

*N.B. The English text is an in-house translation of the original Swedish text. Should there be any disparities between the Swedish and the English text, the Swedish text shall prevail.*

## **§ 1 Opening of the Annual General Meeting and election of the Chairman at the meeting**

The Annual General Meeting was declared open by the Chairman of the Board of Directors, Alf Blomqvist, who was appointed as Chairman of the meeting.

It was noted that Urban Folcker was appointed to keep the minutes of the meeting.

It was further noted that the Board of Directors has decided that the shareholders shall be able to exercise their voting rights at the Annual General Meeting also by postal voting in accordance with the regulations in the company's Articles of Association. The postal voting has been conducted electronically via Postrosta.se and the link to postal voting has been available in the notice and on the company's website [www.envirosystems.se](http://www.envirosystems.se) since May 9, 2025. It was approved that present external individuals were allowed to attend the meeting. Likewise, a live broadcast of the Annual General Meeting was approved, but without the possibility to vote or ask questions.

## **§ 2 Preparation and approval of the voting list**

A list of present shareholders, shareholders represented by proxy and accepted postal votes, including the number of shares and votes for each shareholder, was approved as voting list at the Annual General Meeting, [Appendix 1](#).

## **§ 3 Approval of the agenda**

The proposed agenda as set out in the notice was presented and approved. It was noted that Alf Blomqvist intended to give a brief speech under item 6 on the agenda.

## **§ 4 Election of one or two persons to check the minutes**

Monica Åsmyr, representing Swedbank Robur Fonder, and Mikael Briland, representing Sveriges Aktiesparares Riksförbund, were appointed to adjust the minutes together with the Chairman of the meeting.

## **§ 5 Determination of whether the meeting has been duly convened**

It was noted that the notice of the Annual General Meeting was published in the Swedish Official Gazette (Sw. *Post- och Inrikes Tidningar*) on May 13, 2025, in its entirety and has been available at the Company's website since May 9, 2025. Information that the notice to the meeting had been issued was advertised in Dagens Industri on May 13, 2025.

It was determined that the Annual General Meeting was duly convened.

## **§ 6 Speech by the CEO**

The Chairman of the Board of Directors, Alf Blomqvist, gave a speech.

Alf Blomqvist then answered and commented on questions and remarks from the shareholders.

The company's CEO, Fredrik Emilson, gave a speech.

Fredrik Emilson then answered and commented on questions and remarks from the shareholders.

## **§ 7 Presentation of the Annual Report and Auditor's Report as well as the Consolidated Financial Statement and Consolidated Auditor's Report**

The Annual Report and the Auditor's Report as well as the Consolidated Financial Statement and the Consolidated Auditor's Report for the financial year 2024 were presented. The company's auditor Johan Brobäck reported on the audit work during the past year. Alf Blomqvist reported on the work of the Board.

### **§ 8 a) Resolution on adoption of the income statement and the balance sheet as well as the consolidated income statement and consolidated balance sheet**

The income statement and the balance sheet as well as the consolidated income statement and consolidated balance sheet for the financial year 2024 were approved.

### **§ 8 b) Resolution on allocation of the company's profit or losses in accordance with the adopted balance sheet**

It was resolved that the company's profit and losses shall be carried forward to new accounts and that no dividend is paid for the financial year 2024.

### **§ 8 c) Resolution on discharge of liability for the members of the Board of Directors and the CEO**

It was resolved to discharge the members of the Board of Directors and the CEO from liability for the financial year 2024, as endorsed by the auditor.

## **§ 9 Determination of the number of members of the Board of Directors and auditors**

The Chairman of the Nomination Committee, Fabien Gaboriaud, gave a brief account of the work of the Nomination Committee.

It was resolved, in accordance with the Nomination Committee's proposal, that the Board of Directors shall consist of six (6) ordinary board members without deputies, for the period until the end of the next Annual General Meeting. It was further resolved that one (1) registered auditing firm without deputy auditor shall be appointed as auditor.

## **§ 10 Determination of remuneration to the Board of Directors and auditors**

It was resolved, in accordance with the Nomination Committee's proposal, that remuneration to the Board of Directors, for the upcoming mandate period, shall be paid with a total of SEK

1,300,000 whereby SEK 500,000 shall be paid to the Chairman of the Board of Directors and SEK 200,000 shall be paid to the other members of the Board of Directors except for Fabien Gaboriaud who has waived his remuneration.

It was further resolved, in accordance with the Nomination Committee's proposal, that remuneration for the Company's auditor shall be paid in accordance with approved invoice.

## **§ 11 Election of members of the Board of Directors and auditors and, when applicable, deputy auditors**

It was resolved, in accordance with the Nomination Committee's proposal, to re-elect Fabien Gaboriaud, Peter Möller and Björn Olausson as well as to elect Ewa Björling, Magnus Jakobson and Helene Svahn as members of the Board of Directors for the period until the end of the next Annual General Meeting. Alf Blomqvist and Nina Macpherson have vacated their position as board members.

It was resolved, in accordance with the Nomination Committee's proposal, to elect Ewa Björling as Chairperson of the Board of Directors for the period until the end of the next Annual General Meeting.

It was resolved, in accordance with the Nomination Committee's proposal, to re-elect the registered auditing firm Öhrlings PricewaterhouseCoopers AB as auditor for the period until the end of the next Annual General Meeting. It was noted that the auditing firm has informed that authorized public accountant Johan Brobäck will continue as auditor in charge.

## **§ 12 Resolution on principles for appointment of the Nomination Committee**

The Nomination Committee's proposal regarding resolution on principles for appointment of the Nomination Committee was presented, Appendix 2.

The text in the proposal, which states: "The three members shall be appointed by the three shareholders in the company controlling the largest number of votes based on the ownership statistics as of the last banking day in August **of the year in which such members shall be appointed**, whereby one member of the Nomination Committee is appointed by each shareholder." Was changed to:

"The three members shall be appointed by the three shareholders in the company controlling the largest number of votes based on the ownership statistics as of the last banking day in August **of the year before the next coming Annual General Meeting**, whereby one member of the Nomination Committee is appointed by each shareholder."

Apart from above, the item was resolved in accordance with the Nomination Committee's proposal.

**§ 13 Resolution on determination of the principles of other remuneration for the Board of Directors**

The Nomination Committee's proposal regarding resolution on determination of the principles of other remuneration for the Board of Directors was presented, Appendix 3.

It was resolved in accordance with the Nomination Committee's proposal.

**§ 14 Closing of the Annual General Meeting.**

Since it was established that there were no further questions, the Chairman declared the meeting closed.

\*\*\*\*\*

(Signature page follows)

Minutes kept by:

---

Urban Folcker

Approved:

---

Alf Blomqvist

---

Monica Åsmyr

---

Mikael Briland

**Innehållet i denna bilaga har avsiktligt tagits bort/The content of this enclosure has deliberately been removed**

## Item 12 – Resolution on principles regarding the appointment of, and instructions for, the Nomination Committee

---

*N.B. The English text is an in-house translation of the original Swedish text. Should there be any disparities between the Swedish and the English text, the Swedish text shall prevail.*

The Nomination Committee proposes that the General Meeting resolves on the following principles regarding the appointment of, and instructions for, the Nomination Committee applicable for the period until the General Meeting resolves to amend or repeal the principles.

The Nomination Committee shall consist of three members. The three members shall be appointed by the three shareholders in the company controlling the largest number of votes based on the ownership statistics as of the last banking day in August of the year in which such members shall be appointed, whereby one member of the Nomination Committee is appointed by each shareholder. The Chair of the Board shall be co-opted to participate in the nomination committee's work without being a member of the committee.

The shareholder information used to determine who shall have the right to appoint a member to the Nomination Committee shall be sorted by voting rights (including any group of shareholders) and include the 25 largest registered shareholders in Sweden. A registered shareholder is a shareholder who has an owner-registered account with Euroclear or a shareholder whose shares are registered in a custody account with a nominee and has had their identity reported to Euroclear. If a shareholder waives its right to appoint a member, such right shall be passed to the shareholder who represents the largest shareholding in terms of voting rights after the above-mentioned shareholders based on the above shareholder information.

The Chairman of the Nomination Committee shall be the member who at the time of the Nomination Committee's appointment represents the shareholder controlling the largest number of votes, unless the Nomination Committee unanimously agrees otherwise. In the event of a tied vote in the Nomination Committee, the Chairman of the Nomination Committee has the casting vote.

For the appointment of the Nomination Committee until the end of the next Annual General Meeting, the Chairman of the Board shall ask the largest shareholders in terms of votes held, in accordance with above, for the appointment of three members to take part in the Nomination Committee.

The company shall disclose the composition of the Nomination Committee by means of a press release on the company's website as soon as the members have been appointed, but no later than six months prior to the Annual General Meeting.

If one or more of the shareholders that have appointed members on the Nomination Committee earlier than three months prior to the Annual General Meeting cease to belong to the three largest shareholders in terms of votes held, the members representing these shareholders shall vacate their positions and the shareholder or shareholders who are among the three largest shareholders in terms of votes controlled, shall be entitled to appoint replacements for the resigning members. Unless there are special circumstances, there shall be no changes in the composition of the Nomination Committee based on changes in shareholdings that occur later than three months prior to the Annual General Meeting.

In the event that a member resigns from the Nomination Committee before its work is concluded and the Nomination Committee deems it appropriate to appoint a replacement, such replacement shall be appointed by the same shareholder who appointed the resigning member or, if they no longer belong to the largest shareholders in terms of votes controlled, by the shareholder who is next in line in terms of the number of votes controlled. Changes in the composition of the Nomination Committee shall be made public as soon as they occur.

The composition of the Nomination Committee shall be disclosed no later than six months prior to the Annual General Meeting, stating which owner is represented by which member. No compensation is to be paid to the members of the Nomination Committee. However, any necessary expenses for the work of the Nomination Committee shall be borne by the company. The Nomination Committee's term of office shall be for the period until the composition of the next Nomination Committee has been disclosed. The Nomination Committee shall act in the best interest of all shareholders in the company in matters that fall within the scope of the Nomination Committee's tasks in accordance with the Code. The company shall be able to deviate from these principles if it in each case is considered to result in better corporate governance according to the premise of "comply or explain" mechanism as described in the Code.

The Nomination Committee shall submit proposals on the following items for resolutions to the Annual General Meeting:

- Election of the Chairman of the Meeting.
- Resolution on number of Board members and auditors.
- Resolution on remuneration to the Board, remuneration for committee work and the auditors' remuneration.
- Election of Board members, Chairman of the Board and auditor(s).
- If any, amendments regarding procedures for appointment of the next Nomination Committee.

---



## Item 13 - Resolution on determination of the principles of other remuneration for members of the Board of Directors

---

*N.B. The English text is an in-house translation of the original Swedish text. Should there be any disparities between the Swedish and the English text, the Swedish text shall prevail.*

If a board member appointed by the general meeting undertakes assignments on behalf of the Company outside the scope of regular board duties, such assignments shall be approved by the Chair of the Board and governed by a written agreement. Remuneration for such assignments may not exceed SEK 500,000 for a board member per financial year. The Board of Directors shall annually review the agreements entered into by the Company.

---