

The Nomination Committee's reasoned statement regarding the proposal for the Board of Directors of Beijer Alma AB at the 2024 annual general meeting, including a report on the work of the Nomination Committee

Beijer Alma's Nomination Committee consists of the four largest shareholders in terms of voting rights who have announced that they wish to be a member of the Nomination Committee as well as the Chairman of the board. At the annual general meeting of Beijer Alma AB on March 30, 2023, the following Nomination Committee was appointed for the annual general meeting 2024:

- Anders G. Carlberg (Chairman of the Nomination Committee), appointed by foundations related to Anders Wall and by Anders Wall with family and companies
- Hjalmar Ek, appointed by Lannebo Fonder
- Hans Christian Bratterud, appointed by Odin Fonder
- Malin Björkmo, appointed by Handelsbanken Fonder
- Johan Wall, Chairman of the board

At year-end 2023/2024, the four shareholder representatives together represented approximately 41.4% of the shares and approximately 62.4% of the votes in the Company.

The Nomination Committee's proposal for Board of Directors

The Nomination Committee unanimously proposes:

- that the Board of Directors shall consist of six ordinary members without deputies.
- re-election of Johnny Alvarsson, Oskar Hellström, Hans Landin, Sofie Löwenhielm, Caroline af Ugglas and Johan Wall.
- re-election of Johan Wall as Chairman of the board.

Reasoned statement including report on the work of the Nomination Committee

The Nomination Committee has been tasked with preparing proposals for Beijer Alma's annual general meeting 2024 regarding:

- Chairman of the annual general meeting
- Board members
- Chairperson
- Auditors
- Fees to the Board of Directors, board committees and auditors
- In the event deemed necessary, propose amendments to the instructions for the Nomination Committee.

Ahead of the annual general meeting 2024, the Nomination Committee held three recorded meetings. At the first meeting of the Nomination Committee, the company's CEO gave an overview of the company's operations and his view of the board's work. The Chairman of the board has presented his opinion of the work of the Board of Directors, the participation of the members and informed the Nomination Committee of the evaluation of the Board of Directors. The Board of Directors has in particular focused on the company's operations, goals and strategies and the work of the committees.

The Company's shareholders have had the opportunity to submit proposals to the Nomination Committee. The Nomination Committee has not received any proposals from shareholders.

During its work, the Nomination Committee has assessed the board members' ability to devote sufficient time and commitment to the assignment as a board member of the company. In summary,

an active, participatory and committed Board of Directors has been presented. The Board members have had a high level of attendance at meetings of the Board and committees.

At the same time, the Nomination Committee has discussed various requirements that may be and will be placed on a Board of Directors and its members in a rapidly changing world, in terms of globalization, digitalization, sustainability and increased competition.

The Nomination Committee is of the opinion that the proposed Board of Directors has an appropriate composition and size that is characterized by diversity and breadth in terms of the proposed Board members' competence and experience in strategically important areas for Beijer Alma's future business development. The Nomination Committee continuously focuses on providing the company with expertise and experience in the industry's global development through board representation.

In light of the above, the Nomination Committee proposes that all Board members Johnny Alvarsson, Oskar Hellström, Hans Landin, Sofie Löwenhielm, Caroline af Ugglas and Johan Wall be re-elected.

More information about the experience and expertise of all Board members is available on Beijer Alma's website www.beijeralma.se.

The Nomination Committee has applied rule 4.1 of the Swedish Corporate Governance Code as a diversity policy when preparing proposals for the Board of Directors. The proposed Board of Directors consists of two women and four men.

The proposal for the composition of the Board of Directors of the company meets the requirements of the Swedish Corporate Governance Code with regard to independent directors in relation to the company, its management and the company's major shareholders.

The Nomination Committee has discussed the level of board fees on the basis that the remuneration levels shall be competitive in order to attract and retain board members with the best possible competence and experience. The Nomination Committee proposes that the fees to the Board of Directors be increased by approximately five per cent to SEK 390,000 to ordinary board members and SEK 1,100,000 to the chairman of the board, that the fees to the Audit Committee be increased to SEK 165,000 for the chairman and SEK 80,000 for members and that the fees to the Remuneration Committee be increased to SEK 55,000 for the chairman and SEK 30,000 for members. In total, a total remuneration of SEK 3,490,000 is proposed to Beijer Alma's Board of Directors.

The Nomination Committee takes a positive view of the fact that the members of the Board of Directors over time build up their own holdings of shares in Beijer Alma.

At the annual general meeting 2020, the accounting firm KPMG was elected as the new auditor of Beijer Alma, with KPMG appointing Helena Arvidsson Älgne as auditor in charge. In December 2023, the Audit Committee was informed that Helena Älgne intends to retire. The Audit Committee has addressed the issue of election of auditor for 2024 and finds KPMG's proposal that Helena Älgne be replaced by Jonas Eriksson as satisfactory and therefore recommends the Nomination Committee to propose re-election of the company's auditor KPMG to the annual general meeting.

The Nomination Committee proposes that the annual general meeting elect auditor in accordance with the Audit Committee's proposal. The auditor's fees are proposed to be paid in accordance with approved invoices. The Nomination Committee's and the Audit Committee's proposals are in accordance with each other.

The Nomination Committee has also reviewed the current instruction for the Nomination Committee during its work, which was adopted at the annual general meeting 2023, and does not propose any changes to the instruction.

April 2024

The Nomination Committee of Beijer Alma AB