

## The Nomination Committee of Systemair AB's proposal and reasoned statement prior to the Annual General Meeting on 29 August 2024

Systemair's Nomination Committee consists of Lennart Francke, Swedbank Robur fonder, Chairman of the Nomination Committee, Chairman of the Board, as well as the Company's largest shareholder, Gerald Engström, Färna Invest, and Magnus Tell, Alecta.

The Nomination Committee has held three meetings, a number of e-mail contacts and interviewed all Board members in combination with separate interviews with CEO and CFO respectively, thereby gathering information on the work of the Board and on the company's stage of development and other relevant circumstances. Our conclusion is that the work of the Board has been highly effective and that the Board members have shown great commitment and represent a broad spectrum of experience and expertise.

The Nomination Committee therefore proposes the re-election of Carina Andersson, Gerald Engström, Patrik Nolåker, Gunilla Spongh, and Niklas Engström. The Nomination Committee proposes that the number of members is five.

The Nomination Committee proposes that Gerald Engström be re-elected Chairman of the Board and that Patrik Nolåker be re-elected Deputy Chairman.

The Nomination Committee's diversity policy is to apply Rule 4.1 of the Swedish Corporate Governance Code (the "**Code**") in preparing its proposal for the election of Board members. The Nominating Committee considers that, as proposed above, the Board of Directors is of an appropriate composition with regard to the Company's business, stage of development and other circumstances. It provides broadly-based and multi-faceted experience and amply satisfies the requirements that may be placed on the Board with regard to the Company's future needs and development. If the nomination committee's proposal for the board is adopted by the Annual General Meeting, the percentage of female participants in the board will continue to be 40%.

The Company's directors' fees have been analysed and compared to ensure that they are in line with market conditions. For board fees a moderate increase of five (5) percent is proposed. Fees for members of the committees are proposed to be unchanged. The proposed fee amounts are stated in the notice convening the Annual General Meeting.

With the approval of the Audit Committee, it is proposed that Ernst & Young (EY) be re-elected as the company's auditor. EY has announced that Johan Holmberg will then continue as endorsement auditor.

A more detailed presentation of the members proposed for re-election to the Board can be found on Systemair's website: <https://group.systemair.com/investor-relations/>

Skinnskatteberg, June 2024

The Nominating Committee, Systemair AB (publ)