



Resolutions at the annual general meeting in OX2 AB (publ)

At the annual general meeting in OX2 today on 16 May 2023, it was resolved on, among other things, re-election of Johan Ihrfelt (chairman), Tomas von Otter, Anna-Karin Eliasson Celsing, Niklas Midby, Jan Frykhammar, Malin Persson and Ann Grevelius as members of the board of directors. Amending the nomination committee's proposal, Petter Samlin had declined re-election. It was further resolved on an authorisation for the board of directors to resolve on issuances of shares and implementation of a long-term incentive programme in the form of a share savings programme for certain key persons and to approve that the company transfers warrants.

Adoption of income statements and balance sheets

The annual general meeting adopted the income statement and the balance sheet as well as the consolidated income statement and the consolidated balance sheet for the financial year 2022.

Disposition of profits

The annual general meeting resolved that no dividends shall be paid for the financial year 2022 and that funds at the disposal of the general meeting are carried forward.

Election of the board of directors and determination of the fees to be paid to the members of the board of directors

Johan Ihrfelt was re-elected as the chairman of the board of directors for the period until the end of the next annual general meeting. Tomas von Otter, Anna-Karin Eliasson Celsing, Niklas Midby, Jan Frykhammar, Malin Persson and Ann Grevelius were re-elected as board members for the period until the end of the next annual general meeting. Amending the nomination committee's proposal, Petter Samlin had declined re-election at the annual general meeting.

The annual general meeting resolved on fees to the members of the board of directors on an annual basis, for the period until the end of the next annual general meeting, in accordance with the following:

- SEK 310,000 shall be paid to each of the members of the board of directors;
- SEK 175,000 shall be paid to the chairman of the audit committee and SEK 125,000 to a member of the audit committee;
- SEK 200,000 shall be paid to the chairman of the investment committee and SEK 150,000 to a member of the investment committee;
- SEK 100,000 shall be paid to the chairman of the remuneration committee and SEK 75,000 to a member of the remuneration committee;
- remuneration for the Business Compliance Committee shall be paid with an amount of SEK 10,000 per meeting (however not more than SEK 100,000 per board member); and
- remuneration for *ad hoc* committees that are established by the board of directors shall be paid with an amount of SEK 10,000 per meeting (however not more than SEK 100,000 per board member).

Election of auditor and determination of fees to the auditor

The annual general meeting re-elected Deloitte AB as the company's auditor for the period until the end of the next annual general meeting. The fees to the auditor shall be paid in accordance with approved invoices.

Resolution on an authorisation for the board of directors to resolve on issuances of shares

The annual general meeting resolved to authorise the board of directors to, at one or several occasions during the period before the next annual general meeting, with or without deviation from the shareholders' preferential rights, resolve upon the issuance of new shares. The board of directors' authorisation is limited so that the board of directors may not resolve upon the issuance of shares that entails the issuance of shares corresponding to more than ten (10) per cent of the total number of shares in the company at the time when the authorisation is exercised by the board of directors for the first time. In the event that new shares are issued with deviation from the shareholders' preferential rights, the new share issue shall be carried out on market terms.

Resolution on implementation of a long-term incentive programme in the form of a share savings programme for certain key persons

The annual general meeting resolved to implement a long-term incentive programme in the form of a share savings programme for certain key persons in the group who do not participate in the company's existing equity-regulated share programme (up to 67 persons). The share savings programme requires that the participants for own funds acquire shares in the company on Nasdaq Stockholm. The investment in shares that can be acquired in this way as so-called savings shares is limited to a minimum of SEK 20,000 and a maximum investment which is dependent on which category the participant belongs to. Each savings share entitles the participant to receive 0.5 shares and an additional 1–3 shares free of charge at the expiry of a three-year vesting period, depending on the fulfilment of certain predetermined performance conditions and subject to certain other restrictions and potential re-calculations pursuant to the complete terms and conditions of the share savings programme. In order to ensure delivery of the shares in the share savings programme, the annual general meeting resolved on a directed issue of not more than 516,210 warrants to the company and to approve that the company transfers the warrants to the participants (and/or to a designated third party) in connection with the delivery in accordance with the share savings programme at the end of the three-year vesting period.

Other resolutions:

The annual general meeting also resolved on:

- Discharge of liability for the members of the board of directors and the managing director.
- To approve the remuneration report.
- That the principles and the instructions for the appointment of the members of the nomination committee, which was adopted by the annual general meeting 2021, shall continue to apply until further notice.

The minutes from the annual general meeting will be available at the company and on the company's website (www.ox2.com).

For further information, please contact:

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About OX2 AB (publ)

OX2 develops, constructs, and sells renewable energy solutions at scale. OX2 also offer management of wind- and solar farms after completion. OX2's project development portfolio consists of in-house developed as well as acquired projects in onshore and offshore wind, solar, and energy storage, in various phases of development. The company is also active in developing projects based on other renewable energy technologies, such as hydrogen. OX2 is operating on eleven markets in Europe: Sweden, Finland, Estonia, Lithuania, Poland, Romania, France, Spain, Italy, Greece, and Åland. Since 2023 OX2 is also operating in Australia. Sales in 2022 was about 7.6 billion SEK. The company has about 400 employees and is headquartered in Stockholm, Sweden. OX2 is listed on Nasdaq Stockholm since 2022. www.ox2.com

Attachments

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