

The board of directors' reasoned statement pursuant to Chapter 19, Section 22 of the Swedish Companies Act

With reference to the board of directors' proposal to the annual general meeting 2025 of Fasadgruppen Group AB (publ) regarding authorisation for the board of directors to resolve on acquisitions of treasury shares, the board of directors submits the following statement in accordance with Chapter 19, Section 22 of the Swedish Companies Act.

The amount payable by the company at exercise of the authorisation to acquire treasury shares depends on whether, and in such case to what extent, the board of directors decides to exercise the authorisation and at what share price such acquisition is made. Assuming full exercise of the proposed authorisation (and considering that the company already holds 114,234 own shares in treasury) at a share price of SEK 16.56, the closing price of the company's share on Nasdaq Stockholm on 7 April 2025, the total consideration would amount to approximately SEK 87.25 million, corresponding to approximately 5.10 per cent of the company's non-restricted equity as of 31 December 2024.

The board of directors considers that, taking into account the board of directors does not propose any dividend for the financial year 2024, the proposed authorisation for the board of directors to resolve on acquisitions of shares in the company is justified in view of the demands with respect to the size of shareholders' equity which are imposed by the nature, scope and risks associated with the company's and the group's operations as well as the company's and the group's need to strengthen its balance sheet, liquidity and financial position in general.

However, the board of directors will make a new assessment in accordance with Chapter 19, Section 22 of the Swedish Companies Act prior to each potential decision to exercise the proposed authorisation to acquire treasury shares. The board of directors will thus only resolve on acquisitions of shares if, and to the extent, the board of directors deems this to be justifiable as required pursuant to the Swedish Companies Act.

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Stockholm in April 2025
Fasadgruppen Group AB (publ)
The board of directors