

## **NOTICE OF EXTRAORDINARY GENERAL MEETING IN MARSHALL GROUP AB**

The shareholders of Marshall Group AB (publ), reg. no. 556757-4610, (the “**Company**”) are hereby invited to the extraordinary general meeting on Thursday 20 March 2025 at 13:00 at the Company’s office, Centralplan 15, Stockholm.

### **Right to attend the general meeting**

Shareholders who wish to participate in the general meeting must:

- on the record date, which is Wednesday 12 March 2025, be registered in the Company’s share register maintained by Euroclear Sweden AB; and
- notify the Company of their intention to participate in the general meeting no later than on Friday 14 March 2025. Notice of participation may be given either by email to [moller@kntr.se](mailto:moller@kntr.se) or by regular mail to KANTER Advokatbyrå, Att. Emelie Möller, Box 1435, 111 84 Stockholm.

### **Nominee shares**

Shareholders, whose shares are registered in the name of a bank or other nominee, must temporarily register their shares in their own name in the share register maintained by Euroclear Sweden AB in order to be entitled to participate in the general meeting. Such registration, which normally is processed in a few days, must be completed no later than on Wednesday 12 March 2025 and should therefore be requested from the nominee well in advance of this date. Voting registration requested by a shareholder in such time that the registration has been made by the relevant nominee no later than on Friday 14 March 2025 will be considered in the preparation of the share register.

### **Proxy**

Shareholders represented by proxy shall issue dated and signed power of attorney for the proxy. If the proxy is issued by a legal entity, attested copies of the certificate of registration or equivalent authorization documents, evidencing the authority to issue the proxy, shall be enclosed. The proxy must not be more than one year old, however, the proxy may be older if it is stated that it is valid for a longer term, maximum five years. A copy of the proxy in original and, where applicable, the registration certificate, should be submitted to KANTER Advokatbyrå by mail at the address set forth above and at the Company’s disposal no later than on Wednesday 19 March 2025. A proxy form will be available on the Company’s website, <https://group.marshall.com>, and will also be sent to shareholders who so request and inform the Company of their postal address.

### **Agenda**

1. Opening of the meeting and election of chairman of the meeting.
2. Preparation and approval of the voting list.
3. Election of one or two persons to certify the minutes.
4. Examination of whether the meeting has been properly convened.
5. Approval of the agenda.
6. Resolution on extra dividend.
7. Closing of the meeting.

### **Proposed resolutions**

#### **Item 1: Opening of the meeting and election of chairman of the meeting**

The board of directors proposes that Ebba Olsson Werkell, at KANTER Advokatbyrå, is appointed as chairman of the meeting.

#### **Item 6: Resolution on extra dividend.**

The board of directors proposes that the general meeting resolves on an extra dividend to the shareholders of SEK 46.44 per share, with a total of approx. SEK 500 million. The board of directors proposes that the general meeting authorizes the board of directors to determine the record day for dividend.

Following the most recent resolution regarding value transfer, approx. SEK 1,241 million remains of the funds available pursuant to Chapter 17, Section 3, first paragraph of the Swedish Companies Act (2005:551). Following a value transfer in accordance with the board of director's proposal above, approx. SEK 741 million would remain.

#### **Number of shares and votes**

The total number of shares and votes in the Company as of the date of the notice amounts to 10,765,823.

#### **Other**

Proxy form and other documents that shall be available in accordance with the Swedish Companies Act are available at least two weeks in advance of the meeting. All documents are available at the Company and at the Company's website, <https://group.marshall.com>, and will be sent to shareholders who request it and provide their e-mail or postal address.

The shareholders hereby notified regarding the right to, at the general meeting, request information from the board of directors and managing director according to Chapter 7, Section 32 of the Swedish Companies Act.

#### **Processing of personal data**

For information on how personal data is processed in relation the meeting, see the Privacy notice available on Euroclear Sweden AB's website: <https://www.euroclear.com/dam/ESw/Legal/Privacynoticebolagsstammorengelska.pdf>.

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**Marshall Group AB**

Stockholm in March 2025

The board of directors