Stockholm, April 2024
EXEGER SWEDEN AB (PUBL)
The Board of Directors