

Press Release
26 April 2023 18:46:00 CEST

Resolutions at the annual general meeting in Volati AB (publ)

At the annual general meeting in Volati AB (publ) today on 26 April 2023, income statements and balance sheets for 2022 were adopted and it was resolved on, among other things, dividends of SEK 1.80 per ordinary share and SEK 40.00 per preference share, election of Karl Perlhagen, Patrik Wahlén, Björn Garat, Christina Tillman, Anna-Karin Celsing, Magnus Sundström and Maria Edsman as board members as well as re-election of Ernst & Young Aktiebolag as the auditor. In addition, the annual general meeting resolved on authorisations for the board to resolve on acquisitions and transfers of own shares and new issuances of preference shares. Furthermore, it was resolved on a warrant program in Volati AB through a directed issue of warrants with a subsequent transfer to the participants.

Adoption of income statements and balance sheets

The annual general meeting adopted the income statement and the balance sheet as well as the consolidated income statement and the consolidated balance sheet for the financial year 2022.

Dividends

The annual general meeting resolved on a dividend of SEK 1.80 per ordinary share. The record date for the ordinary share dividend is 28 April 2023 and the payment from Euroclear Sweden AB is expected to be made on 4 May 2023.

In addition, the annual general meeting resolved on a dividend of SEK 40.00 per preference share to be paid quarterly in an amount of SEK 10.00 per preference share. The record dates for the preference share dividend are 5 May 2023, 5 August 2023, 5 November 2023 and 5 February 2024, or the previous banking day in accordance with the company's articles of association.

Election of board members and determination of remuneration to the board

Karl Perlhagen, Patrik Wahlén, Björn Garat, Christina Tillman, Anna-Karin Celsing, Magnus Sundström and Maria Edsman were elected as board members for the time until the close of the next annual general meeting. Patrik Wahlén was re-elected as the chairman of the board for the same period.

The annual general meeting resolved that a remuneration of SEK 500,000 shall be paid to the chairman of the board and that SEK 250,000 shall be paid to the other board members elected by the general meeting, with the exception of board members that are

employed by the company. Furthermore it was resolved that SEK 75,000 shall be paid to the board member who is chairman and SEK 50,000 shall be paid to each of the board members who are otherwise members of an audit committee instituted by the board of directors.

Election of auditor and determination of remuneration to the auditor

The registered accounting firm Ernst & Young Aktiebolag was, in accordance with the nomination committee's proposal, re-elected as the auditor of the company for the time until the close of the next annual general meeting. Ernst & Young Aktiebolag has informed the company that it intends to let Rickard Andersson proceed as the auditor in charge. The annual general meeting also resolved that remuneration to the auditor shall be paid against approved invoices.

Authorisation on acquisitions of own ordinary shares and preference shares

The annual general meeting resolved to authorise the board to resolve on acquisitions of own ordinary shares and preference shares. Acquisitions may be made on Nasdaq Stockholm or in accordance with an offer that either may be directed to all shareholders or to all holders of the share class that the board of directors decides to acquire. The purpose of acquisitions of own shares shall be to enable an optimised capital structure or, as regards acquisitions of preference shares, to enable the use of preference shares as consideration for or as financing of acquisitions of companies or businesses. Acquisitions may only be made of so many shares that the company's holding of own shares after each such acquisition amounts to a maximum of one tenth of the shares of each share class respectively.

Authorisation on transfers of own preference shares

The annual general meeting resolved to authorise the board to resolve on transfers of own preference shares. Transfers of own preference shares may be made on Nasdaq Stockholm and by other means than on Nasdaq Stockholm. Transfers of own preference shares on Nasdaq Stockholm may only be made at a price within the registered price interval at any given time. Transfers of own preference shares by other means than on Nasdaq Stockholm may be made with deviation from the shareholders' pre-emption rights at a price per share that is not lower than the market price, whereby a market discount in relation to the price of the preference shares on Nasdaq Stockholm may be applied. The rationale for any deviation from the shareholders' pre-emption rights in connection with transfers of own preference shares that does not take place on Nasdaq Stockholm shall be to enable the company to use own preference shares as consideration for or as financing of acquisitions of companies or businesses.

Authorisation on issue of new preference shares

The annual general meeting resolved to authorise the board to, on one or several occasions before the next annual general meeting, resolve on issues of not more than 320,754 preference shares (corresponding to approximately 20 per cent of the number of preference shares currently outstanding) with or without pre-emption rights for the

shareholders. The purpose of the authorisation is, and the rationale for any deviations from the shareholders' pre-emption rights shall be, to enable the company to use newly issued preference shares as consideration for or as financing of acquisitions of companies or businesses.

Resolution on a warrant program in Volati AB through a directed issue of warrants with a subsequent transfer to the participants

The annual general meeting resolved to adopt a warrant program under which the company invites certain key employees to acquire warrants of series 2023/2027 in the company. Each warrant shall entitle the holder to, from 26 April 2027 and for a period of three months thereafter, subscribe for one new ordinary share in Volati. The future exercise price for an ordinary share based on a warrant amounts to SEK 124.97 per ordinary share. The right to acquire warrants shall be granted to six persons in total: Volati's CEO and CFO (Category 1) as well as four other key employees in the group (Category 2). The resolution means that the company adopts a warrant program through an issue of not more than 146,578 warrants of series 2023/2027 for further transfer against market value to the participants in the warrant program. If all 146,578 warrants of series 2023/2027 are exercised for subscription of 146,578 new shares in the company, a dilution effect of approximately 0.18 per cent of the shares and 0.18 per cent of the votes in Volati arises (calculated on the current number of ordinary shares and preference shares in Volati).

Other resolutions

The annual general meeting also resolved on:

- Discharge from liability for all board members and the managing director.
- That the instruction for the nomination committee adopted at the annual general meeting 2020 shall continue to apply until further notice.
- To approve the board's remuneration report for 2022.

Minutes from the meeting and complete resolutions

The minutes from the annual general meeting, including the complete resolutions, will be made available at the company and on the company's website, www.volati.se.

For further information, please contact:

Andreas Stenbäck, CEO Volati AB, +46 70 889 09 60, andreas.stenback@volati.se

Volati AB (publ)

Engelbrektsplan 1, SE-114 34 Stockholm

Tel: +46 8 21 68 40

Email: info@volati.se

Corp. reg. no.: 556555-4317

About Volati

Volati is a Swedish industrial group with the vision to be regarded as Sweden's best owner of medium-sized companies. Through value-adding add-on acquisitions and sustainable business development, Volati has delivered strong growth and persistent profitability since the start in 2003. The Group consists of the business areas Salix Group, Ettiketto Group and Industry with operations in 21 countries, approximately 1,900 employees and annual sales of approximately SEK 8.0 billion. Volati's ordinary shares and preference shares are listed on Nasdaq Stockholm. Further information is available at www.volati.se.