

## **The Nomination Committee's proposal for resolutions and statement regarding the Extraordinary General Meeting of Castellum Aktiebolag to be held on 13 July 2023**

The Nomination Committee, consisting of Ralf Spann appointed by Akelius Residential Property AB (publ), Patrik Tillman appointed by M2 Asset Management AB and M2 Capital Management AB, Helen Fasth Gillstedt (Chair of the Nomination Committee) appointed by Handelsbanken Fonder, Johannes Wingborg appointed by Länsförsäkringar Fondförvaltning AB (publ), and the Chair of the Board, Per Berggren, has made the following proposals:

### **The Nomination Committee's proposal for resolutions**

#### *Item 1 – Election of the Chair of the meeting.*

The Nomination Committee proposes the attorney Erik Persson to preside as Chair of the Extraordinary General Meeting.

#### *Item 6 – Determination of the number of members of the Board of Directors.*

The Nomination Committee proposes that the Board of Directors shall consist of six Board members.

#### *Item 7 – Determination of the remuneration to be paid to the members of the Board of Directors.*

The Nomination Committee proposes that the remuneration to the Board of Directors remain in accordance with the resolution of the Annual General Meeting held on 23 March 2023.

#### *Item 8 – Election of a new Board member.*

The Nomination Committee proposes that Pål Ahlsén is elected as a new Board member until the end of the next Annual General Meeting.

Pål Ahlsén was born in 1972 and is a Swedish citizen. Since 2023, Pål Ahlsén is the Chair of the Board of Directors of Akelius Residential Property AB (publ). Pål Ahlsén has previously been the President and CEO of Akelius Residential Property AB (publ). Additionally, Pål Ahlsén has been the Head of Germany and has worked with business development at Akelius Residential Property AB (publ). Pål Ahlsén has a Master's degree in Economics from Stockholm University. Pål Ahlsén does not hold any shares in Castellum Aktiebolag.



## **Statement by the Nomination Committee**

On 7 June 2023, Leiv Synnes informed Castellum that he is resigning from the Board of Directors of Castellum with immediate effect. On the same day, Akelius Residential Property AB (publ) informed Castellum that Akelius Residential Property AB (publ) intends to nominate Pål Ahlsén as a member of the Board of Directors.

The Nomination Committee is of the opinion that Pål Ahlsén will be a positive addition to the Board of Directors. Akelius Residential Property AB (publ) is Castellum's largest shareholder, and it is positive that the largest shareholder takes responsibility for the governance of the company by nominating the Chair of Akelius Residential Property AB (publ)'s Board of Directors to Castellum's Board of Directors. Pål Ahlsén has extensive experience from the real estate sector regarding property management, financing and transactions as well as leadership. Pål Ahlsén will also contribute with an international outlook.

The Nomination Committee believes that the Board of Directors, with the addition of Pål Ahlsén, will continue to have an appropriate composition and size and that it is characterised by versatility and breadth and that the Board members have competence and experience in strategically important areas.

The Nomination Committee has applied rule 4.1 of the Swedish Corporate Governance Code (Sw. *Koden*) as a diversity policy when preparing the proposal regarding the election for the Board of Directors. The proposal means that, in comparison with the Annual General Meeting's resolution on the election of the Board of Directors, the proportion of women will not change and that the Board of Directors will continue to comprise 50 percent women and 50 percent men.

The Nomination Committee assesses that Pål Ahlsén is independent in relation to the management and the company but not in relation to the major shareholders. The proposed board composition meets the requirements of the Swedish Corporate Governance Code with regard to independent Board members.