

Minutes from the annual general meeting of Catella AB, reg. no. 556079-1419, ("**Catella**" or the "**Company**"), Tuesday 12 May 2026 between 10.00 and 10.45 at GT30, Grev Turegatan 30 in Stockholm, Sweden.

§ 1 Opening of the general meeting (agenda item 1)

The chair of the board of directors Erik Rune welcomed the shareholders and thereafter declared the annual general meeting open.

§ 2 Election of chair of the general meeting (agenda item 2)

The general meeting resolved, in accordance with the nomination committee's proposal, to elect Erik Rune as chair of the annual general meeting.

It was noted that the legal counsel Emma Lötbom had been asked to keep the minutes of the annual general meeting.

It was further noted that the board of directors had resolved that shareholders would also be able to exercise their voting rights at the annual general meeting by postal voting in advance in accordance with § 11 of the articles of association.

The general meeting resolved that invited guests were welcome to attend the meeting but without the right to address the meeting and participate in the meeting's resolutions.

§ 3 Preparation and approval of the voting list (agenda item 3)

The shareholders registered in the enclosed list, Appendix §3, who were all registered in the shareholders' register concerning the circumstances on 4 May 2026 for the shareholdings stated in the list, had within the prescribed time given notice of participation in the annual general meeting and, in person or by proxy, attended the meeting or cast a postal vote.

The general meeting resolved to approve the said list as the voting list for the annual general meeting.

It was noted that the number of shares represented at the annual general meeting was 49,089,853, representing 54,734,801 votes, corresponding to 55.56 per cent of the total number of shares and 56.02 per cent of the total number of votes, respectively, in the Company. The number of shareholders represented at the meeting was 25 and the number of persons present at the meeting was 31.

§ 4 Approval of the agenda (agenda item 4)

It was noted that the agenda proposed by the board of directors, Appendix §4, had been included in the notice convening the annual general meeting.

The general meeting resolved to approve the agenda.

It was noted that the complete proposals of the board of directors and the nomination committee, the annual accounts and the auditor's report, including the consolidated annual accounts and the auditor's report for the group, for the financial year 2025, the

board of directors' remuneration report as well as the other documents for the annual general meeting, had been held available in accordance with the Swedish Companies Act and the Swedish Corporate Governance Code. The documents were declared presented at the meeting.

§ 5 Election of two persons to check and verify the minutes jointly with the chair (agenda item 5)

The general meeting appointed Fredrik Westin, representing Claesson & Anderzén, and Daniel Jern, representing Alcur Fonder, to check and verify the minutes jointly with the chair.

§ 6 Determination of whether the general meeting had been duly convened (agenda item 6)

It was noted that the notice convening the annual general meeting had been disclosed by way of press release on 31 March 2026 and that the notice had been available at the Company's headquarters and website since then. It was further noted that the notice had been published in the Official Swedish Gazette (*Sw. Post- och Inrikes Tidningar*) on 7 April 2026 and that the Company the same day had advertised that notice had been made in the newspaper Svenska Dagbladet. The convening notice is available in [Appendix §6](#).

The general meeting approved the notice procedures and declared itself duly convened.

§ 7 Statement by the CEO (agenda item 7)

The Company's CEO, Rikke Lykke, reported on the past financial year.

§ 8 Presentation of the annual accounts and the auditor's report as well as the consolidated annual accounts and the auditor's report for the group (agenda item 8)

It was noted that the annual accounts together with the auditor's report, including the consolidated annual accounts and auditor's report for the group, for the financial year 2025 had been presented at the meeting.

The Company's auditor-in-charge, Johanna Hagström Jerkeryd (KPMG), accounted for the audit and presented the auditor's report.

The shareholders were then given the opportunity to ask questions.

§ 9 Resolution regarding adoption of the income statement and the balance sheet, as well as the consolidated income statement and the consolidated balance sheet (agenda item 9)

The general meeting resolved to adopt the income statement and balance sheet for the parent company and the income statement and balance sheet for the group for the financial year 2025.

§ 10 Resolution regarding dispositions of the Company's profit or loss in accordance with the adopted balance sheet and on record date for dividend (agenda item 10)

The general meeting resolved, in accordance with the board of directors' proposal, that the earnings available for distribution at the annual general meeting shall be distributed through a dividend of SEK 0.90 per share, that 15 May 2026 shall be the record date for the dividend and that the remaining profit shall be carried forward.

It was noted that payment of the dividend was expected to occur on 20 May 2026 via Euroclear Sweden AB.

§ 11 Resolution regarding discharge from liability of the board members and the CEOs (agenda item 11)

The general meeting resolved to discharge the board members and the CEOs from liability for the management of the Company's business during the preceding financial year (1 January – 31 December 2025).

It was noted that all shareholders participating in the resolution were in favour of the resolution with the exception of those shareholders who had notified in advance, or cast postal votes, against or abstained from voting. It was further noted that neither the board members nor the CEO participated in the decision in relation to themselves.

§ 12 Presentation of the remuneration report 2025 for approval (agenda item 12)

It was noted that the board of directors' remuneration report 2025, Appendix §12, had been presented at the meeting.

The general meeting resolved to approve the presented remuneration report for 2025.

§ 13 Determination of the number of board members, auditors and any deputy auditors (agenda item 13)

Ruben Visser, member of the nomination committee, presented the nomination committee's proposals.

The general meeting resolved, in accordance with the nomination committee's proposal, that the number of board members elected by the general meeting shall be six (6), with no deputies.

The general meeting resolved, in accordance with the nomination committee's proposal, that the Company shall have one (1) auditor, with no deputy auditors.

§ 14 Determination of the remuneration to the board of directors and the auditor (agenda item 14)

The general meeting resolved, in accordance with the nomination committee's proposal, that remuneration for work in the board of directors for the period until the end of the next annual general meeting, shall be paid in accordance with the following:

- SEK 720,000 to the chair of the board of directors,
- SEK 450,000 to each of the other board members,
- for work in the committees, SEK 160,000 to the chair of the board of directors' audit committee and SEK 125,000 to each of the other two members, SEK 160,000 to the chair of the board of directors' remuneration committee and SEK 125,000 to the other member, as well as SEK 160,000 to the chair of the investment committee and SEK 125,000 to the other member, should the board of directors decide to establish an investment committee during the period until the next annual general meeting. Should an investment committee be established at a later time than the inaugural board meeting, the remuneration shall be prorated from the date of establishment.

It was noted that the total remuneration to the board of directors thus amounts to SEK 3,950,000.

The general meeting resolved, in accordance with the nomination committee's proposal, that remuneration to the auditor shall be paid in accordance with approved invoices.

§ 15 Election of board members, chair of the board of directors, auditors and any deputy auditors (agenda item 15)

The general meeting resolved, in accordance with the nomination committee's proposal, to re-elect the board members Tobias Alsborger, Pernilla Claesson, Erik Eikeland, Samir Kamal, Erik Ranje and Erik Rune for the period until the end of the next annual general meeting.

The general meeting further resolved, in accordance with the nomination committee's proposal, to re-elect Erik Rune as chair of the board of directors.

The chair thanked the resigning board member Sofia Watt for her contributions to Catella.

The general meeting resolved, in accordance with the nomination committee's proposal and the audit committee's recommendation, to re-elect the registered accounting firm KPMG AB as auditor for the period until the end of the next annual general meeting. It was noted that Johanna Hagström Jerkeryd would continue as auditor-in-charge.

§ 16 Resolution regarding guidelines for remuneration to senior executives (agenda item 16)

The general meeting resolved, in accordance with the board of directors' proposal, to adopt guidelines for remuneration to senior executives in Catella.

§ 17 Resolution regarding authorisation for the board of directors to resolve on new issues of shares (agenda item 17)

The general meeting resolved, in accordance with the board of directors' proposal, to authorise the board of directors to resolve on new issues of shares.

It was noted that all shareholders participating in the resolution were in favor of the resolution with the exception of those shareholders who had notified in advance, or cast postal votes, against or abstained from voting, and that the resolution thus was supported by shareholders holding at least two thirds of both the votes cast and the shares represented at the annual general meeting.

§ 18 Resolution regarding authorisation for the board of directors to resolve on repurchase and transfer of own shares (agenda item 18)

The general meeting resolved, in accordance with the board of directors' proposal, to authorise the board of directors to resolve on repurchase and transfer of the Company's own shares of Class A and/or Class B.

It was noted that all shareholders participating in the resolution were in favour of the resolution with the exception of those shareholders who had notified in advance, or cast postal votes, against or abstained from voting, and that the resolution thus was supported by shareholders holding at least two thirds of both the votes cast and the shares represented at the annual general meeting.

§ 19 Closing of the general meeting (agenda item 19)

The chair declared the annual general meeting closed and thanked the shareholders and others present for participating in the annual general meeting.

At the minutes

Approved by

Emma Lötbom

Erik Rune

Fredrik Westin

Daniel Jern

Proposed agenda

1. Opening of the general meeting
2. Election of chair of the general meeting
3. Preparation and approval of the voting list
4. Approval of the agenda
5. Election of two persons to check and verify the minutes jointly with the chair
6. Determination of whether the general meeting has been duly convened
7. Statement by the CEO
8. Presentation of the annual accounts and the auditor's report as well as the consolidated annual accounts and the auditor's report for the Group
9. Resolution regarding adoption of the income statement and the balance sheet, as well as the consolidated income statement and the consolidated balance sheet
10. Resolution regarding dispositions of the Company's profit or loss in accordance with the adopted balance sheet and on record date for dividend
11. Resolution regarding discharge from liability of the board members and the CEOs
12. Presentation of the remuneration report 2025 for approval
13. Determination of the number of board members, auditors and any deputy auditors
14. Determination of the remuneration to the board and the auditor
15. Election of board members, chair of the board of directors, auditor and any deputy auditors
16. Resolution regarding guidelines for remuneration to senior executives
17. Resolution regarding authorisation for the board of directors to resolve on new issue of shares
18. Resolution regarding authorisation for the board of directors to resolve on repurchase and transfer of own shares
19. Closing of the general meeting

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Notice of the annual general meeting in Catella AB

The annual general meeting of Catella AB, reg. no. 556079-1419, (the "**Company**" or "**Catella**") will be held on Tuesday 12 May 2026 at 10.00 at GT30, Grev Turegatan 30 in Stockholm, Sweden. Registration for the annual general meeting will commence at 09.30. The board of directors has resolved that shareholders shall also be able to exercise their voting rights at the annual general meeting by postal voting in advance in accordance with § 11 of the articles of association.

Right to participate in the annual general meeting

Shareholders who wish to participate in the annual general meeting shall:

- be recorded in the presentation of the share register prepared by Euroclear Sweden AB concerning the circumstances on Monday 4 May 2026; and
- give notice to attend the annual general meeting no later than Wednesday 6 May 2026. Notice to attend can be made by post to Catella AB, "Annual General Meeting 2026", c/o Euroclear Sweden AB, P.O. Box 191, SE-101 23 Stockholm, Sweden, by telephone +46 (0)8-402 91 33 or via Euroclear Sweden AB's website www.euroclear.com/sweden/generalmeetings/. When giving notice of attendance, please state your name or company name, personal identification number or company registration number, address and telephone number. The registration procedure described above also applies to advisors.

Shareholders who wish to use the possibility of postal voting in advance shall do so in accordance with the instructions under the heading *Postal voting* below.

Nominee registered shares

To be entitled to participate in the annual general meeting, a shareholder whose shares are nominee registered must have the shares re-registered in their own name so that the shareholder is recorded in the presentation of the share register as per Monday 4 May 2026. Such registration may be temporary (so-called voting right registration) (Sw. *rösträttsregistrering*) and is requested from the nominee in accordance with the nominee's procedures in such time in advance as determined by the nominee. Voting right registrations effected by the nominee no later than Wednesday 6 May 2026 will be considered in the presentation of the share register.

Proxies

Shareholders who wish to attend the meeting venue in person or by proxy are entitled to bring one or two advisors. Shareholders who wish to bring advisors shall state this in connection with their notification. Shareholders who are represented by a proxy shall issue a written and dated power of attorney for the proxy. If the power of attorney has been issued by a legal entity, a certificate of registration or corresponding authorisation documents shall be enclosed. To facilitate the registration at the general meeting, powers of attorney as well as certificates of registration and other authorisation documents should be received by the Company on the above-

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mentioned address no later than Wednesday 6 May 2026. A proxy form is available on the Company's website, www.catella.com/en/investor-relations/corporate-governance/general-meetings.

Postal voting

A certain form shall be used for postal voting. The postal voting form is available on the Company's website, www.catella.com/en/corporate-governance/general-meetings. The completed and signed postal voting form shall be submitted by post to Catella AB, "Annual General Meeting 2026", c/o Euroclear Sweden AB, P.O. Box 191, SE-101 23 Stockholm, Sweden or by e-mail to GeneralMeetingService@euroclear.com. The completed and signed form must be received by Euroclear Sweden AB, who administers the forms on behalf of the Company, no later than Wednesday 6 May 2026. Shareholders may also cast their postal votes electronically via BankID verification as per instructions available on Euroclear Sweden AB's website, www.euroclear.com/sweden/generalmeetings/. Such electronic postal votes shall be submitted no later than Wednesday 6 May 2026.

If the shareholder postal votes by proxy, a power of attorney shall be enclosed to the form. A proxy form is available on the Company's website, www.catella.com/en/corporate-governance/general-meetings. If the shareholder is a legal entity, a certificate of registration or corresponding authorisation documents shall be enclosed to the form. The shareholder may not provide special instructions or conditions to the postal voting form. If so, the vote (i.e. the postal vote in its entirety) is invalid. Further instructions are available on the postal voting form and on Euroclear Sweden AB's website, www.euroclear.com/sweden/generalmeetings/.

Shareholders' right to receive information

The board of directors and the CEO shall, if any shareholder so requests and the board of directors deems that it can be done without material harm to the Company, at the general meeting provide information regarding circumstances that may affect the assessment of an item on the agenda and circumstances that may affect the assessment of the Company's financial situation. The disclosure obligation also relates to the Company's relationship with group companies and the consolidated accounts, as well as such relationships regarding subsidiaries as referred to in the previous sentence.

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Proposed agenda

1. Opening of the general meeting
2. Election of chair of the general meeting
3. Preparation and approval of the voting list
4. Approval of the agenda
5. Election of two persons to check and verify the minutes jointly with the chair
6. Determination of whether the general meeting has been duly convened
7. Statement by the CEO
8. Presentation of the annual accounts and the auditor's report as well as the consolidated annual accounts and the auditor's report for the Group
9. Resolution regarding adoption of the income statement and the balance sheet, as well as the consolidated income statement and the consolidated balance sheet
10. Resolution regarding dispositions of the Company's profit or loss in accordance with the adopted balance sheet and on record date for dividend
11. Resolution regarding discharge from liability of the board members and the CEOs
12. Presentation of the remuneration report 2025 for approval
13. Determination of the number of board members, auditors and any deputy auditors
14. Determination of the remuneration to the board and the auditor
15. Election of board members, chair of the board of directors, auditor and any deputy auditors
16. Resolution regarding guidelines for remuneration to senior executives
17. Resolution regarding authorisation for the board of directors to resolve on new issue of shares
18. Resolution regarding authorisation for the board of directors to resolve on repurchase and transfer of own shares
19. Closing of the general meeting

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Proposed resolutions

Proposals for resolutions under items 2 and 13-15 have been presented by Catella's nomination committee ahead of the annual general meeting 2026, comprising Eje Wictorson (chair of the nomination committee), appointed by Claesson & Anderzén, Ruben Visser, appointed by Gran Fondo Capital and Oscar Karlsson, appointed by Alcur Funds.

Proposals for resolutions under items 10, 12 and 16-18 have been presented by the board of directors of the Company.

Item 2. Election of chair of the general meeting

The nomination committee proposes Erik Rune as chair of the annual general meeting.

Item 10. Resolution regarding dispositions of the Company's profit or loss in accordance with the adopted balance sheet and on record date for dividend

The board of directors proposes that the annual general meeting resolves on a dividend to the shareholders of SEK 0.90 per share for the financial year 2025 and that the remaining profit is carried forward. Based on the total number of shares in the Company as per the date of this notice, the proposed dividend amounts to a total of SEK 79,513,714.80.

The board of directors proposes Friday 15 May 2026 as record date for the dividend. If the annual general meeting resolves in accordance with the proposal, the dividend is expected to be paid by Euroclear Sweden AB on Wednesday 20 May 2026.

Item 12. Presentation of the remuneration report 2025 for approval

The board of directors proposes that the annual general meeting resolves to approve the board of directors' remuneration report for 2025 in accordance with Chapter 8, Section 53 a of the Swedish Companies Act (*Sw. aktiebolagslagen (2005:551)*).

Item 13. Determination of the number of board members, auditors and any deputy auditors

The nomination committee proposes that the board of directors shall comprise six (6) members with no deputy board members and that the Company shall have one (1) auditor and no deputy auditors.

Item 14. Determination of the remuneration to the board and the auditor

The nomination committee proposes the following remuneration for work in the board of directors for the period until the end of the next annual general meeting (previous year's remuneration stated in parentheses):

- SEK 720,000 to the chair of the board of directors (SEK 695,000);
- SEK 450,000 to each of the other board members (SEK 430,000); and
- for work in the committees, SEK 160,000 to the chair of the board of directors' audit committee (SEK 155,000) and SEK 125,000 to each of the other two members (SEK 120,000), SEK 160,000 to the chair of the board of directors' remuneration committee (SEK 60,000) and SEK 125,000 to the other member (SEK 45,000), as well as SEK 160,000 to the chair of the investment committee (-) and SEK 125,000 to the other member (-), should the board of directors decide to establish an investment committee during the period until the next annual general meeting. Should an investment committee be established at a later time than the inaugural board meeting, the remuneration shall be prorated from the date of establishment.

If the annual general meeting resolves in accordance with the nomination committee's proposals regarding board composition and remuneration to the board of directors, including remuneration

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for work in the committees, under items 13 and 14, the maximum total remuneration to the board of directors will amount to SEK 3,950,000 (SEK 3,775,000).

Further, the nomination committee proposes that remuneration to the auditor shall be paid in accordance with approved invoices.

Item 15. Election of board members, chair of the board of directors, auditor and any deputy auditors

The nomination committee proposes, for the period until the end of the next annual general meeting, re-election of the board members Tobias Alsborger, Pernilla Claesson, Erik Eikeland, Samir Kamal, Erik Ranje and Erik Rune. Sofia Watt has declined re-election.

The nomination committee proposes re-election of Erik Rune as chair of the board of directors.

In accordance with the recommendation from the audit committee, the nomination committee proposes re-election of the registered accounting firm KPMG AB as auditor for the period until the end of the annual general meeting 2027. KPMG has informed the Company that the authorised public accountant Johanna Hagström Jerkeryd will continue as auditor-in-charge if KPMG is re-elected as auditor.

Item 16. Resolution regarding guidelines for remuneration to senior executives

The board of directors proposes that the annual general meeting resolves to adopt guidelines for remuneration to senior executives in accordance with the below.

The CEO and the other members of the executive management team from time to time as well as members of the board of directors, to the extent they receive remuneration in addition to remuneration decided by the general meeting, of Catella AB (the “Company” or “Catella”) are subject to these guidelines. At the time of the adoption of these guidelines, the executive management team comprises, in addition to the CEO, the Chief Financial Officer, the Chief Human Resources Officer, Chief Legal Officer, the Head of Investment Management Europe and the Head of Corporate Finance Europe. The guidelines shall be applied to remuneration agreed, and amendments to remuneration already agreed, after adoption of the guidelines by the annual general meeting 2026. These guidelines do not apply to remuneration decided by the general meeting.

The guidelines' promotion of the Company's business strategy, long-term interests and sustainability

The Company's business strategy is dependent on the ability to recruit and retain qualified employees. The total remuneration should be on market terms and competitive, which is a prerequisite for the successful implementation of the Company's business strategy and the safeguarding of its long-term interests, including sustainability. Further, the remuneration shall be set in proportion to responsibilities and authority.

Forms of remuneration

Remuneration to the CEO and other members of the Company's executive management team may consist of base salary, short-term and long-term variable remuneration, pension benefits and other benefits.

Base salary

Base salary should be on market terms, reflecting the significance of each position for the Catella Group as a whole. The base salary should reflect the executive's area of responsibility, skills, and experience, and require a committed effort at a high professional level. The board of directors

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determines the base salary of the CEO upon preparation by the remuneration committee, and the remuneration committee determines the base salaries of the other members of the executive management team upon preparation by the CEO.

Short-term variable remuneration

Short-term variable remuneration is decided by the board of directors following preparation by the remuneration committee and shall be based on predetermined financial and non-financial targets. The targets for short-term variable remuneration, such as group-wide financial targets related to e.g. EBIT and/or assets under management (AUM), sustainability targets, and/or individual targets aligned with each executive's area of responsibility, shall be designed to promote the Catella Group's strategy and long-term value creation, and be related to responsibilities and authority. The board of directors may also decide on discretionary targets related to the executive's overall performance during the measurement period. Such discretionary targets shall constitute no more than 50 percent of the total target-based short-term variable remuneration. The assessment of the extent to which the targets have been achieved shall be measured over a one-year period.

The short-term variable remuneration may amount to a maximum of 100 percent of the fixed annual base salary. Additional variable cash remuneration may be paid in extraordinary circumstances, provided that such extraordinary arrangements are within a predetermined time frame and are only made individually either with the aim of recruiting or retaining executives, or as remuneration for extraordinary achievements in addition to the individual's ordinary assignments. Such extraordinary remuneration paid in addition to short-term variable remuneration in accordance with the above may not exceed an amount corresponding to 100 percent of the fixed annual base salary and may not be paid more than once a year per individual. Decisions relating to such remuneration shall be made by the board of directors following preparation by the remuneration committee.

Long-term variable remuneration

Long-term variable remuneration in the form of long-term share-based incentive programs is decided by the general meeting and is thus not covered by these guidelines.

Pension benefits and other benefits

Pension benefits, including healthcare insurance (Sw. *sjukförsäkring*), shall be based on defined contribution. Variable cash remuneration shall not be pensionable. Pension premiums based on defined contribution shall amount to a maximum of 30 percent of the fixed annual base salary.

Other benefits may include life insurance, healthcare insurance, wellness benefits (Sw. *friskvård*) and lunch. Such other benefits may amount to not more than 10 percent of the fixed annual base salary.

Termination of employment

Upon notice of termination of employment by the Company, the notice period shall be a maximum of twelve months, and upon notice of termination by the employee a maximum of six months. Salary and severance pay may in total not exceed 100 percent of the fixed annual base salary.

In addition, remuneration may be paid for potential non-competition undertakings. Any such remuneration shall only compensate for any actual loss of income compared to the base salary at the end of employment, only be payable in so far the employee is not entitled to severance pay and shall only be payable during the period the undertaking applies after the end of employment. Such compensation may amount to a maximum of 60 percent of the base salary at the end of employment and such period shall not exceed nine months.

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The Company is contractually prohibited to reclaim variable remuneration. The board of directors shall have the possibility, under applicable law or contractual provisions and subject to the restrictions that may apply under law or contract, to in whole or in part reclaim variable remuneration paid on erroneous grounds.

The decision-making process for determining, reviewing and implementing the guidelines

The process for preparing, reviewing and implementing the remuneration guidelines is handled by a separate remuneration committee. After preparation by the remuneration committee, the board of directors shall prepare a proposal for new guidelines at least every four years and present the proposal for resolution at the general meeting. The guidelines shall apply until such time that new guidelines are adopted by the general meeting. The remuneration committee has an advisory function (follow-up and evaluation), a preparatory function for decision-making ahead of review and resolution by the board of directors, as well as a decision-making function in respect of resolutions regarding base salary to other senior executives than the CEO. The remuneration committee's tasks also include assisting in other employee and remuneration related matters of the Catella Group.

The chair of the board of directors may be chair of the remuneration committee. Other members of the remuneration committee shall be independent in relation to the Company and management. The remuneration committee holds at least two regular meetings each year, well in advance before regular board meetings to address remuneration matters. All members of the remuneration committee shall, if possible, participate in the remuneration committee's meetings (however subject to provisions relating to conflicts of interest under the Swedish Companies Act). To the extent the remuneration committee considers it appropriate and subject to provisions relating to conflicts of interest under the Swedish Companies Act, any other individual, such as the CEO, the Chief Human Resources Officer and/or a minute keeper, may participate in the remuneration committee's meetings. Individuals affected by the decisions shall however not attend meetings of the remuneration committee or the board of directors during the period of preparation and decisions regarding the matter.

Salary and employment terms for employees

Each year, the remuneration committee completes an analysis of how the total salary structure and employment terms for the Company's employees compare to the remuneration of the CEO and senior executives. This forms the basis for decisions when evaluating the reasonableness of these guidelines.

Derogation from the guidelines

The board of directors may resolve to derogate from the guidelines, in whole or in part, if in a specific case there is special cause for the derogation and a derogation is necessary to serve the Company's long-term interests, including sustainability, or to ensure the Company's financial viability.

As regards employment relationships governed by non-Swedish legislation, the appropriate adjustments may be made concerning remuneration so as to follow mandatory rules or established local practice, taking into account, to the extent possible, the overall purpose of these guidelines.

Description of significant changes and how shareholders' opinions have been considered

In relation to the guidelines for remuneration adopted by the annual general meeting 2025, and in addition to editorial and other changes not deemed significant, the guidelines have been supplemented with an updated decision-making process for determining base salary for executives other than the CEO, whereby such base salary is decided by the remuneration

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committee following preparation by the CEO. To allow for sufficient flexibility across jurisdictions the possibility to make adjustments to mandatory rules or established local practice has been included.

No material opinions on the remuneration guidelines have been presented by shareholders.

Item 17. Resolution regarding authorisation for the board of directors to resolve on new issue of shares

The board of directors proposes that the annual general meeting resolves to authorise the board of directors to, on one or more occasions during the period until the next annual general meeting, with or without deviation from the shareholders' preferential rights, resolve on a new issue of shares of class A and/or class B, provided that such an issue can be made without amending the articles of association. The total number of shares that may be issued under the authorisation may in total not exceed ten (10) percent of the total number of shares in Catella at the time of the annual general meeting. The authorisation shall include the right to resolve on share issues through cash payment, payment in kind or payment by set-off. A cash or set-off issue made with deviation from the shareholders' preferential rights shall be made on market terms.

The purpose of the authorisation and the reasons for any deviation from the shareholders' preferential rights are to enable the Company to increase growth and improve results and cash flow by financing acquisitions and/or investments and thus contribute to increased shareholder value, as well as to promote increased liquidity in the Company's shares and a larger shareholder base in the Company.

Item 18. Resolution regarding authorisation for the board of directors to resolve on repurchase and transfer of own shares

The board of directors proposes that the annual general meeting resolves to authorise the board of directors to, on one or more occasions during the period until the next annual general meeting, resolve on repurchase of the Company's own shares of class A and/or class B. Repurchase of shares may only be made at a maximum number of shares so that the Company's holding, from time to time after such repurchase, does not exceed ten (10) percent of the total number of shares in the Company. Repurchase may only be made on Nasdaq Stockholm and shall not be conducted at a price that exceeds the higher of the price of the most recent independent trade and the highest current independent bid on Nasdaq Stockholm. Repurchase may not be conducted at a price below the lowest possible market price. The Company may assign a member of Nasdaq Stockholm to accumulate a certain number of own shares by proprietary trading during a certain period of time and, on the day of delivery, pay for the shares at a price corresponding to the volume weighted average price based on the total trading during that period of time. Payment for the shares shall be made in cash.

Further, the board of directors proposes that the annual general meeting resolves to authorise the board of directors to, on one or more occasions during the period until the next annual general meeting, resolve to transfer own shares of class A and/or class B. The maximum number of shares of class A and/or class B that may be transferred may not exceed the total number of shares of class A and/or class B held by Catella at any given time.

Transfers shall take place on or outside Nasdaq Stockholm, including a right to resolve on deviation from the shareholders' preferential rights. Transfers of shares of class A and/or class B on Nasdaq Stockholm shall be made at a price within the prevailing share price interval at the time, where share price interval means the difference between the highest buying price and the lowest selling price. Transfers of shares of class A and/or class B outside Nasdaq Stockholm shall be made on market terms and to a price in cash or value of property received that corresponds to

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the share price at the time of the transfer of the shares of class A and/or class B in Catella that are transferred, with any deviation that the board of directors deems appropriate in the individual case.

The purpose of the above authorisations regarding repurchase and transfer of own shares of class A and/or class B, and the reason for the deviation from the shareholders' preferential rights (in relation to transfer), is to enable the Company to increase growth and improve results and cash flow by financing acquisitions and/or investments in a cost-effective manner through payment with the Company's own shares, and to enable the achievement of a more appropriate capital structure from time to time.

Majority requirements

For valid resolutions of the annual general meeting in accordance with the proposals under items 17 and 18, the resolutions must be supported by shareholders representing at least two-thirds of both the votes cast and the shares represented at the annual general meeting.

Available documents

The proposals of the board of directors and the nomination committee to the annual general meeting are set out in this notice. Accounting documents, the auditor's report and other documents to the annual general meeting are available on the Company's website, www.catella.com/en/investor-relations/corporate-governance/general-meetings, and at the Company's headquarters at Birger Jarlsgatan 6, SE-114 34 Stockholm, Sweden. The notice and the other documents will be sent, free-of-charge, to shareholders who so request and state their address. The documents can be ordered via Euroclear Sweden AB using the contact information stated above.

Number of shares and votes

As per the date of this notice, the total number of shares in the Company amounts to 88,348,572, of which 2,339,442 are shares of class A with five (5) votes each and 86,009,130 are shares of class B with one (1) vote each, corresponding to a total of 97,706,340 votes. As per the same date, the Company does not hold any own shares.

Authorisation

The board of directors, the CEO or the person appointed by either of them shall have the right to make the minor adjustments to the general meeting's resolutions that may prove necessary in connection with registration with the Swedish Companies Registration Office and/or Euroclear Sweden AB.

Processing of personal data

For information about how your personal data is processed, please refer to the integrity policy that is available on Euroclear Sweden AB's website, <https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

Translation

This English version of the notice convening the annual general meeting of Catella AB is a convenience translation of the Swedish version. In the event of any discrepancies between the versions, including any documents prepared in relation thereto, the Swedish version shall prevail.

PRESS RELEASE

Stockholm, 31 March 2026



Stockholm in March 2026

Catella AB
the board of directors

For more information, please contact:

Veronica Hjelte
Head of Group Communications
08-643 33 17
veronica.hjelte@catella.com



Catella AB

Remuneration Report 2025

This report describes how the guidelines for remuneration to senior executives in Catella AB, adopted by the annual general meeting 2022 and 2025 (as applicable), have been applied during 2025. The report also contains information about remuneration to the Group CEO and, if applicable, members of the board of directors in addition to the remuneration resolved upon by the general meeting. The report further contains a general description of Catella's share and share price related incentive programs. This report has been prepared in accordance with the Swedish Companies Act (Sw. *aktiebolagslagen (2005:551)*) and the Swedish Stock Market Self-Regulation Committee's Rules on Remuneration of the Board and Executive Management and on Incentive Programs.

DEVELOPMENT DURING 2025

The CEO summarises the Company's overall result in the CEO comment on pages 6-7 in the annual report 2025.

COMPLIANCE WITH REMUNERATION GUIDELINES

The Company's business strategy is dependent on the ability to recruit and retain qualified employees. The total remuneration should be on market terms and competitive, which is a prerequisite for the successful implementation of the Company's business strategy and the safeguarding of its long-term interests, including sustainability. Further, the remuneration shall be set in proportion to responsibilities and authority. The Company's remuneration guidelines ensure that the senior executives can be offered a competitive total remuneration. According to the remuneration guidelines, the remuneration to senior executives may consist of base salary, short-term and long-term variable remuneration, pension benefits and other benefits.

The remuneration committee monitors and evaluates programs for variable remuneration to the CEO and other senior executives, both ongoing and those that have ended during the year, and the actual and expected outcome of such programs has been reported to the board of directors and discussed at board meetings. Based on the remuneration committee's evaluation of the CEO's remuneration, the board of directors has determined that the current remuneration structure and level of remuneration are appropriate, reflects market practice, are competitive and suitable for achieving Catella's objectives. Both the remuneration committee and Catella's auditor have assessed that the Company has complied with the applicable remuneration guidelines, and that no deviations from the guidelines nor the decision-making process to be applied according to the guidelines to determine remuneration have been made during 2025. No remuneration has been reclaimed.

TOTAL REMUNERATION TO THE CEO DURING 2025¹

(SEK)	Fixed remuneration		Variable remuneration		Non-recurring items	Pension costs	Total remuneration	Proportion fixed/variable remuneration ⁽⁵⁾
	Name of the Executive (role)	Base salary ⁽³⁾	Other benefits ⁽⁴⁾	One-year				
Rikke Lykke, (CEO) ⁽¹⁾	2,261,905	1,440	2,250,000	0	0	947,483	5,460,828	59%/41%
Daniel Gorosch, (Interim CEO) ⁽²⁾	3,076,110	6,467	1,468,530	0	0	1,217,139	5,768,246	75%/25%

(1) Relates to the period 15 August 2025 – 31 December 2025.

(2) Relates to the period 1 January 2025 – 14 August 2025.

(3) The base salary is inclusive of holiday pay of SEK 0 for Rikke Lykke and SEK 91,200 for Daniel Gorosch.

(4) Relates to health care insurance and lunch.

(5) Pension costs (column 6), which pertain entirely to base salary and comprise defined-contribution plans, have been reported in their entirety as fixed remuneration.

APPLICATION OF PERFORMANCE CRITERIA

According to Catella's remuneration guidelines, variable cash remuneration shall be based on predetermined financial and non-financial targets. The targets for short-term variable remuneration, such as group-wide financial targets related to e.g. EBIT and/or assets under management (AUM), sustainability targets, and/or individual targets aligned with each executive's area of responsibility, shall be designed to promote the Catella Group's strategy and long-term value creation, and be related to responsibilities and authority. The board of directors may also decide on discretionary targets related to the executive's overall performance during the measurement period. Such discretionary targets shall constitute no more than 50 percent of the total target-based short-term variable remuneration. The below table sets out the performance criteria applied to the CEO's variable cash compensation and the weighting and level of fulfilment of these targets. The table refers to remuneration for 2025 and thus refers to performance targets for 2025. The current CEO, Rikke Lykke, assumed her position in August 2025, and the board of directors has therefore resolved to apply a higher relative proportion of discretionary targets, based on her overall performance during the period from 15 August to 31 December 2025. The outcome, as set out in the table below, has been calculated on a prorated basis as from commencement of employment and determined in light of Rikke Lykke's ability to translate strategic insights to actionable direction and deliver meaningful and lasting improvements within the organisation.

Name of the Executive (role)	Performance criteria	Relative weighting of performance criteria	a) performance achieved; and b) actual outcome of the remuneration
Rikke Lykke, (CEO)	Gain insights to define strategic priorities and identify barriers for growth	30%	a) 100% b) SEK 675,000
	Review and reorganise group functions and leadership	20%	a) 100% b) SEK 450,000
	Discretionary	50%	a) 100% b) SEK 1,125,000
	Total	100%	a) 100% b) SEK 2,250,000⁽³⁾

¹ With the exception of any multi-year variable remuneration, the table accounts for remuneration attributable to the year 2025. Any multi-year variable remuneration is reported if it has been subject to so-called vesting during 2025 and in that sense has been earned in accordance with what is stated herein, regardless of whether or not payment has been made the same year.

Name of the Executive (role)	Performance criteria	Relative weighting of performance criteria	a) performance achieved; and b) actual outcome of the remuneration
Daniel Gorosch, (Interim CEO)	EBIT	33.3%	a) 0% ⁽¹⁾ b) SEK 0
	AUM	33.3%	a) 97% ⁽²⁾ b) SEK 969,030
	Discretionary	33.3%	a) 50% b) SEK 499,500
	Total	100%	a) 49% b) SEK 1,468,530⁽⁴⁾

(1) The target is linearly calculated between 20% and 150%.

(2) The target is linearly calculated between 20% and 150%.

(3) The total is for 4.5 months of bonus accrual.

(4) The total is for 7.5 months of bonus accrual.

SHARE AND SHARE PRICE RELATED INCENTIVE PROGRAMS

In 2024, Catella introduced a warrant based incentive program directed to the executive management team and other key individuals within the Catella Group, under which a total of 4,700,000 warrants were issued across five series: 2024/2027, 2024/2028, 2025/2029, 2026/2030, and 2027/2031, each of which entitles the holder to subscribe for one (1) class B share in Catella. 553,900 warrants in series 2024/2027, 972,770 warrants in series 2024/2028 and 179,833 warrants in series 2025/2029 have been transferred to the participants on market terms at a price (premium) corresponding to the market value of the warrants determined by an external valuer using the Black & Scholes valuation model. A total of 310,650 warrants in series 2024/2027 have been repurchased by Catella, leaving 243,250 warrants outstanding in series 2024/2027. A total of 526,770 warrants in series 2024/2028 have been repurchased by Catella, leaving 446,000 warrants outstanding in series 2024/2028. No warrants of series 2025/2029 have been repurchased by Catella. Transfer of warrants of series 2026/2030 shall take place during 2026, but not later than 15 June 2026, and transfer of warrants of series 2027/2031 shall take place during 2027, but not later than 15 June 2027.

Warrant Series	Subscription Price	Exercise Period	CEO's holding (Rikke Lykke) ⁽¹⁾
2024/2027	SEK 36.30	the two-week period commencing the day after the publication of the interim report for Q2 2027, but no earlier than 23 August 2027 and no later than 20 September 2027	-
2024/2028	SEK 36.30	the two-week period commencing the day after the publication of the interim report for Q2 2028, but no earlier than 21 August 2028 and no later than 18 September 2028	-
2025/2029	SEK 35.90	the two-week period commencing the day after the publication of the year-end report 2028, but no earlier than 19 February 2029 and no later than 19 March 2029	-

(1) In 2024, the warrants of series 2024/2027 and 2024/2028 held by Christoffer Abramson were repurchased by Catella. Rikke Lykke was not offered to subscribe for warrants in 2025 as the 2025/2029 program was launched prior to commencement of her employment.

In 2025, Catella introduced a warrant based incentive program directed to the board of directors of Catella, under which a total of 400,000 warrants of series 2025/2028 were issued, each of which entitles the holder to subscribe for one (1) class B share in Catella. Subsequently, a total of 300,000 warrants were transferred to the participants on market terms at a price (premium) corresponding to the market value of the warrants determined by an external valuer using the Black & Scholes valuation model. No warrants have been repurchased by Catella. The warrants may be exercised for subscription of new shares during the two-week period commencing the day after the publication of the interim report for Q2 2028, but no earlier than 23 August 2028 and no later than 20 September 2028. The subscription price has been determined to SEK 35.90.

The warrant based incentive program introduced in 2020 was cancelled during 2025. During the exercise period in June 2025, none of the remaining 150,000 warrants in the program were converted into shares.

For further information on share and share price related incentive programs, please refer to the 2025 annual report available on the Company's website, www.catella.com/en/investor-relations/corporate-governance/general-meetings.

CHANGES IN REMUNERATION AND THE COMPANY'S DEVELOPMENT OVER THE PAST FIVE FINANCIAL YEARS REPORTED

(SEK, unless stated otherwise)	2025 compared to 2024	2024 compared to 2023	2023 compared to 2022	2022 compared to 2021	2021 compared to 2020
Remuneration to the CEO⁽¹⁾	11,229,074 (+23%)	9,156,000 (+17%)	7,823,000 (-17%)	9,479,564 (+34%)	7,056,000 (+231.6%)
Group net sales (MSEK)⁽²⁾	1,890 (-14%)	2,206 (+30%)	1,697 (-15%)	1,996 (+15%)	1,735 (-15%)
Group operating profit (MSEK)⁽³⁾	291 (+138%)	122 (-16%)	145 (-82%)	822 (+491%)	139 (-51%)
Average remuneration to employees in the parent company⁽⁴⁾	1,400,000 (+2.9%)	1,360,000 (+0.7%)	1,350,000 (+3%)	1,320,000 (-9%)	1,460,000 (-10%)
Average remuneration to employees in the Group⁽⁵⁾	947,139 (+1.3%)	935,223 (-1.1%)	945,841 (-8%)	1,032,193 (+4%)	990,689 (+1.7%)

(1) Remuneration is reported in note 11 (*Remuneration to the board of directors and senior executives*) in the annual report for each financial year.

(2) Pertains to remaining operations.

(3) In 2023, certain equity and fund holdings were reclassified from financial to operational business-related holdings. As a result, changes in the fair value of the holdings are no longer recognised in the Group's net financial income and expenses but in operating profit. Comparative figures for previous periods have been adjusted accordingly.

(4) Including members of the executive management team. Excluding the CEO. Remuneration is reported in note 42 – Employees (*Salaries, other remuneration and social security expenses/Average number of full-time employees*) in the annual report for each financial year.

(5) The remuneration is reported in note 10 – Employees (*Employee benefits/Salaries and other benefits*) in the annual report for each financial year.

ADDITIONAL INFORMATION AVAILABLE IN THE ANNUAL REPORT FOR 2025 OR ON CATELLA'S WEBSITE

Catella's remuneration guidelines, adopted at the annual general meeting 2025, are available on the Company's website, www.catella.com/en/corporate-governance/management-work-and-compensation. Catella's website also contains the remuneration guidelines from 2022 as well as the auditor's statement on whether Catella has complied with the adopted remuneration guidelines, www.catella.com/en/corporate-governance/general-meetings.

Additional information on Catella's remuneration in 2025 not covered by this report is available in the annual report 2025. The information can be found at:

pages 35-36

The work of the remuneration committee in 2025.

Note 11 on pages 118-121

Information required by Chapter 5, Sections 40-44 of the Annual Accounts Act (*Sw. årsredovisningslagen (1995:1554)*), including detailed information on remuneration to other senior executives covered by the remuneration guidelines adopted by the annual general meeting 2022 and 2025, respectively, and on Catella's share and share price related incentive programs.

Note 11 on page 120

Remuneration to the board of directors.

Stockholm in March 2026

Catella AB

the board of directors