

Board of Directors proposal on Authorising the Board of Directors to Acquire and Transfer Shares in the Company

The Board of Directors (the “**Board**”) of Systemair AB (publ) (“**Systemair**” or the “**Company**”) proposes that the annual general meeting 2025 (the “**AGM**”) resolve to authorise the Board to decide, on one or more occasions during the period until the next annual general meeting, on the acquisition of shares in the Company.

- a) Maximum number of shares may be repurchased so that the Company's holding at any time does not exceed five (5) per cent of all shares in the Company.
- b) The shares shall be acquired on Nasdaq Stockholm at a price within the price range prevailing at any given time, that is, within the range between the highest bid price and the lowest ask price published on an ongoing basis by Nasdaq Stockholm.
- c) Acquisitions shall be made on a cash payment basis.

The Board has issued a statement in accordance with Chapter 19, Section 22 of the Swedish Companies Act.

The Board further proposes that the AGM resolve to authorise the Board to decide, on one or more occasions during the period until the next annual general meeting, on the transfer of shares in the Company.

- a) The shares shall be transferred on Nasdaq Stockholm at a price within the price range prevailing at any given time, that is, within the range between the highest bid price and the lowest ask price published on an ongoing basis by Nasdaq Stockholm.
- b) Transfer of shares may be made with deviation from the shareholders' preferential rights.

The purpose of the authorisations is to allow the Board to adjust the capital structure in order to create increased value for the Company's shareholders.

In order for the AGM's decision to be valid, the proposal must be supported by shareholders representing no less than two thirds of both the votes cast and the shares represented at the AGM.

Skinnskatteberg, July 2025

Systemair AB (publ)

Board of Directors