



Corporate
Governance
Report

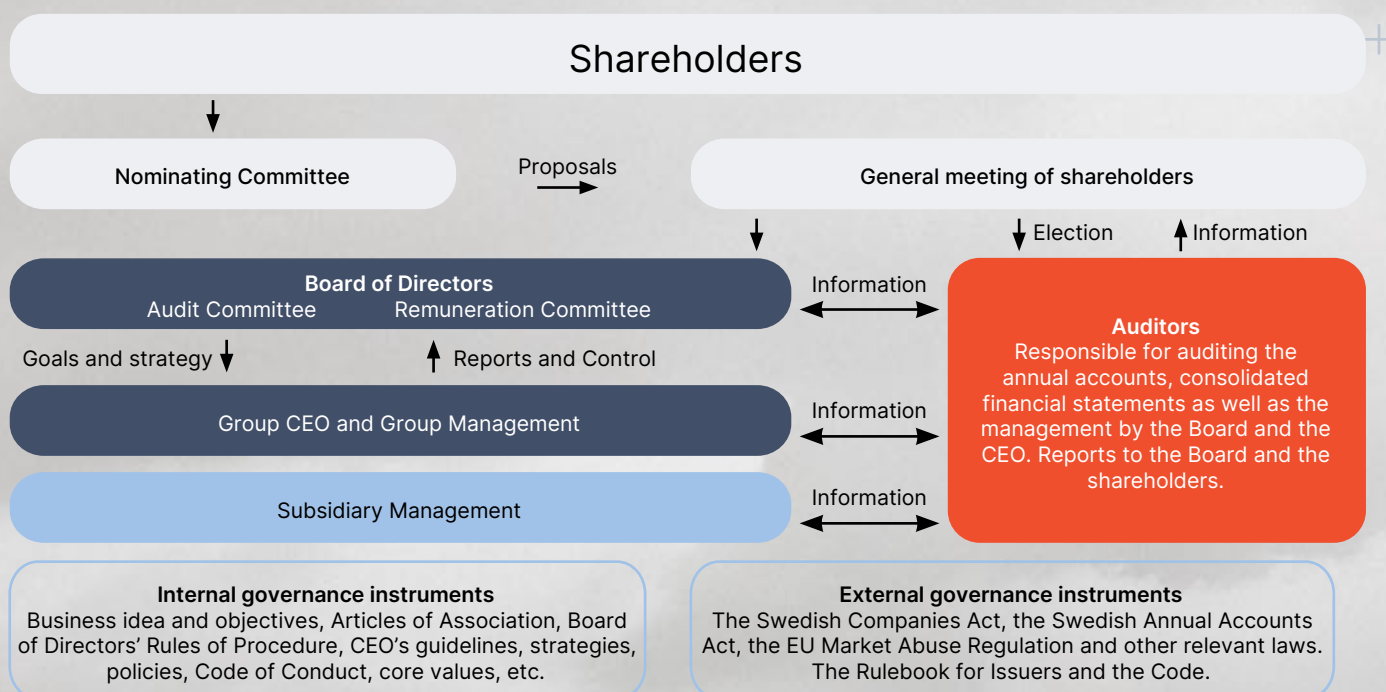
2025

Corporate Governance Report

Scandinavian Astor Group AB (publ) was formed in 2022 and is the Parent company of the Scandinavian Astor Group ("Astor Group"). The Company is public, and its shares have been admitted to trading on NGM Main Market since December 4, 2025. The Board of Directors of Astor Group hereby submits the Corporate Governance Report for the financial year 2025, prepared in accordance with Chapter 6. Section 6 of the Annual Accounts Act and item 10 of the Swedish Code of Corporate Governance (the "Code"). The Corporate Governance Report has been reviewed by the Company's auditors and is part of the Management Report.

Astor Group's steering model

Decision-making and control over the Company are exercised by the shareholders, the Board of Directors, the Group CEO and the auditors in accordance with the Swedish Companies Act.



Principles of Corporate Governance

In addition to applicable laws and regulations, Astor Group has applied the Swedish Code of Corporate Governance (the "Code") since its listing on NGM Main Market in December 2025. During the time the Code has been in effect, the Company has not deviated from the Code. The period prior to the listing constitutes a transitional period, during which the Code was not applicable. The Board of Directors assesses that the Company's corporate governance during the transition period has been appropriate and in accordance with good practice, as required by the Code. The Group's internal rules consist of the Articles of Association, the Board's rules of procedure, including instructions for its committees, the CEO's instructions, instructions for financial reporting and other policies, guidelines and internal instructions.

These governance instruments are reviewed annually and updated as necessary to ensure good and effective corporate governance.

Astor Group strives to conduct business in a sustainable, responsible and efficient manner that creates long-term value for customers, shareholders, employees, suppliers and other stakeholders. The Company's strategy and financial targets are central to this direction.

Share capital and shareholders

Scandinavian Astor Group has been listed on NGM Main Market and Boerse Stuttgart since December 2025, under the ticker ASTOR. The total number of shares in the Company amounted to 61,442,732 as of the end of December 2025, with each share entitling the holder to one (1) vote. The average number of outstanding shares during the year amounted to 55,330,786. The shareholders' voting rights thus correspond to their respective shareholdings.

As of December 31, 2025, the Company had 31,708 shareholders, none of whom held more than 10 %. A table of the largest shareholders is on page 28 of the Annual Report. A table showing the development of share capital is on page 30 of the Annual Report.

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Insider trading and insider list

Astor Group has ambitious goals regarding ethical behaviour. The Board of Directors of Astor Group has adopted an insider policy as well as an information and communication policy as a part of its efforts to maintain a high level of ethics and to ensure the Group maintains a good reputation in the public's eyes and with the capital market. The policy documents aim to reduce the risks of insider dealing, misdisclosure, and other illegal activities by providing clear guidance to employees and other stakeholders.

Annual General Meeting and Articles of Association

The Annual General Meeting is Scandinavian Astor Group's highest decision-making body and gives shareholders the opportunity to exercise their influence in the Company. The Annual General Meeting shall be held within six months of the end of the financial year, and notice shall be published on the Company's website and in the Swedish Official Gazette and with an advertisement in Dagens Industri stating that notice has been issued. Shareholders who wish to participate must be entered in the share register maintained by Euroclear Sweden AB five working days prior to the meeting and notify them of their attendance in accordance with the instructions in the notice. The Board of Directors may also decide that shareholders may exercise their voting rights by post prior to the Meeting. In addition to the Annual General Meeting, Extraordinary General Meetings may be convened when the Board of Directors determines that a resolution must be adopted by the General Meeting. All documents from the Company's general meetings are available on the Company's website.

The Company's Annual General Meeting 2025 was held on May 22, 2025 in Stockholm. The Annual General Meeting resolved to adopt the income statement and balance sheet for 2024, to appropriate the Company's profit, and to discharge the Board of Directors and the CEO from liability for the past financial year. At the AGM, Board members and the auditor were elected for the coming term of office, including remuneration, and the AGM also resolved on instructions for the Nomination Committee. The AGM also considered an amendment to the Articles of Association, which resolved to increase the share capital and the number of shares with the required majority. In addition, the Annual General Meeting adopted a long-term incentive programme for senior executives and resolved on the authorisations described below.

Authorisations from the Annual General Meeting 2025

The 2025 Annual General Meeting resolved to authorise the Board of Directors to, as of the date on which the Company's shares are admitted to trading on NGM Main Market and until the end of the next Annual General Meeting, on one or more occasions, resolve on the acquisition and transfer of the Company's own shares. The Company may acquire its own shares so that its total holding does not exceed 10 % of all registered shares. Acquisitions may be made on NGM Main Market with cash. Transfers may be made of all own shares held by the Company, either through trading on NGM Main Market or in connection with Company acquisitions, and may be made

against cash payment, contribution in kind, set-off or on terms and conditions in accordance with Chapter 2. Section 5 of the Companies Act. Acquisitions and transfers may be made at a price per share within the prevailing price interval at any time, and, for transfers outside the marketplace, the price shall be in accordance with market conditions, with the possibility of a market-based discount.

The AGM further resolved to authorise the Board of Directors to, on one or more occasions and until the next Annual General Meeting at the latest, resolve on a new issue of shares, warrants and convertibles. Issues could be made with or without deviation from the shareholders' preferential rights and with or without provisions for contribution in kind, set-off or other conditions. During the period until the Company's shares were admitted to trading on NGM Main Market, issues pursuant to the authorisation were allowed to entail a maximum dilution of 20 % of the share capital. After admission to trading, issues may entail a dilution of up to 10 % of the share capital.

Finally, the Annual General Meeting granted the Board of Directors, the CEO, or a person appointed by the Board of Directors, an adjustment authorisation to make minor changes and clarifications to the Annual General Meeting's resolutions required for registration.

The next Annual General Meeting will be held in Stockholm on May 13, 2026.

The Nomination Committee

A Nomination Committee shall be formed annually on the initiative of the Chairman of the Board, and the rules for its work and composition shall be adopted by the Annual General Meeting. The Nomination Committee shall consist of three members, and the Chairman of the Board shall be co-opted by the Nomination Committee. The members of the Nomination Committee shall include one representative of each of the three largest shareholders in terms of voting rights in the share register maintained by Euroclear Sweden on September 30, of the year preceding the year in which the Annual General Meeting is held.

The Chairman of the Board of Directors shall, in connection with the appointment of a new Nomination Committee, in an appropriate manner, contact the three largest identified shareholders and encourage them to, within a reasonable period of time not exceeding 90 days, in writing, name the person the shareholder wishes to appoint as a member of the Nomination Committee. If the shareholder does not exercise its right to appoint a member, the next largest shareholder in terms of voting rights shall have the right to appoint a member of the Nomination Committee. The procedure shall continue until the Nomination Committee consists of three ordinary members.

The majority of the members of the Nomination Committee shall be independent of the Company and its management. The CEO or any other member of the executive management shall not be a member of the Nomination Committee. At least one member of the Nomination Committee shall be independent in relation to the largest shareholder in the Company in terms of voting rights, or to any group of shareholders that collaborates on the Company's administration. Board members may serve on the Nomination Committee, but shall not constitute a majority of its members.

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The Chairman of the Board or other Board member shall not be the Chairman of the Nomination Committee. If more than one member of the Board of Directors is a member of the Nomination Committee, a maximum of one of them may be dependent in relation to the Company's major shareholders. The Chairman of the Nomination Committee shall, unless the members of the Nomination Committee agree otherwise, be the member appointed by the largest shareholder in terms of voting rights.

Information about the finally appointed Nomination Committee shall include the names of the three appointed members, together with the names of the shareholders who appointed them, and shall be published no later than three months before the planned Annual General Meeting. The Nomination Committee's term of office continues until a new Nomination Committee is appointed.

If one or more of the shareholders who have appointed members of the Nomination Committee three months prior to the planned Annual General Meeting are no longer among the three largest shareholders in terms of voting rights, members appointed by these shareholders shall resign and the shareholder(s) who have become one of the three largest shareholders in terms of voting rights shall have the right to appoint their members. However, unless there are special reasons, no changes shall be made to the composition of the Nomination Committee if only marginal changes in the number of votes have taken place or the change occurs later than two months before the Annual General Meeting. Shareholders who have appointed a member of the Nomination Committee have the right to dismiss such member and appoint a new member of the Nomination Committee, as well as to appoint a new member if the member appointed by the shareholder chooses to leave the Nomination Committee. Changes in the composition of the Nomination Committee shall be announced as soon as they have occurred.

Tasks

Nomination Committee shall prepare proposals on the following issues to be submitted to the Annual General Meeting for resolution:

- 1 Proposal for Chairman of the Annual General Meeting,
- 2 Proposal regarding the number of Board members elected by the Annual General Meeting and the number of auditors,
- 3 Proposals for remuneration to non-employed members of the Board and (if applicable) to non-employed members of the various committees of the Board,
- 4 Proposal for fees to auditors,
- 5 Propose the election of members of the Board and the election of auditors, and present a proposal of election of the Chairman of the Board, and
- 6 Proposal for guidelines for appointing members of the Nomination Committee and for the Nomination Committee's assignments.

The Chairman of the Board of Directors convenes the first meeting and shall ensure that the Nomination Committee, upon request, receives relevant information to evaluate the Board's work. Furthermore, the Chairman of the Board may, if necessary, be co-opted to the Nomination Committee's meetings.

The Nomination Committee shall, at the same time as notifying the Company of its proposals, provide the Company with a reasoned statement regarding its proposal. The statement shall also include a brief account of how the Nomination Committee's work has been conducted. The Nomination Committee shall present and justify its proposals at the Annual General Meeting at which the election of the Board of Directors or auditors shall take place. The Nomination Committee's proposals are published in connection with or before the notice of the Annual General Meeting. The members do not receive any remuneration from the Company for their work in the Nomination Committee.

The Nomination Committee for the 2026 Annual General Meeting consists of representatives of Astor Group's three largest shareholders as of September 30, 2025:

- Anders Danielsson (appointed by AD Trä), Chairman of the Nomination Committee
- Mikael Norgren (appointed by Victor Billström)
- Lennart Sundberg (appointed by Lennart Sundberg)

The members of the Nomination Committee together represent approximately 15 % of Astor Group's voting rights, according to the ownership structure as of September 30, 2025. The reconciliation of the ownership structure as of the end of December 2025 did not result in any change to the Nomination Committee.

Board of Directors*Composition of the Board of Directors*

According to Astor Group's Articles of Association, the Board of Directors shall consist of a minimum of three and a maximum of six members, with a maximum of one deputy. The members of the Board of Directors are elected annually by the Annual General Meeting. According to a resolution at the Annual General Meeting on May 22, 2025, Astor Group's Board of Directors shall consist of five members elected by the Annual General Meeting with no deputies. At the Annual General Meeting on May 22, 2025, Ola Alfredsson and Kristoffer Weywadt were re-elected. Martin Elovsson, Lars Carlson and Mats R Karlsson were elected as new members of the Board of Directors. Mats R Karlsson was elected as Chairman of the Board. The current composition of the Board of Directors is the result of the Nomination Committee's work. Information on remuneration to the Board of Directors, as resolved by the 2025 Annual General Meeting, can be found in Note 9.

The other significant assignments of the Board members, previous positions, shareholdings in the Company, etc., are set out in the Board of Directors' presentation on pages 58–60. The table shows which board members elected by the Annual General Meeting are considered independent in relation to the Company and its management, as well as to the Company's major shareholders.

The work of the Board

According to the Board's rules of procedure, at least 6 to 9 ordinary meetings must be held per year, in addition to

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Composition and independence of the Board of Directors in 2025

Member	Elected	Position	Independent of the Company/ Company management	Independent of major shareholders	Attendance at board meeting	Attendance of the Audit Committee	Attendance of the Remuneration Committee ¹
Mats R Karlsson	2025	Chairman of the Board, Chairman of the Remuneration Committee	Yes	Yes	17 (29)	-	-
Lars Carlson	2025	Board member, Chairman of the Audit Committee	Yes	Yes	17 (29)	1 (1)	-
Ola Alfredsson	2023	Board member, member of the Audit Committee	Yes	Yes	29 (29)	1 (1)	-
Martin Elovsson	2025	Board member, member of the Audit Committee and the Remuneration Committee	Yes	Yes	17 (29)	1 (1)	-
Kristoffer Weywadt	2022-2026	Board member	Yes	Yes	29 (29)	-	-
Lars Granbom ²	2022-2025	Former Chairman of the Board	Yes	Yes	12 (29)	-	-
Robert Humeur ²	2024-2025	Former Board Member	Yes	Yes	12 (29)	-	-
Per Adamsson ²	2023-2025	Former Board Member	Yes	Yes	12 (29)	-	-

¹ No meetings of the Remuneration Committee were held before the turn of the year 2025/2026.

² Board members who resigned from the Board of Directors at the 2025 Annual General Meeting.

According to the Code, a majority of the Board members elected by the Annual General Meeting shall be independent in relation to the Company and the Company's management, and at least two of these shall also be independent in relation to the Company's major shareholders. The Board of Directors of Astor Group has been deemed to meet the applicable independence requirements. All members are considered independent of the Company and its management. All members are considered independent of the Company's major shareholders. The Company thus fulfils the Code's requirements that a majority of the members elected by the Annual General Meeting are independent of the Company and its management, and that at least two of these are independent of the major shareholders.

the statutory meeting. The Board may also meet when circumstances so require. The Company's CEO and CFO are present at the Board meetings. The Company's CFO or another member of management co-opted by the Board of Directors normally acts as the record keeper. Other members of Group Management and Group officials attend Board meetings as rapporteurs if necessary.

The Board of Directors annually adopts rules of procedure, instructions regarding the division of responsibilities between the Board of Directors and the CEO, and instructions for financial reporting to the Board. The rules of procedure include provisions on the number of Board meetings to be held, the matters to be dealt with at Board meetings, reporting by the auditor, and the special decisions to be made at the statutory meeting. The rules of procedure and the special instructions for the CEO set out the division of work within the Board of Directors and

its two committees, the Remuneration Committee and the Audit Committee, including the role of the Chairman of the Board, and the division of responsibilities between the Board of Directors and the CEO. The CEO's instructions specify the CEO's duties and powers, including matters that require the Board's decision. In addition, the Board of Directors decides on cross-group policies at the statutory Board meeting or when the occasion so requires.

The Board's meetings follow an agenda, and the Board members receive documentation and decision-making materials for the agenda items prior to each meeting. The Board's responsibilities include monitoring the CEO's work through ongoing follow-up of operations during the year and ensuring that the organisation for the management of Astor Group's affairs is appropriate. The Board regularly discusses investments, loan decisions, organisational issues, including the evaluation of management and succession planning, the

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management of significant risk areas, and the acquisition of companies. The Board of Directors ensures the quality of financial reporting, which is done partly through adopted governance instruments, such as the instructions for the CEO, and partly by considering the Audit Committee's report, in the form of prepared minutes, as well as observations, recommendations, and proposals for decisions and measures. Furthermore, the Board of Directors ensures the quality of financial reporting by discussing such material in detail at Board meetings. As part of quality assurance, the Board of Directors also meets with the Company's auditor once a year, in the absence of the CEO and any other members of the Company's management.

The Board's annual work also includes deciding on the Company's business plan and strategy, which were discussed in June and December in 2025. At the Board of Directors' December meeting, the Company's budget for the coming year is also discussed. Committee work is an essential part of the Board's work. After each Audit and Remuneration Committee meeting, the respective Committee Chairman submits a report to the Board of Directors on the matters discussed. The Board then makes decisions on the issues where the committees have prepared matters for Board decision.

The Chairman of the Board shall ensure that the Board's tasks and working methods are evaluated and discussed annually with the Board members, and that the Nomination Committee is informed of the results, in order to develop the Board's working methods and efficiency. In 2025, such an evaluation was primarily conducted through a detailed questionnaire sent to the Board of Directors. The results of that evaluation have been presented to the Nomination Committee and to the Board of Directors as a whole.

In 2025, the Board of Directors held one inaugural meeting, 11 ordinary Board meetings and 18 extraordinary meetings, totalling 29 meetings. During the year, the Board of Directors has primarily focused on strategy, the business plan and budget, and the processing of major investments, such as acquisitions. The Board of Directors has met with the auditor in the absence of the CEO and any other members of the Company's management. The Board of Directors monitors management's work through monthly reports that, among other things, present financial results, key figures, the development of prioritised activities, etc.

The Board's work in committees

In connection with the list change to NGM Main Market in December 2025, the Board of Directors established two committees: the Audit Committee and the Remuneration Committee. The work of the committees is regulated in the rules of procedure for the respective committees adopted by the Board. The Board's committees address issues within their respective area and submit reports and recommendations that form the basis for the Board's decisions. Minutes from committee meetings are kept available to the Board.

Audit Committee

The Audit Committee has consisted of Lars Carlson, Chairman of the Committee, Martin Elovsson and Ola Alfredsson. The work is focused on the quality and accuracy of financial reporting, internal financial controls,

the Group's compliance with applicable regulations, and, where applicable, transactions between the Group and related parties. In addition, the Audit Committee has regular contact with the Parent company's and the Group's auditors to foster ongoing exchange of opinions and information between the Board of Directors and the auditors on audit issues. In addition, the Committee shall evaluate the audit effort and establish guidelines for services, in addition to auditing, that Astor Group may procure from Astor Group's auditor. In 2025, the Audit Committee held a meeting recorded in the minutes. The Company's CFO participates in the meetings and also ensures that minutes are kept. The Company's auditor attended the Audit Committee meeting. The Committee has reviewed the year-end report, the annual report, all reports from the Company's auditor, and internal processes and controls.

Remuneration Committee

The Remuneration Committee has an advisory and preparatory role in decision-making matters before they are considered and decided by Astor Group's Board of Directors. The main tasks of the Remuneration Committee are to prepare the Board's decisions on remuneration principles, remuneration, and other terms of employment for senior executives, and to prepare proposals for guidelines for remuneration for senior executives in accordance with the Swedish Companies Act. The Board of Directors annually appoints the members of the Committee at the inaugural meeting of the Board of Directors or when a member of the Committee must be replaced. The Remuneration Committee consisted of Mats R Karlsson, the Committee's Chairman, and Martin Elovsson. In 2025, the Remuneration Committee did not hold any meetings until it was established in November 2025.

The attendance of Board members and committee members during the year is shown in the table on page 35.

Group CEO and Group Management

The CEO leads the Company's operations in accordance with the Swedish Companies Act and within the limits and guidelines adopted by the Board of Directors. In consultation with the Chairman of the Board, the CEO is responsible for producing the information and decision-making documentation required for Board meetings, and for presenting matters and justifying proposals for decision.

The CEO has overall responsibility for Astor Group's commercial, strategic and financial development and for leading and coordinating operational activities in accordance with the Board's decision. The CEO appoints the members of Group Management, who meet several times a month to discuss business issues and conduct strategic discussions, and hold at least one annual strategy meeting. Group management is presented on pages 41-43.

Ongoing coordination also takes place through regular reconciliations with the CEOs of the Group's subsidiaries, in which Group management also participates. An annual strategy and operational plan is developed in both the subsidiaries and Group Management and adopted by Astor Group's Board of Directors at the end of the year. The plan is then followed up on several occasions during the year, which means that employees at several levels within the Group are involved in the process. The strategy thus constitutes a living planning and follow-up document.

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The subsidiaries are governed by their respective boards. Astor Group's President and CEO, CFO, and the CEOs of the subsidiaries are members of the subsidiaries' Boards of Directors. In addition, business area managers may serve as board members.

Auditors

The auditing firm, elected at the 2025 Annual General Meeting for one year, is BDO. Authorised Public Accountant Beata Lihammar is the auditor in charge. The auditors are tasked with auditing the Company's annual report and accounting on behalf of the shareholders, as well as the administration of the Board of Directors and the CEO. The auditors report to the Board on an ongoing basis. The audit fee is set out in Note 10.

Internal audit

Astor Group has developed control and internal control systems. The Board of Directors and the Audit Committee follow up Astor Group's assessment of internal control, including through contacts with the Company's auditors, who annually conduct audits of internal control. In light of the above, the Board of Directors has chosen not to establish a special internal audit. The Board of Directors reconsiders this decision annually.

Risk management and internal control*Control environment*

The Board of Directors has overall responsibility for internal control of financial reporting. The control environment forms the basis for Astor Group's work on internal control and is underpinned by a clear distribution of roles and responsibilities within the organisation, established decision-making paths, and instructions for authority, accounting, and reporting.

To ensure a robust control environment, the Board has adopted a number of governing documents of central importance, including the Board's rules of procedure, instructions for the CEO, instructions for financial reporting, approval rules, the Code of Conduct, IT policies, a whistleblower policy, and a policy for information and communication. In addition to these, the Group has a number of policies and guidelines that govern its operational activities. The documents are updated on an ongoing basis to reflect changes in legislation, accounting standards, and internal needs.

The Board of Directors has also established an Audit Committee to monitor compliance with the Company's principles for financial reporting and internal control, and to ensure an appropriate relationship with the Company's auditors. The operational responsibility for maintaining an effective control environment is delegated to the CEO, who, through the CFO and the finance function, ensures that internal controls are implemented, followed up and developed. Reporting on the function of internal control is made to the Board on an ongoing basis and is supplemented by reporting from the Company's auditors.

Astor Group's internal control structure is based on a management system with clear financial roles, defined responsibilities and delegation of authority. Operational decisions are mainly made at the subsidiary level, while decisions on strategy, overall financial issues, acquisitions,

and major investments are made by the Board of Directors and Group Management. The Group-wide guidelines for accounting and financial reporting form a central part of the control environment and ensure that financial information is consistent, correct and prepared in accordance with applicable regulations.

Risk assessment

Risk assessment is an integral part of Astor Group's management and governance process. The Board of Directors and Group Management continuously identify and analyse the financial and operational risks important to the Group, and report regularly to the Board. At least twice a year, and if necessary more often, risk analyses are carried out that form the basis for the Audit Committee's assessment of which risks are material and should be taken into account to maintain good internal control over financial reporting.

In financial reporting, periodic assessments are made to identify areas where the risk of material error is increased, for example, in the valuation of assets and liabilities, accruals, or revenue and expense recognition. The risk of fraud and other irregularities is also included in the assessment.

The risks identified are managed within the Group's established governance and control structure, where policies, instructions, and procedures ensure that relevant controls are in place and function as intended.

For further information on the Group's risks, please refer to the Risks section on pages 51-52.

Control activities

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Follow-up

The CEO of Astor Group is responsible for ensuring that internal control is organised and followed up in accordance with the guidelines established by the Board of Directors. The CEO is also responsible for conducting independent, objective reviews to systematically evaluate and propose improvements to the Group's governance, internal control, and risk management processes. Financial management and control are carried out by the Group's finance function. Financial data is reported monthly, and the Board of Directors is regularly provided with year-end forecasts. The Board of Directors follows up on the financial reporting at each ordinary Board meeting. Group management conducts a monthly performance follow-up, analysing deviations from the financial plan and from the previous year. Non-conformities are investigated and evaluated for any internal control activities. Furthermore, the monthly financial statements are reviewed with each Company's management. Prior to the publication of the annual report and interim reports, the Board of Directors and management review the financial reporting. Audits of the financial statements are carried out for the period January–September (so-called review of the financial statements) and for the annual financial statements. The Company's auditors report their observations to the Board of Directors. The external auditors' task also includes annually monitoring the internal control of the Group's subsidiaries.

Compensation*Board of Directors*

The remuneration amounts granted to the Board of Directors, including the Chairman, are determined by resolution of the Annual General Meeting. At the 2025 Annual General Meeting, it was resolved that fees to Board members who are not employed by the Company shall be SEK 201,500, and that fees to the Chairman of the Board shall be SEK 483,600. In addition, remuneration of SEK 40,000 will be paid to the Chairman and SEK 25,000 to the other members of the Audit Committee and the Remuneration Committee, respectively. The members of the Board of Directors are not entitled to any benefits after their duties as Directors have ended. Remuneration to the members of the Board of Directors amounted to SEK 1,031 thousand in 2025. The remuneration report is published in its entirety on the Company's website.

Group CEO and Group Management

The Company shall offer market-based remuneration that enables senior decision-makers to be recruited and retained. The remuneration shall consist of fixed remuneration, variable remuneration, LTIP pension and other benefits. Together, these parts make up the total remuneration.

According to Chapter 8. 51 – 52 § of the Swedish Companies Act, the Board of Directors shall present proposals for guidelines for remuneration to the members of the Board of Directors, the CEO and the Deputy CEO. At the 2025 Annual General Meeting, no remuneration guidelines for senior executives were adopted, as Scandinavian Astor Group was not yet listed on a regulated market and was therefore not subject to the requirement to establish such guidelines.

This means that remuneration to the Company's senior executives during 2025 has been paid in accordance with the Company's established practice and the principles applied within the Group. The assessment of remuneration levels has thus been made taking into account the Company's remuneration structure, market conditions, responsibilities and performance.

Ahead of the 2026 Annual General Meeting, the Board of Directors has decided that the remuneration report shall include the CEO and parts of Group Management. The Remuneration Committee has prepared guidelines for remuneration to senior executives. The proposal includes, among other things, principles for fixed and variable remuneration, pension benefits, other benefits, and conditions for termination and severance pay. The guidelines aim to ensure that remuneration within the Group is appropriate, sustainable in the long term and linked to the Company's overall goals and strategy. A complete proposal for resolutions will be presented in the notice of the Annual General Meeting.

Remuneration to members of the Board of Directors and senior executives

Remuneration to the Board of Directors and senior executives is described below in the financial reports, note 9.

Other information*Information and communication*

Astor Group provides the market with ongoing information about the Group's development and financial position in relevant channels. Policies, guidelines and internal instructions regarding financial reporting ensure the quality of external communication. Regular updates and announcements of changes to accounting policies, reporting requirements, or other disclosures are made available to employees concerned through group-wide information channels.

Articles of Association

The Articles of Association stipulate, among other things, the Company's operations, the number of Board members and auditors, how notice of the Annual General Meeting is to be issued, how matters are to be handled during the Annual General Meeting, and where the Meeting is to be held. The Annual General Meeting has full decision-making power regarding amendments to the Articles of Association. The current Articles of Association were adopted at the Annual General Meeting on May 22, 2025 and are available on the Company's website at www.astorgroup.se.

Stockholm, April 9, 2026

The Board of Directors
of Scandinavian Astor Group AB (publ)