

## Board of Director's proposal for disposition of profit and dividends for 2023/24, with justificatory statement pursuant to Chapter 18, Section 4 of the Swedish Companies Act.

The Board of Systemair AB (publ.), reg. no. 556160-4108 ("**Systemair**" or the "**Company**") proposes that the Annual General Meeting (the "**AGM**") scheduled for 29 August 2024 resolve upon a disposition of the profit represented on the most recently reported balance sheet, such that SEK 249,600,000 be distributed to the shareholders and the remaining amount of SEK 1,706,102,633 is carried forward to next year's account. A dividend of SEK 1.20 per share is proposed. Monday, 2 September 2024 is proposed as the record date for the dividend. If the AGM resolves in accordance with the proposal, it is estimated that Euroclear Sweden AB will be able to pay the dividend on Thursday 5 September 2024.

The Board submits the following justificatory statement pursuant to Chapter 18, Section 4 of the Companies Act:

The Company's and Group's earnings and financial condition are healthy. Shareholders' equity provides sufficient coverage for the proposed dividend, consistent with the Company's dividend policy. The cash flows for Company and Group are good. Following the proposed dividend, the Company's equity/assets ratio and liquidity would remain satisfactory, relative to the sector in which the Company and Group operate, and the Company and Group should be expected to be able to meet their short- and long-term obligations.

Equity would only have been affected insignificantly if financial instruments valued according to Chapter 4, Section 14a of the Annual Accounts Act had instead been valued according to the lowest value principle.

The Board thus deems the proposed dividend to shareholders to be defensible in view of the requirements that the character and scope of operations, along with their associated risks, pose with regard to the Company's shareholders' equity and the Company's and Group's balance-sheet strength, liquidity and general financial condition.

Skinnskatteberg, July 2024

**Systemair AB (publ)**

Board of Directors

*Gerald Engström*

*Carina Andersson*

*Gunilla Spongh*

*Niklas Engström*

*Patrik Nolåker*

*Daniel Wilhelmsson*

*Ricky Sten*