

PROPOSAL FOR RESOLUTION ON ISSUANCE OF WARRANTS, TRANSFER OF WARRANTS AND AUTHORIZATION TO ENTER INTO SWAP AGREEMENTS UNDER LTIP 2026

The board's and shareholder's proposal for LTIP 2026 means that a maximum of 4,106,875 warrants of series 2026/2029 (the "**Warrants**"), with the right to subscribe for new shares of series B in the Company, shall be issued substantially in accordance with the proposal below.

1. The Warrants are issued without consideration. Each Warrant shall give the right to subscribe for one new share of series B in the Company, thus the share capital, upon full exercise of the Warrants, will increase by a maximum of SEK 205,343.75.
2. The right to subscribe for Warrants shall, with deviation from shareholders' preferential rights, accrue to the Company.
3. Subscription for the Warrants shall take place no later than 31 May, 2026. The board reserves the right to extend the subscription period.
4. The Warrants shall provide the possibility to subscribe for shares from the time the warrants are registered with the Swedish Companies Registration Office until 31 December, 2029.
5. The Warrants shall upon subscription for shares have an exercise price of SEK 0.05 which corresponds to the share's nominal value.
6. The new shares shall entitle to dividends for the first time on the first record date for dividend that takes place after the issue of new shares has been recorded in the share register kept by Euroclear Sweden AB.
7. The number of shares that may be subscribed for each Warrant and the exercise price may be recalculated according to recalculation principles due to, among other things, bonus issues, consolidation or split of shares, rights issues or similar measures.
8. Any share premium paid for shares arising due to subscription shall be allocated to the Company's unrestricted share premium reserve.

The reason for the deviation from shareholders' preferential rights is that the Company wishes to implement LTIP 2026.

Proposal for transfer of Warrants to participants in LTIP 2026 and to cover costs for social security contributions and authorization to enter into equity/cash swap agreement

The board's proposal for LTIP 2026 means that the general meeting approves both that the Company, on one or several occasions, transfers Warrants of series 2026/2029 to participants in LTIP 2026 and to a third party to cover costs for LTIP 2026, and that the Company enters into swap agreements with a third party.

Special authorization

The board, or a person appointed by the board, shall have the right to decide on such minor amendments to the decision that may be required in connection with registration of the decision with the Swedish Companies Registration Office, Euroclear Sweden AB or due to other formal requirements.

Decision form and majority requirements

A resolution in accordance with this proposal will not be valid unless supported by shareholders representing at least nine tenths of both the votes cast and the shares represented at the general meeting. Furthermore, the resolution is contingent upon the general meeting resolving on LTIP 2026 in accordance with the board's and shareholder's proposals under item 15 on the agenda.

Stockholm in February 2026
Flat Capital AB (publ)
The board of directors