

Item 8 - The Board of Directors' proposal for resolution on the approval of the Board of Directors' decision, subject to the approval of the Extraordinary General Meeting, on a new share issue of ordinary shares of class B with deviation from the shareholders' preferential rights

The Board of Directors of Corem Property Group AB (publ), Reg. No. 556463-9440, ("Corem" or the "Company") proposes that the Extraordinary General Meeting on 21 July 2025 resolve to approve the Board of Directors' decision, subject to the approval of the Extraordinary General Meeting, dated 10 June 2025 regarding a new share issue of ordinary shares of Class B with deviation from the shareholders' preferential rights in accordance with the following terms:

- 1. The Company's share capital may be increased by a maximum of SEK 163,934,426 through the new share issue of a maximum of 81,967,213 ordinary shares of Class B.
- 2. M2 Asset Management AB (publ), Reg. No. 556559-3349, shall, with deviation from the shareholders' preferential rights, be entitled to subscribe for a maximum of 81,967,213 shares. M2 Asset Management AB (publ) is subject to the Swedish Companies Act (2005:551), Chapter 16. Oversubscription cannot occur.
- 3. Subscription shall be made on a separate subscription list no later than 15 August 2025. The Board of Directors shall have the right to extend the subscription period.
- 4. The subscription price shall be SEK 4.88 per share, which corresponds to the price determined through the accelerated book-building procedure carried out by Nordea Bank Abp, filial i Sverige on 10 June 2025 minus a deduction of SEK 0.02, corresponding to the dividend amount payable on each ordinary share of Class B on the record date of 30 June 2025 as resolved by the Annual General Meeting on 23 April 2025. The part of the subscription price that exceeds the quota value of the shares shall be added to the non-restricted share premium reserve.
- 5. Payment for the newly issued shares shall be made in cash no later than 15 August 2025. The Board of Directors shall have the right to extend the payment period.
- 6. The new shares shall entitle to receive dividends for the first time on the record date set for dividends that occurs immediately after the new share issue has been registered with the Swedish Companies Registration Office and the shares have been registered in the share register kept by Euroclear Sweden AB.
- 7. The purpose of the new share issue is to proactively strengthen Corem's financial position and the Board of Directors considers it a priority to further strengthen the balance sheet, improve cash flow and increase financial flexibility. Corem intends to use the net cash from the directed new share issue to repay the outstanding hybrid bond. Corem's assessment is that the directed new share issue is the best source of



financing to repay the outstanding hybrid bond. Corem has previously communicated the Company's intention to continue divesting properties during 2025 for at least SEK 5 billion. Provided that the directed new share issue is carried out, the capital released through Corem's planned divestments may instead be used to further optimise Corem's capital structure and to make profitable investments, primarily, in the existing property portfolio. Overall, the directed new share issue is expected to result in stronger cash flow, greater financial flexibility and a strengthened long-term financial position. The Company's Board of Directors has made an overall assessment and carefully considered the possibility of raising capital through a new share issue with preferential rights for the Company's shareholders. The Board of Directors considers that the reasons for deviating from the shareholders' preferential rights are (i) that a rights issue would take a significantly longer time to complete and entail a higher risk for an adverse effect on the share price, particularly in light of the current market volatility and the challenging market conditions, (ii) that the participation in the new share issue by the Company's largest shareholder has had a positive impact on the possibility of simultaneously carrying out the new share issue of 110,032,787 ordinary shares of Class B directed to Swedish and International institutional and other professional investors, and (iii) to carry out a directed issue can be made at lower costs and with less complexity than a rights issue. Furthermore, the reason for including the existing shareholder M2 Asset Management AB (publ) as entitled to subscribe is that the shareholder in question has expressed and shown interest in long-term ownership in the Company, which the Board of Directors considers creates security, stability and favorable conditions for the Company's growth and is thus deemed to be both beneficial to both the Company and all shareholders. Considering the above, the Board of Directors has made the assessment that a directed issue of ordinary shares of Class B with deviation from the shareholders' preferential rights is the most favorable alternative for the Company to carry out the capital raise and is in the best interests of all shareholders. The Board of Directors therefore considers that the reasons outweigh the main rule that new share issues should be carried out with preferential rights for the shareholders.

- 8. Since the subscription price is determined through an accelerated book-building procedure and adjusted by a deduction of the dividend amount attributable to each ordinary share of Class B on the record date of 30 June 2025 as resolved by the Annual General Meeting on 23 April 2025., it is the Board of Directors' assessment that the subscription price will reflect current market conditions and demand and is therefore on market terms.
- 9. The Board of Directors, or the person otherwise appointed by the Board of Directors, is authorised to make minor formal adjustments to the issue resolution as may prove necessary in connection with the registration of the resolution with the Swedish Companies Registration Office and Euroclear Sweden AB or due to other formal requirements.

The Board of Directors' proposal is subject to that the Extraordinary General Meeting on 21 July 2025 resolves to amend the Company's Articles of Association in accordance with the Board of Directors' proposal, <u>Appendix A</u>, adjusting the limits on the Company's share capital and number of shares.



M2 Asset Management AB (publ) is owned by Rutger Arnhult, who is a board member and CEO of the Company. Patrik Essehorn is the Chairman of the Board of Directors of the Company and a member of the Board of Directors of M2 Asset Management AB (publ). Neither Rutger Arnhult nor Patrik Essehorn has participated in the Board of Directors' resolution on the proposal.

The Board of Directors has also presented documentation in accordance with Chapter 16, Section 6 of the Swedish Companies Act (2005:551).

Majority requirements

For a valid resolution in accordance with the Board of Directors' proposal, it is required that the resolution is approved by shareholders holding at least nine-tenths of both the votes cast and the shares represented at the Extraordinary General Meeting.

Stockholm in June 2025

Corem Property Group AB (publ)

The Board of Directors