

The Board of Directors' proposal for a resolution on a share buyback program

The Board of Directors proposes that the Annual General Meeting resolves upon that the Board of Directors shall be authorized to, on one or several occasions for the period until the next Annual General Meeting, acquire own shares in the company so that, as a maximum, the company's holding following the acquisition does not exceed ten percent of all the shares in the company at any time. Acquisitions may only be conducted at Nasdaq Stockholm and at a price that is within the registered range for the share price prevailing at any time, that is, the range between the highest bid price and the lowest ask price, and in other respects in accordance with the rules of Nasdaq Stockholm at any given time.

The Board of Directors further proposes that the Annual General Meeting resolves to authorize the Board of Directors to, on one or several occasions for the period until the next Annual General Meeting, resolve upon transfer of own shares. The number of shares to be transferred may not exceed the total number of shares held by the company at any time. Transfers may be conducted on or outside Nasdaq Stockholm, including a right to resolve upon deviations from the shareholders' preferential rights. Transfer of shares on Nasdaq Stockholm shall take place at a price within the price range applicable at any given time. Transfers of shares outside Nasdaq Stockholm shall be conducted at a price in cash or value in property that corresponds to, at the time of the transfer, the current market share price of the shares in the company that are transferred, with such deviation that the Board of Directors considers appropriate depending on the circumstances of each case.

The purpose of the authorizations is to provide the Board of Directors with greater opportunities to adapt the company's capital structure and thereby contribute to increased shareholder value and to enable the company to, wholly or partly, finance any future acquisitions in a cost-effective manner through payment with the company's own shares. An additional objective is to facilitate hedging of costs and delivery in relation to LTI programs.

A resolution according to this item is valid only if supported by shareholders holding at least two-thirds of both the votes cast and the shares represented at the General Meeting.

Stockholm in March, 2025

Gränges AB (publ)

The Board of Directors