

The Board of Directors' proposals for resolutions at the Annual General Meeting in Enea Aktiebolag on May 7, 2026

The board's proposition on the appropriation of the company's profit (item 9 b)

The board proposes that there will be no dividend distributed to the shareholders regarding the financial year 2025 and that the available funds at the disposal of the Annual General Meeting of SEK 604,065,755 are carried forward.

The board's proposal for resolution on approval of remuneration report (item 13)

The board proposes that the Annual General Meeting resolves to approve the board's remuneration report for the financial year 2025.

Resolution on amendment of the Articles of Association (item 14)

The board proposes that the Annual General Meeting resolves to amend the company's Articles of Association in accordance with the following:

2 §

Current wording

Registered office

The Board of Directors has its registered office in the Municipality of Stockholm.
The Annual General Meeting shall be held in the Municipality of Stockholm.

Proposed wording

Registered office and location of the general meeting

The Board of Directors has its registered office in the Municipality of Stockholm.
The Annual General Meeting shall be held in the Municipality of Stockholm or the Municipality of Solna.

Following the amendment, the Articles of Association shall have the wording set out in **Schedule A**.

The company's CEO shall be authorized to make such minor formal adjustments of the resolution as might be necessary in connection with registration with the Swedish Companies Registration Office (Sw. *Bolagsverket*).

A resolution in accordance with this item requires approval of shareholders representing at least two-thirds of both the votes cast and the shares represented at the Annual General Meeting.

The board's proposal regarding authorization for the board to acquire and transfer own ordinary shares (item 15)

The board proposes that the Annual General Meeting authorizes the board to acquire and transfer own ordinary shares according to the following. Acquisition of ordinary shares may only be made on Nasdaq Stockholm (the "**Marketplace**") or in accordance with an offer to all shareholders in the company or all holders of ordinary shares. Acquisition may only be made of such number of ordinary shares that the company's holding of shares at each time does not exceed 10 percent of all shares in the company. Transfer of ordinary shares may be made in other ways than on the Marketplace, including a right to transfer ordinary shares with deviation from the shareholders' preferential rights and that payment may be made in cash, in kind, by set-off or otherwise with conditions. A maximum of 10 percent of the total number of shares in the company may be transferred. However, if, prior to the

exercise of the authorization regarding transfer of own ordinary shares, the board has also exercised the authorization regarding new issue of ordinary shares (item 16 on the agenda), the number of ordinary shares that may be transferred under this authorization shall be reduced by the corresponding number of ordinary shares issued pursuant to the issue authorization.

The authorizations stated above may be utilized on one or several occasions up until the Annual General Meeting 2027. Acquisition and transfer of ordinary shares on the Marketplace may only be made at a price per share that does not exceed the higher of the most recent independent trade and the highest current independent bid on the trading venue where the purchase is carried out and is otherwise on the terms and conditions determined by Marketplace. The company may however assign a stock exchange member to accumulate a certain amount of the company's own ordinary shares by proprietary trading during a certain time period and on the day of delivery pay the volume weighted average price for the market as a whole for such period of time, even if the volume weighted average price falls outside the range of prices on the day of delivery. Acquisitions may not be made at a price lower than the lowest price at which an independent trade can be made. Transfer of shares in connection with acquisitions of businesses may be made at a market price estimated by the board.

The purpose of the authorizations above to acquire and transfer ordinary shares, including any deviation from the shareholders' preferential rights in connection with transfer, is to continuously be able to adjust the capital structure of the company to the capital needs of the company, to enable financing, in whole or in part, in connection with acquisitions of businesses and for financing and/or securing delivery of ordinary shares in long-term incentive programs previously adopted by the Annual General Meeting.

If the authorization regarding transfer of ordinary shares is used for transfers with deviation from the shareholders' preferential rights, the board shall, in connection with the authorization being exercised, publish the reasons for the deviation from the shareholders' preferential rights. The board proposes that the CEO, or a person appointed by the CEO, be authorized to make necessary and minor changes in order to enable registration of the resolution with the Swedish Companies Registration Office.

A resolution in accordance with this item requires approval of shareholders representing at least two-thirds of both the votes cast and the shares represented at the Annual General Meeting.

The board's proposal on authorization for the board to issue new ordinary shares to finance further growth and expansion (item 16)

The board proposes that the Annual General Meeting authorizes the board until the Annual General Meeting 2027, on one or more occasions, to decide on new issues of ordinary shares as follows.

This authorization entails the right to issue a maximum of 1,924,796 ordinary shares, i.e. maximum 10 percent of the number of issued shares after the completion of the cancellation of ordinary shares proposed under item 17 on the agenda. If the board, prior to the exercise of the authorization for new issue of ordinary shares, has also exercised the authorization regarding transfers of ordinary shares (item 15 on the agenda), the number of ordinary shares that may be issued under this authorization shall be reduced by the corresponding number of ordinary shares transferred under the transfer authorization.

Share issues may be made with or without deviation from the shareholders' preferential rights. The issue price shall be based on market practice.

New ordinary shares may be paid in cash, by set-off or by contribution in kind or otherwise be subject to conditions referred to in chapter 13 section 5 first paragraph 6 of the Swedish Companies Act.

The board shall have the right to decide the other terms and conditions of the share issue.

The purpose of the authorization and any deviation from the shareholders' preferential rights is to enable financing, in whole or in part, in connection with company acquisitions and to give the board the opportunity to adapt the company's capital structure.

If the authorization is exercised for a new share issue with deviation from the shareholders' preferential rights, the board shall, in connection with the authorization being exercised, publish the reasons for the deviation from the shareholders' preferential rights.

The board proposes that the CEO, or a person appointed by the CEO, be authorized to make necessary and minor changes in order to enable registration of the resolution with the Swedish Companies Registration Office.

A resolution in accordance with this item requires approval of shareholders representing at least two-thirds of both the votes cast and the shares represented at the Annual General Meeting.

Resolution on (A) reduction of the share capital by way of cancellation of own ordinary shares; and (B) increase of the share capital by way of a bonus issue (item 17)

A. REDUCTION OF THE SHARE CAPITAL BY WAY OF CANCELLATION OF OWN ORDINARY SHARES

The board proposes that the Annual General Meeting resolves to reduce the share capital by way of cancellation of 1,312,619 ordinary shares repurchased within the framework of the company's buyback program. As a result of the reduction, the share capital will decrease by SEK 1,577,238.592019. The purpose of the reduction is allocation to unrestricted equity.

B. INCREASE OF THE SHARE CAPITAL BY WAY OF A BONUS ISSUE

To restore the share capital after the proposed reduction of the share capital set out in A above, the board proposes that the Annual General Meeting simultaneously resolves to increase the share capital by SEK 1,577,238.592019 through a bonus issue, by transferring the same amount from the company's unrestricted equity without the issuance of new shares.

The board's report in accordance with Chapter 20, Section 13 of the Swedish Companies Act (2005:551)

In accordance with Chapter 20, Section 13 of the Swedish Companies Act, the board of directors reports as follows. The resolution to reduce the company's share capital by cancellation of own ordinary shares according to item A can be carried out without authorisation from the Swedish Companies Registration Office (Sw. Bolagsverket) or a general court, since the company at the same time carries out an equal increase of the share capital through a bonus issue in accordance with item B above. Thus, the company's restricted equity and share capital will remain unchanged.

The board of directors' proposal in accordance with item A and B above shall be resolved upon as one resolution by the Annual General Meeting.

The board proposes that the CEO, or a person appointed by the CEO, be authorized to make necessary and minor changes in order to enable registration of the resolution with the Swedish Companies Registration Office.

A resolution in accordance with this item requires approval of shareholders representing at least two-thirds of both the votes cast and the shares represented at the Annual General Meeting.

Resolution on long-term incentive plan 2026-2029 and share delivery arrangements in respect thereof (item 18)

A. BACKGROUND AND MOTIVATION

- (1) The board proposes that the Annual General Meeting resolves on the adoption of share-based long-term incentive plan 2026–2029, giving the members of the Leadership Team and key employees (jointly the “**Participants**” and each a “**Participant**”) of the Company and its subsidiaries (jointly the “**Group**”) the opportunity to earn shares in the Company based on performance. The long-term incentive plan is a Performance Share Plan (“**PSP**”).
- (2) In order to secure the obligations of the Company to deliver shares to Participants under the PSP, the Board of Directors proposes that the Annual General Meeting resolves on share delivery arrangements.
- (3) The proposal regarding the PSP is set out in Section B below, and the proposal regarding the share delivery arrangements is set out in Section C below.
- (4) The purpose of the PSP is to increase the Participants' motivation to achieve the goals set out in the updated strategy launched in November 2025. Additionally, the aim of the PSP is to align the objectives of the Company's shareholders and the members of the Company's Leadership Team and key employees for increasing the value of the Company in the long term, to retain the Participants for the Company and to offer them a competitive incentive scheme that is based on earning and accumulating shares in the Company.

B. PROPOSAL REGARDING THE PSP

1. Structure

- (1) The PSP will be directed towards the CEO, the members of Leadership Team and key employees of the Group, 22 employees in total. The PSP will comprise a maximum of 334,200 shares in the Company.
- (2) In the PSP, the Participants may earn shares in the Company based on performance (“**Performance Shares**”). Each Participant will at commencement of the Performance Period, free of charge, receive a conditional right to Performance Shares (“**Performance Share Right**”). “**Grant Date**” refers to the relevant date on which the Performance Share Rights are allocated to a Participant.
- (3) After the expiration of a three-year performance period (subject to certain exemptions), which starts on the Grant Date (“**Performance Period**”), the Participant will be entitled to allocation of Performance Shares free of charge.
- (4) The allocation of Performance Shares is dependent on the fulfilment of the performance criteria, which are tied to the Company's Adjusted EBITDA (weight 50%) and Net Sales (weight 50%) (jointly, “**Performance Criteria**”). If the Performance Levels set out for the Performance Criteria are not reached, no Performance Shares will be allocated.

2. Allocation

- (1) The allocation of the Performance Shares will be made in accordance with the principles set out in the table below.

Allocation category (Current number of Participants per Group)	Performance Share Right (Maximum number of Performance Shares per Participant)
CEO (1 person)	40,200
Leadership Team (7 people)	21,800
Key Contributors (14 people)	10,100
Total (22 persons)	334,200

- (2) The Grant Date is expected to take place shortly after the Annual General Meeting 2026.
- (3) The number of Performance Shares allocated to the Participants after expiration of the Performance Period may amount to between 0% and 100% of the Performance Share Right, depending on the fulfilment of the Performance Levels, as defined in Section B.3(2).
- (4) Additionally, the allocation of Performance Shares is conditional upon the Participant retaining employment within the Group over the entire Performance Period, unless so-called good leaver rules (permanent disability, retirement, decease, termination by the Company without cause) apply. The allocation of Performance Shares to good leavers will be proportionately adjusted for time served during the Performance Period.

3. Performance Criteria

- (1) The allocation of Performance Shares is subject to the achievement of Performance Levels of the Performance Criteria.
- (2) The Performance Criteria include a minimum level which must be exceeded in order for any Performance Shares at all to be allocated, and a maximum level in excess of which no additional Performance Shares will be allocated ("**Performance Levels**").
- (3) Information about the outcome of the Performance Criteria will be provided in the annual report for the financial year 2029.
- (4) The minimum and maximum levels for the Performance Criteria will be set by the Board of Directors. These targets are considered commercially sensitive and will be disclosed retrospectively. Information about the minimum and maximum levels for the Performance Criteria and the outcome of the Performance Criteria will be provided in the annual report for the financial year 2029.

4. Other conditions

- (1) The number of Performance Shares will be subject to recalculation in the event of any intervening bonus issue, split, reverse split, rights issue, and/or other similar corporate actions. The same will apply for a distribution of a dividend or distribution of other assets, if the Board of Directors considers it necessary. The Performance Levels will be also subject to adjustments in such cases, if the Board of Directors considers it necessary.
- (2) In the event of a public take-over, a buy-out procedure of minority shareholders, a merger, a full demerger, a partial demerger, a divestment, a transfer of business, de-listing of the Company's shares, dissolution of the Company or any other corporate rearrangement ("**Corporate Events**"), which affects the PSP and the Participants, the Board of Directors will be entitled to resolve on the consequences of the Corporate Event to the PSP. The consequences may be e.g. accelerated termination of the PSP and accelerated allocation of Performance Shares for all Participants or for some Participants, or amendments to the PSP, relating e.g. to the Performance Criteria and/or allocations of Performance Shares.
- (3) The Board of Directors will be entitled to reduce the number of Performance Shares that are subject to allocation or, wholly or partially, terminate the PSP in advance if significant changes in the Group or in the market occur which, in the opinion of the Board of Directors, would result in a situation where the conditions for allocation of Performance Shares become unreasonable. In the event that allocation of Performance Shares has been made based on misstated information, or if actions have been taken by a Participant which could result in material damage to the Group's reputation, the Board of Directors may decide to reclaim whole or a part of the allocated Performance Shares for such Participant.
- (4) Participation in the PSP presupposes that such participation is legally possible in the various jurisdictions concerned and that the administrative costs and financial efforts are reasonable in the opinion of the Board of Directors. The Board of Directors will be entitled to make such local adjustments of the PSP that may be necessary or appropriate to implement it with reasonable administrative costs and financial efforts in the concerned jurisdictions, including, among other things, to offer cash settlement.
- (5) The Board of Directors will be entitled to make adjustments to the terms of the PSP, if it so deems appropriate, should changes occur in the Company or its operating environment that would entail that the terms and conditions of the PSP are no longer appropriate or in line with the original purpose. Any such adjustments will only be made in order to fulfil the main objectives of the PSP.
- (6) The Board of Directors will be responsible for the further design, implementation and administration of the PSP within the framework of the above-mentioned main terms and conditions.

5. Estimated costs, effects on key ratios and plan size

- (1) The costs for the PSP, which will impact the income statement, are calculated according to the accounting standard IFRS2 and distributed over the Performance Period. Based on a share price of SEK 60.60 at grant of the Performance Share Right, the total effect of the PSP on the income statement is estimated to be SEK 26,62 million, distributed over the years 2026–2029.
- (2) The estimated annual costs of SEK 8,87 million correspond to approximately 1.8 % of the Group's total employee costs for the financial year 2025. Thus, the costs for the PSP are expected to have a marginal effect on the Group's key ratios.

- (3) Assuming full allocation of Performance Shares, the maximum number of shares under the PSP amounts to 334,200 shares in the Company, corresponding to approximately 1,58% of the total number of shares and votes in the Company.

6. Preparation of the proposal

The PSP has been initiated and prepared by the Board of Directors together with external advisors. The PSP has been processed and discussed at Board meetings in 2026.

C. SHARE DELIVERY ARRANGEMENTS

1. Transfer of Treasury Shares to Participants in the PSP

The Board of Directors proposes that the Annual General Meeting resolve to transfer shares in the Company as follows:

- (a) A maximum of 334,200 shares in the Company (or such higher number of shares that may follow from a recalculation resulting from a bonus issue, split, rights issue or similar measure) may be transferred without consideration to the Participants.
- (b) The shares may be transferred to Participants who, according to the terms and conditions of the PSP, are entitled to receive shares. The transfer will occur at the time and on the terms and conditions of the PSP.
- (c) The reason for the deviation of the shareholders' preferential rights is that the purpose of the transfer of shares is to enable the shares in the Company to be paid to the Participants in accordance with the terms and conditions of the PSP, and the Board of Directors considers it to be in the best interests of the Company to align the interests of the shareholders of the Company and the key employees of the Group.

2. Share Swap Arrangement

The Board of Directors proposes that, if the required majority under Section C.1 cannot be reached, the Annual General Meeting resolves to secure delivery of shares under the plans by the Company entering into share swap arrangements with a third party, whereby the third party in its own name will acquire and transfer/sell shares in the Company to the Participants in the PSP. The relevant number of shares in this context will correspond to the number of shares proposed to be acquired and transferred/sold under Section B.1 above.

D. MAJORITY REQUIREMENT

For a valid resolution by the Annual General Meeting in accordance with the Board of Directors' proposal as set out in Sections A-B and C.2 above, the resolution must be supported by shareholders holding more than half of the votes cast at the Annual General Meeting. For a valid resolution by the Annual General Meeting in accordance with the Board of Directors' proposal as set out in Section C.1 above, the resolution must be supported by shareholders holding more than 9/10 of the votes cast at the Annual General Meeting.

Solna in March 2026
Enea Aktiebolag (publ)
The Board of Directors

Enea Aktiebolag, corporate identity number 556209-7146

ARTICLES OF ASSOCIATION

1 §

Corporate name

The company's corporate name is Enea Aktiebolag. The company is a public limited company (publ).

2 §

Registered office and location of the general meeting

The Board of Directors has its registered office in the Municipality of Stockholm.

The Annual General Meeting shall be held in the Municipality of Stockholm or the Municipality of Solna.

3 §

Operations

Directly, or indirectly through subsidiaries or associated companies, the company shall conduct consulting operations and product development in the computer technology, information technology and electronics sectors, and marketing and selling products and services in this sector, as well as purchasing, administering and selling shares, and conduct related business.

4 §

Share capital

The company's share capital shall be a minimum of SEK 10,000,000 and a maximum of SEK 40,000,000.

5 §

Number of shares

The number of shares shall be a minimum of ten million (10,000,000) and a maximum of forty million (40,000,000).

6 §

Share classes

Shares may be issued in two classes, ordinary shares and series C shares. The ordinary shares shall carry one vote per share and series C shares shall carry one-tenth of a vote per share. Shares of either share class may be issued up to an amount corresponding to the full share capital.

Series C shares do not entitle to dividends. Upon the dissolution of the company, series C shares shall carry equivalent right to the company's assets as other shares, however, not to an amount exceeding the quota value of the share.

If the company resolves to issue new ordinary shares and series C shares, against payment other than contribution in kind, owners of ordinary shares and series C shares shall have pre-emption rights to subscribe for new shares of the same class pro rata to the number of shares previously held by

them (primary pre-emption right). Shares which are not subscribed for pursuant to the primary pre-emption rights shall be offered to all shareholders for subscription (secondary pre-emption right). If the shares thus offered are not sufficient for the subscription pursuant to the secondary pre-emption rights, the shares shall be allocated between the subscribers pro rata to the number of shares previously held and, to the extent such allocation cannot be effected, by the drawing of lots.

If the company resolves to issue new shares of either solely ordinary shares or series C shares, against payment other than contribution in kind, all shareholders shall, irrespective of whether their shares are ordinary shares or series C shares, have pre-emption rights to subscribe for new shares pro rata to the number of shares previously held by them.

What is set out above with regard to pre-emption rights shall apply mutatis mutandis in the event of issues of warrants and convertible bonds, and shall not limit the right to resolve upon an issue with deviation from the shareholders' pre-emption rights.

In the event of an increase in share capital by a bonus issue, new shares of each class shall be issued pro rata to the number of shares of the same class previously issued. In connection therewith, the owners of existing shares of a certain class shall entitle the holder to new shares of the same class. This shall not entail any restrictions on the possibility of issuing new shares of a new class by means of a bonus issue, following the required amendments of the Articles of Association.

Reduction of share capital, which in any case shall not fall below the minimum share capital, may, at the request of a holder of a series C share and after resolution by the company's board of directors or a shareholders' meeting, take place through redemption of series C shares. A request from a shareholder must be submitted in writing. When a resolution on reduction has been passed, an amount corresponding to the reduction amount shall be transferred to the company's reserve fund, if the required funds are available. The redemption amount per series C share shall be the quota value of such share.

Following receipt of the redemption resolution, holders of shares subject to redemption shall promptly receive payment for the shares, or, if authorization for the redemption from the Swedish Companies Registration Office (Sw. Bolagsverket) or a court is required, following the receipt of notice that the final and effected resolution has been registered.

Series C shares held by the company may, upon resolution of the board of directors be reclassified into ordinary shares. Immediately thereafter, the board of directors shall register the reclassification with the Swedish Companies Registration Office. The reclassification is effected when it has been registered and the reclassification has been reflected in the central securities depository register.

7 §

Board of Directors

In addition to those Directors that by law, are appointed by means other than at shareholders' meetings, the Board of Directors shall have five to seven members with a maximum of seven deputies.

Auditors

The company shall have one or two Auditors with or without Deputy Auditors. A registered public accounting firm may also serve as the company's Auditor.

8 §

Convening notice

Notices convening the Annual General Meeting shall be issued by announcement in the Swedish Official Gazette and on the company's website. At the time of issue, information that the notice has been issued shall be advertised in Swedish daily newspaper *Svenska Dagbladet*.

In order to participate at the Annual General Meeting, shareholders shall notify the company by no later than the date stated in the convening notice for the Meeting. Such day may not be a Sunday, other public holiday, Saturday, Midsummer's Eve, Christmas Day or New Year's Eve, nor be earlier than the fifth weekday prior to the Meeting.

Shareholders may bring one or two deputies to the Annual General Meeting, although only if said shareholder has notified the company thereof in the manner stated in the previous paragraph.

9 §

Annual General Meeting

The Annual General Meeting is held annually within six months of the end of the financial year. The following matters shall be considered at the Annual General Meeting:

1. Election of a Chairman of the Meeting.
2. Preparation and approval of the voting list.
3. Approval of an agenda.
4. Election of one or two people to verify the minutes.
5. Consideration of whether the Meeting has been duly convened.
6. Presentation of the submitted annual accounts and audit report, and where applicable, the consolidated accounts and consolidated audit report.
7. Resolutions on
 - a) adoption of the income statement and balance sheet, and where applicable, the consolidated income statement and consolidated balance sheet.
 - b) appropriation of the company's profit or loss pursuant to the presented balance sheet.
 - c) discharging the Directors, and where one has been appointed, the Chief Executive Officer, from liability.
8. Approval of the number of Directors and Deputy Directors, and where applicable, the number of Auditors and Deputy Auditors.
9. Approval of Directors' and audit fees.
10. Election of the Board of Directors, and where appropriate, Auditors and any Deputy Auditors.
11. Other matters incumbent on the Meeting pursuant to the Swedish Companies Act (2005:551) or the Articles of Association.

At the Annual General Meeting, each party entitled to vote may vote for the full number of shares held or represented, without limitation of the number of votes.

According to the terms it designates, the Board of Directors may decide that parties that are not shareholders of the company shall be entitled to attend, or otherwise follow the proceedings of, the Annual General Meeting, for example through electronic connection.

The Board of Directors is entitled to collate powers of attorney pursuant to the procedure stated in chap. 7 § 4 second paragraph of the Swedish Companies Act (2005:551).

10 §

Financial year

The financial year is the calendar year.

Central securities depository clause

The company's shares shall be recorded in a share register pursuant to the Swedish Central Securities Depository and Financial Instruments Act (1998:1479).
