

The Nomination Committee's proposal to adopt a long-term incentive program for Board member of the company (item 16)

The Nomination Committee proposes that the AGM resolves to issue not more than 100,000 warrants of series 2024/2027 TO 1 within the scope of a long-term incentive program for the proposed new Board member in Safeture as follows.

The incentive program includes Thomas Wandahl, who is proposed for election as new Board member in the company. The incentive program entails that participant is offered to subscribe for warrants at market value calculated according to Black-Scholes valuation formula.

Each warrant shall entitle the holder to subscribe for one (1) new share in the company at an exercise price corresponding to 150 percent of the volume weighted average price of the company's share during a period of ten (10) trading days immediately preceding the offer to acquire warrants, however, not less than the quota value of the company's share. The number of shares that each warrant entitles to, as well as the exercise price, will be recalculated should the company resolve on a share split, consolidation of shares, issue, etc. in accordance with customary recalculation conditions. The full terms and conditions for the warrants shall apply in all other aspects, as set out in the complete terms and conditions in [Appendix A](#).

Each warrant entitles the holder to subscribe for one new share in Safeture during the time period from and including 31 May 2027 up to and including 11 June 2027.

The subscription price per warrant shall be determined by an independent valuation institute as appointed by the company and correspond to the market value of the warrant at the time of the subscription, calculated in accordance with the Black-Scholes valuation formula. Based on a share price of SEK 7.93 per share, the market value of the warrants has been preliminarily calculated to SEK 1.61 per warrant.

Subscription of warrants must take place no later than 31 May 2024. If subscription cannot take place before this date due to the participant having access to inside information, subscription must be made as soon as practicably possible after the information has ceased to be considered as inside information. The same principle applies during so-called "closed periods" according to the EU Market Abuse Regulation.

To be entitled to participate in the incentive program, the participant must have entered into an advance purchase agreement with Safeture, whereby Safeture, with certain exceptions, reserves the right to repurchase warrants if the participant's employment or assignment in Safeture ends or if the participant in turn wishes to transfer the warrants before the warrants can be exercised.

Allocation of warrants

The right to subscribe for warrants shall accrue to the proposed new Board member Thomas Wandahl, provided that the participant in question has entered into an advance purchase agreement with the company. The warrants shall be allocated as follows;

- Thomas Wandahl shall be offered to subscribe for not more than 100,000 warrants.

Costs and dilution

The subscription price for the warrants will be market conformant, which means that no social security contributions are to be paid by Safeture due to the issuing of the warrants.

Based on the number of shares in Safeture per day of the notice to the AGM, the maximum dilution effect of the warrant program will be approximately 0.25 percent. Taking into account the shares that can be issued in accordance with previously implemented incentive programs in the company, as well as the incentive program proposed by the Board to employees in Safeture, the maximum dilution effect amounts to approximately 4.76 percent.

The incentive program is only expected to have a marginal effect on the company's key ratios.

The rationale for the incentive program

The Nomination Committee considers that a share-related incentive program is an important part of a competitive remuneration package to attract and motivate competent Board members, as well as to maximize value for all shareholders. The Nomination Committee further considers that the warrant program will increase the Board

member's involvement in the company's operations, strengthen the loyalty to the company and be in favor of both the company and its shareholders.

Preparation of the proposal

The incentive program has been prepared by Safeture's Nomination Committee in collaboration with external advisors.

For a description of the company's other long-term incentive programs, please visit Safeture's website, www.safeture.com.

Majority requirements

The resolution above require approval of at least nine tenths (9/10) of the shares represented and votes cast at the AGM.

Resolution to issue warrants

The Nomination Committee proposes that the general meeting resolves to issue not more than 100,000 warrants, whereby the share capital can be increased with not more than SEK 8,000.

1. Thomas Wandahl, who is proposed for election as new Board member in the company shall, with deviation from the shareholders' pre-emptive rights, be entitled to subscribe for the warrants.
2. The subscription price per warrant shall be determined by an independent valuation institute as appointed by the company and correspond to the market value of the warrant at the time of the subscription, calculated in accordance with the Black-Scholes valuation formula.
3. Each warrant entitles the holder to subscribe for one new share in Safeture during the period from and including 31 May 2027 up to and including 11 June 2027, at an exercise price corresponding to 150 percent of the volume weighted average price of the company's share during a period of ten trading days immediately preceding the offer to acquire warrants, however, not less than the quota value of the company's share. Any premium shall be added to the share premium fund.
4. Subscription of warrants must take place no later than 31 May 2024. If subscription cannot take place before this date due to the participant having access to inside information, subscription must be made as soon as practicably possible after the information has ceased to be considered as inside information. The same principle applies during so-called "closed periods" according to the EU Market Abuse Regulation.
5. Payment for the warrants shall be made three banking days after subscription at the latest. The Board shall have the right to extend the payment period.
6. The warrants shall in all other respects be governed by the terms and conditions set forth in Appendix A1.

It is further proposed that the CEO should be authorized to undertake such minor adjustments in the resolution as may be required for the registration with the Companies Registration Office.

The reason for the deviation from the shareholders' pre-emptive rights is to implement an incentive program for the proposed new Board member in the company.
