



## **Item 7 - Resolution regarding the Board's proposal for a directed share issue**

The Board of Directors of Acconeer AB proposes that the extraordinary general meeting resolves on a directed share issue of a maximum of 5,482,456 shares, entailing an increase in the share capital of a maximum of SEK 274,122.8.

The decision shall otherwise be subject to the following conditions.

1. The right to subscribe for the new shares shall only, with deviation from the shareholders' preferential rights, be granted to the existing and strategically important shareholder Alps Alpine Co., Ltd. with a total 5,482,456 number of shares. The reasons for the deviation from the shareholders' preferential rights and that the directed share issue is directed to an existing shareholder are as follows. Prior to the decision to propose the directed share issue, the Board of Directors has carefully investigated and considered alternative financing options, including raising capital solely through a rights issue. However, after an overall assessment and careful consideration, the Board of Directors considers that a share issue carried out with deviation from the shareholders' preferential rights in combination with a rights issue is a more favourable alternative for the Company and the Company's shareholders than an isolated rights issue and that it is objectively in the interest of both the Company and its shareholders to carry out the directed share issue. The Board of Directors has considered, inter alia, the following.
  - (i) Alps Alpine is an existing shareholder in the company and an important partner. The reason why the directed share issue is directed to an existing shareholder in the company is that it has expressed and shown a long-term interest in and commitment to the company, which, according to the Board of Directors, creates security and stability for both the company and its shareholders. Alps Alpine is a strategically important investor, and without Alps Alpine it would not have been possible for the company to secure the financing for the A2 project. At the same time, other shareholders are given the opportunity to subscribe for shares on the same terms through the rights issue.
  - (ii) The Company is in an important phase and has a need for financing to secure its long-term operations. A more extensive and isolated rights issue would require significantly more time and resources to implement and also entail a higher risk of negative impact on the share price, especially in light of the current volatile and challenging market conditions. From a shareholder perspective, an isolated rights issue thus entails a risk of a negative effect on the share price compared to a directed share issue in combination with a rights issue.

In light of the above, the Board of Directors' overall assessment is that the reasons for carrying out a directed share issue in combination with a rights issue outweigh the reasons for carrying out a more extensive isolated rights issue, and that the directed share issue to Alps Alpine is therefore in the interest of both the company and all its shareholders.

2. Prior to the decision on the directed share issue, the Board of Directors has emphasised that the subscription price shall be on market terms in relation to the current share price. The subscription price has, after arm's length negotiations between the company and Alps Alpine, been set at SEK 4.56 per share, which corresponds to the closing price of the company's share on 13 February 2025. In light of this, the Board of Directors makes the assessment that the

subscription price is on market terms and reflects the demand for the company's shares. The share premium shall be added to the unrestricted share premium reserve.

3. Subscription of the newly issued shares shall be made on a separate subscription list no later than 31 March 2025. Oversubscription is not possible. Payment for the subscribed shares shall be made no later than 31 March 2025. The Board of Directors has the right to extend the subscription period and the time for payment.
4. The new shares shall entitle to dividends as of the record date for the dividend decided immediately after the new shares have been registered with the Swedish Companies Registration Office and entered in the share register maintained by Euroclear Sweden AB.

The Board of Directors also proposes that the Board of Directors, or the person appointed by the Board of Directors, shall be entitled to make the minor changes to the resolution of the extraordinary general meeting that may be required in connection with registration with the Swedish Companies Registration Office, Euroclear Sweden AB or for other administrative reasons.

A resolution in accordance with this proposal shall only be valid where supported by not less than two-thirds of both votes cast and the shares represented at the extraordinary general meeting.

---

Malmö February 2025

**Acconeer AB (publ)**

*Board of Directors*