

## **Notice of Annual General Meeting in Rolling Optics Holding AB (publ)**

The shareholders of Rolling Optics Holding AB (publ), reg. no. 556056-5151, (the "Company"), are hereby summoned to the Annual General Meeting on Tuesday 20 May 2025 at 10:00 CEST at the Company's office at Solna Strandväg 3, Solna, Sweden. Registration for the meeting will commence at 09:30 CEST.

### **NOTIFICATION OF PARTICIPATION**

Shareholders who wish to participate at the meeting must:

- (i) both be recorded as shareholders in the share register kept by Euroclear Sweden AB on the record date on Monday, 12 May 2025; and
- (ii) not later than on Wednesday, 14 May 2025, have notified their attendance and possible advisors to the Company, either in writing to Rolling Optics Holding AB, Solna Strandväg 3, SE-171 54 Solna, Sweden or via e-mail to [fredrik.isaksson@rollingoptics.com](mailto:fredrik.isaksson@rollingoptics.com).

The notification shall include full name, personal/corporate identity number, address, daytime telephone number, holding of shares and, when applicable, information regarding deputies, proxies and advisors. The number of advisors can be at most two. In order to facilitate registration for the meeting, the notification should, when applicable, be accompanied by powers of attorney, certificates of registration and other documents of authority.

Personal data regarding shareholders obtained from the share register, the notification of participation at the meeting and data regarding proxies and advisors, will be used for registration, preparation of the voting list for the meeting and, when applicable, the minutes from the meeting. The personal data is handled in accordance with the General Data Protection Regulation (Regulation (EU) 2016/679 of the European Parliament and of the Council). For information on how your personal data is processed in connection with the general meeting, see the privacy policy on Euroclear Sweden AB's website, <https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

### **NOMINEE REGISTERED SHARES**

To be entitled to participate in the meeting, a shareholder whose shares are registered in the name of a nominee must, in addition to providing notification of participation, register its shares in its own name so that the shareholder is registered in the share register on the record date on Monday, 12 May 2025. Such registration may be temporary (so-called voting right registration) and is requested from the nominee in accordance with the nominee's procedures in such time in advance as the nominee determines. Voting registration requested by shareholders in such time that the registration has been made by the nominee no later than on Wednesday, 14 May 2025 will be considered in the preparation of the share register.

### **PROXIES**

Shareholders' rights at the meeting may be exercised by a proxy. The power of attorney must be in writing, dated and signed and may not be more than five years old. The original version of the power of attorney shall be presented at the meeting. Proxies for legal entities must also be accompanied by a certificate of registration or if such document does not exist, equivalent document verifying authority. To facilitate registration, a copy of the power of attorney and other authorizing documents should be attached to the notification to the meeting. Proxy forms are available on the Company's website [www.rollingoptics.com](http://www.rollingoptics.com) and are sent by post to shareholders who request it and provide their postal address.

## **PROPOSED AGENDA**

1. Opening of the meeting.
2. Election of the chairman of the meeting.
3. Preparation and approval of voting list.
4. Approval of the proposed agenda.
5. Election of two persons to approve the minutes.
6. Determination as to whether the meeting has been duly convened.
7. Presentation of the annual report and the auditor's report and the consolidated accounts and the auditor's report on the consolidated accounts.
8. Resolution on:
  - a. adoption of the income statement and balance sheet and the consolidated income statement and consolidated balance sheet,
  - b. allocation of the Company's result in accordance with the adopted balance sheet, and
  - c. discharge from liability for members of the board of directors and the CEO.
9. Determination of the number of board members and deputies and the number of auditors.
10. Determination of remuneration to the board of directors and auditors.
11. Election of board members and auditors.
12. Resolution regarding authorization for the board to issue new shares, warrants and/or convertibles.
13. Closing of the meeting.

## **RESOLUTIONS PROPOSED BY THE NOMINATION COMMITTEE**

The nomination committee, consisting of Axel Lundvall (chairman of the nomination committee), Sorin Chiorescu (appointed by Forestum Capital AB) and Thomas Savare (chairman of the board and appointed by François-Charles Oberthur SAS) has proposed the following resolutions in relation to items 2 and 9–11 of the above proposed agenda.

### **Item 2. Election of the chairman of the meeting**

The nomination committee proposes that Jenny Lindén from Advokatfirman Delphi is elected as chairman of the annual general meeting, or, in her absence, the person designated by the nomination committee.

### **Item 9. Determination of the number of board members and deputies and the number of auditors**

The board of directors is currently composed of five (5) ordinary board members without deputies. The nomination committee proposes that the board of directors shall be composed of five (5) ordinary board members without deputies for the period until the end of the next annual general meeting.

The Company currently has a registered auditing firm as auditor. The nomination committee proposes that the Company for the period until the end of the next annual general meeting shall have a registered auditing firm as auditor.

### **Item 10. Determination of remuneration to the board of directors and auditors**

The nomination committee proposes that remuneration to the board of directors shall be paid with a total of SEK 140,000 in accordance with the following: Fredrik Nikolajeff, who is not employed by the Company or François-Charles Oberthur SAS, shall receive SEK 140,000.

The nomination committee further proposes that remuneration to the Company's auditor shall be paid in accordance with approved invoice.

**Item 11. Election of board members and auditors**

The nomination committee proposes that the annual general meeting, for the period until the end of the next annual general meeting, shall re-elect the board members Thomas Savare, Jean-Michel Guichot, Etienne Couëlle, Axel Lundvall and Fredrik Nikolajeff.

The nomination committee proposes that Thomas Savare is re-elected as the chairman of the board of directors.

For a presentation of the board members proposed for re-election, please refer to the Company's website [rollingoptics.com](http://rollingoptics.com).

The nomination committee further proposes re-election of the registered auditing firm Öhrlings PricewaterhouseCoopers AB as the Company's auditor for the period until the end of the next annual general meeting. Öhrlings PricewaterhouseCoopers AB has informed that, if Öhrlings PricewaterhouseCoopers AB is re-elected as auditor, Lars Kylberg will continue as auditor in charge.

**RESOLUTIONS PROPOSED BY THE BOARD OF DIRECTORS****Item 8b. Resolution on allocation of the Company's result in accordance with the adopted balance sheet**

The board of directors proposes that no dividend is paid for the financial year 2024 and that the Company's available funds shall be carried forward to new account.

**Item 12. Resolution regarding authorization for the board to issue new shares, warrants and/or convertibles**

The board of directors proposes that the meeting resolves on an authorization for the board of directors to, during the period until the next annual general meeting, on one or several occasions resolve upon issuance of new shares, warrants and/or convertibles to be paid in cash, by way of set-off and/or in kind. Shares, warrants and convertibles may be issued without preferential rights for the shareholders of the Company. The number of shares that may be issued based on the authorization shall not be limited in any other way than by the limits on the share capital and the number of shares in the articles of association in force from time to time.

The board of directors or the person appointed by the board of directors shall be entitled to make the minor adjustments of the resolution required in connection with the registration thereof.

For the present resolution to be valid it is required that the proposal is approved by shareholders holding at least two-thirds (2/3) of both the votes cast and the shares represented at the general meeting.

**DOCUMENTATION**

The annual report and the auditor's report will be made available at latest three weeks prior to the annual general meeting and the board of directors' complete proposals will be made available at latest two weeks prior to the general meeting. The documentation will be available on the Company's website [rollingoptics.com](http://rollingoptics.com) and at the Company's office. The documentation will also be sent free of charge to the shareholder who so request and provide their postal address. All the above documents will also be presented at the meeting.

**SHAREHOLDERS' RIGHT TO DEMAND INFORMATION**

Pursuant to Chapter 7, Sections 32 and 57 of the Swedish Companies Act, the board of directors and the CEO shall, if any shareholder so request and the board of directors deems that it may be done without significant harm to the Company, provide information at the annual general meeting regarding

circumstances that may affect the assessment of a matter on the agenda and conditions that may affect the assessment of the Company's financial situation. The disclosure requirement also covers the Company's relationship to another Group company, the consolidated financial statements and such relationships concerning subsidiaries as referred to in the previous sentence.

**Please note that this is a translation for information purposes only. In case of any discrepancies between the Swedish and English versions, the Swedish version shall prevail.**

Solna, April 2025

**ROLLING OPTICS HOLDING AB**

*The board of directors*