

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

Kopian bestyrkes
Jesper Westerberg

Protokoll fört vid extra bolagsstämma i
Stegra AB, org.nr 559272-3000, den
3 november 2025 i Stockholm
*Minutes of the extraordinary general meeting of
Stegra AB, reg. no. 559272-3000, held on
3 November 2025 in Stockholm*

1. Stämmans öppnande och val av ordförande/Opening of the meeting and election of chairman of the meeting

Stämman öppnades av Carl-Erik Lagercrantz som valdes till ordförande vid stämman. Det antecknades att styrelsen uppdragit åt Henrik Hassel att vara protokollförare vid stämman.

The meeting was declared open by Carl-Erik Lagercrantz, who was elected chairperson of the meeting. It was noted that the board had instructed Henrik Hassel to keep the minutes of the meeting.

Det beslutades enhälligt att stämman skulle hållas på engelska.

It was unanimously resolved that the meeting should be held in English.

2. Upprättande och godkännande av röstlängd/Preparation and approval of voting register

Upprättades förteckning över närvarande aktieägare enligt Bilaga 1. Förteckningen godkändes som röstlängd vid stämman.

Godkändes enhälligt att aktieägare som inte deltar fysiskt eller genom ombud vid stämman samt vissa inbjudna gäster gavs möjlighet att följa förhandlingarna vid stämman elektroniskt via Zoom. För att utnyttja sin rösträtt och bli upptagen i röstlängden krävs dock att aktieägaren deltar fysiskt eller genom ombud vid stämman.

A list of shareholders present was prepared as set forth in Appendix 1. The list was approved as the voting register for the meeting.

It was unanimously approved to grant shareholders not participating physically or by proxy at the meeting as well as certain invited guests the opportunity to observe the proceedings of the meeting via Zoom. For a shareholder to exercise his or her voting rights and be recorded in the voting register such shareholder is required to attend the meeting in person or by proxy.

3. Val av justeringsperson/Approval of the minutes

Till att jämte ordföranden justera dagens protokoll utsågs Ulrika Nordström.

Ulrika Nordström was appointed to approve the minutes of the meeting along with the chairman.

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**4. Prövning av om stämman blivit behörigen sammankallad/
*Determination of the meeting having been duly convened***

Stämman förklarades sammankallad i laga ordning.

It was declared that the meeting was duly convened.

5. Godkännande av dagordning/*Approval of the agenda*

Stämman godkände framlagt förslag till dagordning enligt kallelsen.

The meeting approved the proposed agenda placed before it as set forth in the notice.

6. Fastställande av arvoden till styrelseledamöterna/*Determination of remuneration for the directors*

Stämman beslutade, i enlighet med förslag från vissa större aktieägare, att envar av Aidan de Brunner, Annemarie Manger och Emmanuel Rodriguez ska erhålla ett årligt styrelsearvode om 100 000 euro fram till nästa årsstämma (proportionellt fördelat efter antalet dagar som respektive styrelseledamot tjänstgör som styrelseledamot fram till nästa årsstämma).

The meeting resolved, in accordance with certain major shareholders' proposal, that each of Aidan de Brunner, Annemarie Manger and Emmanuel Rodriguez shall be paid an annual board remuneration of EUR 100,000 until the next annual general meeting (to be prorated in relation to the number of days each director serves as a director until the next annual general meeting).

Det beslutades vidare, i enlighet med förslag från vissa större aktieägare, att stämmans beslut under denna punkt är villkorat av att Aidan de Brunner, Annemarie Manger och Emmanuel Rodriguez väljs till ordinarie styrelseledamöter enligt punkt 8 på dagordningen.

It was further resolved, in accordance with certain major shareholders' proposal, that the meeting's resolution under this item is conditional upon Aidan de Brunner, Annemarie Manger and Emmanuel Rodriguez being elected as directors of the board under item 8 on the meeting agenda.

**7. Fastställande av antalet styrelseledamöter och styrelsesuppleanter/
*Determination of number of directors and deputy directors***

Stämman beslutade, i enlighet med förslag från vissa större aktieägare, att antalet ordinarie styrelseledamöter ska uppgå till tio (10) och antalet suppleanter ska uppgå till fyra (4).

The meeting resolved, in accordance with certain major shareholders' proposal, that the number of ordinary directors of the board should be ten (10) and the number of deputies should be four (4).

8. Val av styrelseledamöter och styrelsesuppleanter/*Election of directors and deputy directors*

Stämman beslutade, i enlighet med förslag från vissa större aktieägare, om nyval av Aidan de Brunner, Annemarie Manger Emmanuel Rodriguez och Lars Fromm till ordinarie

styrelseledamöter och om nyval av Klas Johansson till styrelsesuppleant (varvid Klas Johansson entledigas som ordinarie styrelseledamot).

The meeting resolved, in accordance with certain major shareholders' proposal, to elect Aidan de Brunner, Annemarie Manger, Emmanuel Rodriguez and Lars Fromm as new ordinary directors of the board, and Klas Johansson as new deputy director (whereby Klas Johansson is removed from his position as an ordinary director).

Det noterades att Annica Bresky och Susanna Campbell avgått från sina respektive uppdrag som ordinarie styrelseledamöter inför stämman.

It was noted that Annica Bresky and Susanna Campbell had resigned from their respective positions as ordinary directors prior to the meeting.

Det noterades att styrelsen i det följande kommer att bestå av ordinarie styrelseledamöterna Aidan de Brunner, Annemarie Manger, Emmanuel Rodriguez, Harald Mix, Pierre-Etienne Franc, Henrik Henriksson, Lars Fromm, Shaun Kingsbury, Carl-Erik Lagercrantz och Matthew Lim, samt suppleanterna Carsten Bleckwehl, Pierre-Germain Marlier, Joris Rademakers och Klas Johansson.

It was noted that the board will hereinafter consist of ordinary directors Aidan de Brunner, Annemarie Manger, Emmanuel Rodriguez, Harald Mix, Pierre-Etienne Franc, Henrik Henriksson, Lars Fromm, Shaun Kingsbury, Carl-Erik Lagercrantz and Matthew Lim, and deputy directors Carsten Bleckwehl, Pierre-Germain Marlier, Joris Rademakers and Klas Johansson.

Det noterades vidare att styrelsen inför stämman utsett Shaun Kingsbury till styrelsens ordförande.

It was further noted that the board of directors had appointed Shaun Kingsbury as chairman of the board prior to the meeting.

9. Beslut om nyemission av preferensaktier av serie B2:1:2 och B2:2:4/Resolution on issuance of preference shares of series B2:1:2 and B2:2:4

Framlades styrelsens förslag till riktad nyemission av preferensaktier av serie B2:1:2 och B2:2:4, jämte handlingar enligt 13 kap 6 § aktiebolagslagen, i enlighet med Bilaga 2.

The board of directors' proposal on issuance of preference shares of series B2:1:2 and B2:2:4, along with the documentation under Chapter 13, Section 6 of the Companies Act, in accordance with Appendix 2 was presented.

Stämman beslutade om nyemission av preferensaktier av serie B2:1:2 och B2:2:4 i enlighet med styrelsens förslag.

The meeting resolved to issue new preference shares of series B2:1:2 and B2:2:4 in accordance with the board of director's proposal.

Antecknades att beslutet var enhälligt.

It was noted that the resolution was unanimously approved.

10. Beslut om att bemyndiga styrelsen att emittera aktier/Resolution to authorise the board of directors to issue new shares

Framlades styrelsens förslag till bemyndigande för styrelsen att, vid ett eller flera tillfällen, under tiden fram till nästkommande årsstämma, utan företrädesrätt för

aktieägarna, besluta om nyemission av preferensaktier av serie B2:3 i enlighet med Bilaga 3.

The board of directors' proposal on authorisation for the board of directors, for the period up to the next annual general meeting, whether on one or several occasions, without pre-emption rights for the shareholders, to adopt resolutions to issue new preference shares of series B2:3 in accordance with Appendix 3 was presented.

Stämman beslutade, i enlighet med styrelsens förslag, att bemyndiga styrelsen att besluta om nyemission av preferensaktier av serie B2:3.

The meeting resolved, in accordance with the board of directors' proposal, to authorise the board to adopt resolutions to issue new preference shares of series B2:3.

Antecknades att beslutet var enhälligt.

It was noted that the resolution was unanimously approved.

11. Framläggande av handlingar enligt aktiebolagslagen/Presentation of documents referred to in the Companies Act

Det antecknades att styrelsens förslag enligt punkt 9 och punkt 10 på dagordningen samt samtliga handlingar enligt aktiebolagslagen, enligt vad som framgått ovan har framlagts inför besluten enligt punkt 9 och 10 och hållits tillgängliga före bolagsstämman på föreskrivet sätt.

It was noted that the board of directors' proposals under item 9 and item 10 on the meeting agenda, as well as all documentation required under the Companies Act, had, as stated above, been presented in connection with the resolutions under items 9 and 10 and made available prior to the meeting in the prescribed manner.

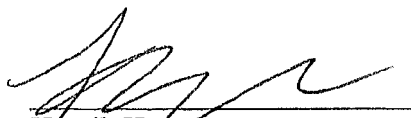
12. Avslutning/Close of meeting

Stämman förklarades avslutad.

The meeting was declared closed.

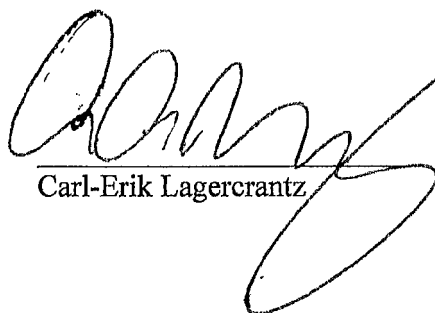
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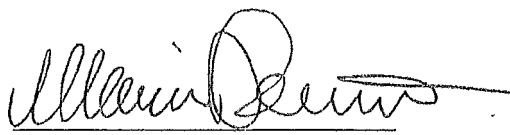
Minutes kept by:


Henrik Hassel

Justeras:

Approved:


Carl-Erik Lagercrantz


Ulrika Nordström

Röstlängd / Voting register

[illegible]

Asset Name / Number of Shares	Quantity / Share (%)	Asset Name / Number of Shares	Quantity / Share (%)
159,900,440	19.023,873 preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1	156,906,400	Alter A2.1 G5 Holding AB general/acting through Board Data
87,428,863	59,041,515 preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1	87,499,863	Alter G5-Holding AB general/acting through Board Data
155,777,641	59,079,304 preference shares series B1.1 / preference shares series B1.1 / preference shares series B1.1 / preference shares series B1.1	155,777,641	Alter V G5 Holding AB general/acting through Board Data
155,906,474	59,078,868 preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1	155,906,474	Alter V G5 Holding AB general/acting through Board Data
233,635,797	54,080,503 preference shares series B1.1 / preference shares series B1.1 / preference shares series B1.1 / preference shares series B1.1	233,635,797	AMF 104-utredningen AB general/acting through Filip Ståpe
229,759,151	60,583,085 preference shares series B2.2.1 / preference shares series B2.2.1 / preference shares series B2.2.1 / preference shares series B2.2.1	229,759,151	Arctid Investment Fm LP general/acting through Board Data
37,095,505	15,999,278 preference shares series B2.2.3 / preference shares series B2.2.3 / preference shares series B2.2.3 / preference shares series B2.2.3	37,095,505	Carroll's Holding - United general/acting through Royal Portfolio
28,520,004	54,509,508 preference shares series B1.1 / preference shares series B1.1 / preference shares series B1.1 / preference shares series B1.1	28,520,004	FMA AB general/acting through 1st Extra North
279,493,417	75,121,212 preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1	279,493,417	H2 Ocean Shipments AB general/acting through Board Data
207,478,243	158,594,005 preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1	207,478,243	J.C. Clement Asset Fund - Investit 0520 general/acting through Board Data
75,283,210	117,588,750 preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1	75,283,210	JC Veral Co-Invest 1 LP general/acting through Board Data
23,463,433	46,717,766 preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1	23,463,433	JF Nordic-Columbus 101 0520 general/acting through Board Data
304,593,044	13,082,310 preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1	304,593,044	Kalkkrä AB general/acting through Board Data
19,945,444	3,471,786 preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1	19,945,444	Kjøpmann AB general/acting through Markensutredningen
134,869,420	39,278,227 preference shares series B1.4 / preference shares series B1.4 / preference shares series B1.4 / preference shares series B1.4	134,869,420	Korvink Online AB general/acting through Resnick Ewing Baltic
24,428,601	99,188,382 preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1	24,428,601	Maritime Alternative Investments Master Fund LCV general/acting through Marink
24,179,603	36,672,931 preference shares series B2.2.1 / preference shares series B2.2.1 / preference shares series B2.2.1 / preference shares series B2.2.1	24,179,603	Maritime Alternative Investments Master Fund LCV general/acting through Marink
	12,448,008 preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1		Henricsson and Carl Erik Lagerstrand
	12,448,008 preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1 / preference shares series B2.1.1		Scania CV Aktiefond general/acting through Actium Capital

Röstlängd / Voting register

Uppdaterad / Updated	2025-11-03
Bolag / Company	Stegra AB
Reg.nr / Reg.no	559272-8000
Totalt antal aktier/röster i bolaget / Total number of shares/votes in the company	3 784 691 500
Totalt antal aktier/röster representerade på stämman / Total number of shares/votes represented at the EGM	2 848 735 909
Röster per aktie / Votes per share	
Stamaktier / Ordinary Shares	1
Preferensaktier serie B1:1 / Preference Shares series B1:1	1
Preferensaktier serie B1:2 / Preference Shares series B1:2	1
Preferensaktier serie B1:3 / Preference Shares series B1:3	1
Preferensaktier serie B1:4 / Preference Shares series B1:4	1
Preferensaktier serie B1:5 / Preference Shares series B1:5	1
Preferensaktier serie B2:1.1 / Preference Shares series B2:1.1	1
Preferensaktier serie B2:2.1 / Preference Shares series B2:2.1	1
Preferensaktier serie B2:2.2 / Preference Shares series B2:2.2	1
Preferensaktier serie B2:2.3 / Preference Shares series B2:2.3	1

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Antal aktier / Number of shares	Aktieslag / Share class	Antal röster / Number of votes	Aktieägare / Shareholder
156 906 480	95 025 871 preferensaktier serie B2:1.1 / preference Shares series B2:1.1 61 880 609 preferensaktier serie B2:2.1 / preference Shares series B2:2.1	156 906 480	Altor ACT I GS Holding AB genom/acting through Donard Doka
87 499 863	53 041 515 preferensaktier serie B2:1.1 / preference Shares series B2:1.1 34 458 348 preferensaktier serie B2:2.1 / preference Shares series B2:2.1	87 499 863	Altor Co-Invest GS Holding AB genom/acting through Donard Doka
155 777 641	67 079 304 preferensaktier serie B1:1 / preference shares series B1:1 88 698 337 preferensaktier serie B2:1.1 / preference shares series B2:1.1	155 777 641	Altor V GS Holding AB genom/acting through Donard Doka
156 906 474	95 025 868 preferensaktier serie B2:1.1 / preference shares series B2:1.1 61 880 606 preferensaktier serie B2:2.1 / preference shares series B2:2.1	156 906 474	Altor VI GS Holding AB genom/acting through Donard Doka
223 615 767	54 989 503 preferensaktier serie B1:1 / preference shares series B1:1 96 063 951 preferensaktier serie B2:1.1 / preference shares series B2:1.1 60 563 035 preferensaktier serie B2:2.1 / preference shares series B2:2.1 11 999 278 preferensaktier serie B2:2.3 / preference shares series B2:2.3	223 615 767	AMF Tjänstepension AB genom/acting through Filip Szopa
229 759 151	54 989 503 preferensaktier serie B1:1 / preference shares series B1:1 2 511 271 preferensaktier serie B2:1.1 / preference shares series B2:1.1 172 258 377 preferensaktier serie B2:2.1 / preference shares series B2:2.1	229 759 151	Anfield Investment Pte Ltd genom/acting through Donard Doka
37 095 565	19 945 444 preferensaktier serie B1:1 / preference shares series B1:1 17 50 121 preferensaktier serie B2:1.1 / preference shares series B2:1.1	37 095 565	Camshaft Holding Limited genom/acting through Anna Perklev
28 520 504	19 945 444 preferensaktier serie B1:1 / preference shares series B1:1 8 575 060 preferensaktier serie B2:1.1 / preference shares series B2:1.1	28 520 504	FAM AB genom/acting through Fredrik Nordh
279 493 417	158 594 005 preferensaktier serie B2:1.1 / preference shares series B2:1.1 96 900 856 preferensaktier serie B2:2.1 / preference shares series B2:2.1 23 998 556 preferensaktier serie B2:2.3 / preference shares series B2:2.3	279 493 417	H2-Opera Steelworks AB genom/acting through Donard Doka
207 478 243	15 711 286 preferensaktier serie B1:5 / preference shares series B1:5 117 598 750 preferensaktier serie B2:1.1 / preference shares series B2:1.1 74 168 207 preferensaktier serie B2:2.1 / preference shares series B2:2.1	207 478 243	JC Climate Assets Fund I (Invest) SCSP genom/acting through Donard Doka
75 251 210	45 737 766 preferensaktier serie B2:1.1 / preference shares series B2:1.1 29 513 444 preferensaktier serie B2:2.1 / preference shares series B2:2.1	75 251 210	JC Verde Co-Invest 1 LP genom/acting through Donard Doka
23 463 433	14 042 110 preferensaktier serie B2:1.1 / preference shares series B2:1.1 9 421 323 preferensaktier serie B2:2.1 / preference shares series B2:2.1	23 463 433	JC Verde Co-Invest 2 (A) SCSP genom/acting through Donard Doka
104 592 044	11 511 704 preferensaktier serie B1:1 / preference shares series B1:1 89 605 556 preferensaktier serie B2:1.1 / preference shares series B2:1.1 3 474 784 preferensaktier serie B2:2.1 / preference shares series B2:2.1	104 592 044	Kaliskär AB genom/acting through Harald Mik
19 945 444	preferensaktier serie B1:1 / preference shares series B1:1	19 945 444	Kingspan AB genom/acting through Mark Jennings
134 969 420	39 278 217 preferensaktier serie B1:4 / preference shares series B1:4 59 353 382 preferensaktier serie B2:1.1 / preference shares series B2:1.1 36 337 821 preferensaktier serie B2:2.1 / preference shares series B2:2.1	134 969 420	Kinnevik Online AB genom/acting through Rebecka Elming Saldaç
24 408 601	12 648 066 preferensaktier serie B2:1.1 / preference shares series B2:1.1 11 760 535 preferensaktier serie B2:2.1 / preference shares series B2:2.1	24 408 601	Lingotto Alternative Investments Master Fund ICAV genom/acting through Henrik Henriksson and Carl Erik Lagercrantz
24 179 603	preferensaktier serie B1:1 / preference shares series B1:1	24 179 603	Scania CV Aktiebolag genom/acting through Adam Engdahl
12 089 801	preferensaktier serie B1:1 / preference shares series B1:1	12 089 801	SMS Group GmbH genom/acting through Sandra Halver-Simons
15 711 286	preferensaktier serie B1:1 / preference shares series B1:1	15 711 286	Swedbank Robur Alternative Equity I AB genom/acting through Patrik Westerberg, Lorenzo Gregory Soman and David Antonovic
7 322 580	3 794 420 preferensaktier serie B2:1.1 / preference shares series B2:1.1 3 528 160 preferensaktier serie B2:2.1 / preference shares series B2:2.1	7 322 580	Swiss Reinsurance Company Ltd. Genom/acting through Henrik Henriksson
843 749 382	627 460 000 stamaktier / ordinary shares 16 289 382 preferensaktier serie B1:1 / preference shares series B1:1	843 749 382	Vargas H2 GS AB genom/acting through Carl-Erik Lagercrantz

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Bilaga 3 – Beslut att bemyndiga styrelsen att emittera aktier*Appendix 3 – Resolution to authorize the board of directors to issue new shares*

Styrelsen föreslår att bolagsstämman bemyndigar styrelsen att, vid ett eller flera tillfällen, under tiden fram till nästkommande årsstämma, utan företrädesrätt för aktieägarna, besluta om nyemission av preferensaktier av serie B2:3. Emissionsbeslutet ska kunna ske med bestämmelse om kvittning.

The board of directors proposes that the general meeting resolves to authorise the board of directors, for the period up to the next annual general meeting, whether on one or several occasions, without pre-emption rights for the shareholders, to adopt resolutions to issue new preference shares of series B2:3. Such new issue resolutions may include provisions of payment by set-off of a claim.

Syftet med bemyndigandet är att möjliggöra för bolaget att emittera aktier för att erlægga den s.k. commitment fee enligt det institutionella aktieägaravtalet daterat 27 november 2023.

The purpose with the authorisation is to enable the company to issue shares to settle the so-called commitment fee under the institutional shareholders' agreement dated 27 November 2023.

Styrelsen eller den styrelsen utser bemyndigas att vidta de smärre justeringar som krävs för beslutets registrering vid Bolagsverket.

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.