

Please note – this is an unofficial translation of the Swedish original.

Items 2, 5 and 10 – Election of Chair of the Meeting and Persons to Verify the Minutes, and Resolution on the Number of Board Members

The Nomination Committee of Fabege AB (publ), consisting of Göran Hellström (Backahill AB), Haavard Rønning (Norwegian Property ASA), Katarina Hammar (Nordea Funds Ltd) and Roger T Storm (Handelsbanken Fonder), who together represent 43.2 per cent of the shares and votes in Fabege as of 31 December 2025, proposes the following:

Item 2 – Election of Chair of the Meeting

The Nomination Committee proposes that the Annual General Meeting elect Lennart Mauritzson as Chairman of the Meeting.

Item 5 – Election of One or Two Persons to Verify the Minutes

The Nomination Committee proposes that the Annual General Meeting elect Jonas Gombrii and Katarina Hammar to verify the minutes, or, in the event that either of them is unable to serve, such person as proposed instead by the Board of Directors.

Item 10 – Resolution on the Number of Board Members

The Nomination Committee proposes that the Annual General Meeting resolve that the Board of Directors shall consist of six ordinary members, with no deputy members.

Stockholm, March 2026
Fabege AB (publ)
The Nomination Committee

Appendix B

Please note – this is an unofficial translation of the Swedish original.

Item 3 – Preparation and approval of the voting list

The voting list will be prepared at the Annual General Meeting.

Stockholm, March 2026
Fabege AB (publ)
Board of Directors

Appendix C

Please note – this is an unofficial translation of the Swedish original.

Item 4 – Approval of the agenda

1. Opening of the Meeting.
2. Election of Chairman of the Meeting.
3. Preparation and approval of voting list.
4. Approval of the agenda.
5. Election of one or two persons to verify the minutes.
6. Determination of whether the Meeting has been duly convened.
7. Presentation of the Annual Report and the Auditors' Report, as well as the Consolidated Financial Statements and the Consolidated Auditor's Report. In connection, a presentation by the Chief Executive Officer.
8. Resolutions regarding
 - a) adoption of the Profit and Loss Account and Balance Sheet as well as the Consolidated Profit and Loss Account and Consolidated Balance Sheet,
 - b) the dispositions of the company's profit in accordance with the adopted Balance Sheet,
 - c) discharge from liability of the Board of Directors and the Chief Executive Officer, and
 - d) record date, should the Meeting decide on dividend payment.
9. Resolution on reduction of the share capital through cancellation of treasury shares and a bonus issue.
10. Resolution on the number of Board members and report by the Nominating Committee on its work.
11. Resolution regarding remuneration for the Board of Directors and the company's auditor.
12. Election of Board members and Chairman of the Board.
13. Election of auditor.
14. Resolution on guidelines for the procedure for appointing the Nominating Committee.
15. Resolution on guidelines for remuneration of senior executives.
16. Approval of remuneration report.
17. Resolution authorising the Board of Directors to decide on acquisition of own shares and transfer such treasury shares to other parties.
18. Other items.
19. Closing of the Meeting.

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Item 7 – Presentation of the Annual Report and the Auditor’s Report, as well as the Consolidated Financial Statements and the Consolidated Auditor’s Report.

The Annual Report and related documents are available on the company’s website, www.fabege.com, from 17 March 2026. The documents will also be available at the Annual General Meeting.

The documents will also be sent to a shareholder upon request.

Stockholm, March 2026
Fabege AB (publ)
Board of Directors

Please note – this is an unofficial translation of the Swedish original.

Items 8 b) and 8 d) – Resolution on dividend and record date

The Board of Directors proposes that the Annual General Meeting resolve to approve a dividend for the financial year 2025 of SEK 2.20 per share, to be paid quarterly on four occasions, each of SEK 0.55 per share.

The record dates for receipt of the dividend are proposed to be 20 April 2026, 14 July 2026, 13 October 2026 and 12 January 2027.

Should the Annual General Meeting resolve in accordance with the proposal, the dividend is scheduled to be distributed by Euroclear Sweden AB on 23 April 2026, 17 July 2026, 16 October 2026 and 15 January 2027.

Statement by the Board of Directors pursuant to Chapter 18, Section 4 of the Swedish Companies Act (2005:551)

The Group's equity has been calculated in compliance with IFRS standards, as adopted by the EU, the interpretations of these (IFRIC) and Swedish law through the application of Recommendation RFR 2:1 from the Swedish Financial Reporting Board (Supplementary Accounting Rules for Corporate Groups). The Parent Company's equity has been calculated in accordance with Swedish law, applying Recommendation RFR 2:2 of the Swedish Financial Reporting Board (Accounting for Legal Entities).

The Board of Directors has established that the company will have full coverage for its restricted equity after the proposed dividend. The Board of Directors considers that the proposed dividend is defensible based on the criteria contained in the second and third paragraphs of Section 3 of Chapter 17 of the Swedish Companies Act (nature, scope and risks of the business, consolidation requirements, liquidity and other financial circumstances). The Board would like to make the following comments pertaining thereto:

Nature, scope and risks of the business

The Board estimates that the company's and the Group's equity after the proposed dividend will be sufficient in view of the nature and scope of the business and the associated risks. In drawing up its proposal, the Board has taken account of the company's equity/assets ratio, historical and budgeted performance, investment plans and the general economic environment.

Please note – this is an unofficial translation of the Swedish original.

Item 9 – Resolution on reduction of the share capital through cancellation of treasury shares and bonus issue

A. Reduction of share capital

The Board of Directors proposes that the Annual General Meeting resolve to reduce the company's share capital by SEK 249,735,199.68, from SEK 5,097,368,249.04 to SEK 4,847,633,049.36, through the cancellation, without repayment to the shareholders, of 16,206,048 shares held by the company. The Board of Directors considers that there are no grounds for the company to continue to hold these shares, or to dispose of them. The purpose of the reduction is to transfer the amount of the reduction to unrestricted equity by way of allocation to a fund, to be used as determined by the Annual General Meeting. The reduction shall be carried out by cancelling 16,206,048 treasury shares acquired by the company following resolutions of the Board of Directors, as authorised by previous general meetings.

The Board of Directors proposes that the Annual General Meeting's resolution on the reduction of the company's share capital be conditional upon the Annual General Meeting resolving in accordance with the Board of Directors' proposal on a bonus issue, pursuant to item B below, which entails that neither the company's restricted equity nor the share capital is reduced as a result of the resolution on the reduction of the share capital.

B. Bonus issue

In order to restore the share capital after the reduction of the share capital in item A above, rounded upwards to achieve the company's desired quotient value, the Board of Directors proposes that the Annual General Meeting resolves that the share capital be increased by way of a bonus issue as follows:

1. The share capital is increased by SEK 251,661,676.80 from SEK 4,847,633,049.36 to SEK 5,099,294,726.16
2. No new shares are issued in connection with the increase of the share capital.
3. The share capital is increased by transfer from unrestricted equity.
4. The Board of Directors proposes that the resolution of the Annual General Meeting be conditional upon the Annual General Meeting resolving in accordance with the Board of Directors' proposal under item A above.

The Board of Directors proposes that the Annual General Meeting resolves on items (A) and (B) above as a joint resolution.

The Board makes the following statement pursuant to Chapter 20, Section 13 of the Swedish Companies Act (2005:551)

The reason for cancelling only shares held by the company is that there are no grounds for the company to continue to hold the shares or to sell them.

A decision to reduce the share capital according to this item may be implemented without authorisation from the Swedish Companies Registration Office, since the decision is conditional on the company simultaneously carrying out a bonus issue that results in

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neither the company's restricted equity nor its share capital being reduced. The reduction affects the company's restricted equity and share capital by decreasing the company's share capital by SEK 249,735,199.68, from SEK 5,097,368,249.04 to SEK 4,847,633,049.36.

The bonus issue under this item affects the company's share capital by increasing the share capital by SEK 251,661,676.80, from SEK 4,847,633,049.36 to SEK 5,099,294,726.16.

Miscellaneous

The Board of Directors proposes that the Board of Directors or the person appointed by the Board of Directors from among its members be authorised to make such minor adjustments to the resolution of the AGM in this item as may prove necessary in connection with registration with the Swedish Companies Registration Office or Euroclear.

A resolution in accordance with the proposal of the Board of Directors under this item requires the support of at least two-thirds of both the votes cast and the shares represented at the Annual General Meeting.

Stockholm, March 2026
Fabege AB (publ)
Board of Directors

Consolidation requirements, liquidity and other circumstances

The Board of Directors has made a general assessment of the company's and the Group's financial position and its ability to meet its obligations. The proposed dividend constitutes 5.7 per cent of the Parent Company's equity and 1.8 per cent of consolidated equity. The stated target for the Group's capital structure is a minimum equity/assets ratio of 35 per cent, and it is estimated that the Group will be able to maintain an interest coverage ratio of at least 2.2 also after the proposed dividend. In view of the current situation on the property market, the equity/assets ratio of the company and the Group is favourable. Against this background, the Board considers that the company and the Group are in a good position to take advantage of future business opportunities and withstand any losses that may be incurred. Planned investments have been taken into account in the proposed dividend payment. The dividend will not have any significant impact on the company's or the Group's ability to make further commercially motivated investments in accordance with the adopted plans. In the Parent Company, some assets and liabilities have been measured at fair value in accordance with Chapter 4, Section 14 of the Swedish Annual Accounts Act. The impact of this measurement, which affected equity in the Parent Company by SEK 282m, has been taken into account.

Liquidity

The proposed dividend will not affect the company's nor the Group's ability to meet its payment obligations in a timely manner. The company and the Group have good access to liquidity reserves in the form of short and long-term credit. Agreed credit lines can be drawn at short notice, which means that the company and the Group are well prepared to manage variations in liquidity as well as any unexpected events.

Other financial circumstances

The Board of Directors has assessed all other known circumstances that may be significant for the company's and the Group's financial position and that have not been addressed in the above. No circumstance has been discovered in the course of the assessment that would cast doubt on the defensibility of the proposed dividend.

Stockholm, March 2026

Fabege AB (publ)

Board of Directors



**Appendix G -
Auditor's opinion under Chapter 20 Section 14 of the Swedish Companies Act (2005:551)
regarding the Board of Directors' report pursuant to Chapter 20, Section 13, fourth
paragraph of the Swedish Companies Act**

To the annual general meeting of Fabege AB, Corporate identity No 556049-1523

We have examined the Board of Directors' report containing information on special redemption terms, dated March 2026.

Responsibility of the Board of Directors

The Board of Directors is responsible for preparing the report on special redemption terms in accordance with the Swedish Companies Act, and for ensuring that such internal control exists as the Board deems necessary to enable the preparation of the report without material misstatements, whether due to fraud or error.

Responsibility of the auditor

Our responsibility is to express an opinion on the special redemption terms based on our audit. We have conducted the audit in accordance with FAR's recommendation RevR 9 *Auditor's other statements pursuant to the Swedish Companies Act and the Swedish Companies Ordinance*. This recommendation requires that we plan and perform the audit to obtain reasonable assurance that the Board's report does not contain material misstatements. The audit firm applies International Standard on Quality Management 1, which requires the firm to design, implement, and operate a system of quality management, including policies or procedures regarding compliance with professional ethical requirements, professional standards, and applicable legal and regulatory requirements.

We are independent in relation to Fabege AB in accordance with generally accepted auditing practice in Sweden and have otherwise fulfilled our professional ethical responsibilities in accordance with these requirements.

The audit includes performing procedures to obtain audit evidence regarding financial and other information in the Board's report. The auditor determines which procedures to perform, including assessing the risks of material misstatement in the report, whether due to fraud or error. In making these risk assessments, the auditor considers those parts of internal control that are relevant to how the Board prepares the report, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of internal control. The audit also includes an evaluation of the appropriateness and reasonableness of the Board's assumptions. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

- We are of the opinion that the measures taken, which ensure that neither the company's restricted equity nor its share capital is reduced, are appropriate, and that the assessments made regarding the effects of these measures are correct.

Other information

This auditor's statement is issued solely to fulfill the requirement set out in Chapter 20, Section 14 of the Swedish Companies Act and may not be used for any other purpose

Stockholm, according to our electronic signature

KPMG AB

Mattias Johansson
Authorized Public Accountant



Translation from the Swedish original

Please note – this is an unofficial translation of the Swedish original.

Item 10 – Report on the work of the Nomination Committee of Fabege AB ahead of the Annual General Meeting 2026

Background

On 1 October 2025, Fabege announced that a Nomination Committee had been formed with representatives of the company's largest shareholders who had agreed to participate, in accordance with the resolution adopted at the 2025 Annual General Meeting.

The following persons were appointed to the Nomination Committee:

- Göran Hellström (Backahill AB)
- Haavard Rønning (Norwegian Property ASA)
- Katarina Hammar (Nordea Funds Ltd)
- Roger T Storm (Handelsbanken Fonder)

Göran Hellström has served as Chairman of the Nomination Committee. The shareholders represented on the Nomination Committee together represent 43.2 per cent of the votes and share capital in Fabege as of 31 December 2025.

The Nomination Committee's proposals to the Annual General Meeting 2026

Election of Chair of the Meeting

The Nomination Committee proposes that Lennart Mauritzson be elected Chair of the Meeting.

Number of Board members and audit firm

The Nomination Committee proposes that six Board members be elected, with no deputy members, and that one audit firm be appointed.

Election of Board members

The Nomination Committee proposes the re-election of Anette Asklin, Lennart Mauritzson, Mattias Johansson and Sofia Watt, and new election of Erik Sällström and Mikael Lundström as Board members. Bent Oustad and Jan Litborn have declined re-election. Lennart Mauritzson is proposed as Chairman of the Board.

Election of audit firm

The Nomination Committee proposes the re-election of KPMG AB as the company's audit firm. KPMG AB has announced that, should it be re-elected, Mattias Johansson will be appointed auditor in charge.

Fees to the Board of Directors and the audit firm

The Nomination Committee proposes that the total fees to the Board of Directors amount to SEK 2,685,000 (2,815,000), distributed as follows:

SEK 680,000 (660,000) to the Chairman of the Board

SEK 300,000 (280,000) to each of the other Board members

SEK 300,000 (280,000) for work in the Board's Audit Committee, to be distributed as SEK 150,000 (140,000) to the Chair and SEK 75,000 (70,000) to each of two members

SEK 205,000 (195,000) for work in the Board's Remuneration Committee, to be distributed as SEK 95,000 (90,000) to the Chair and SEK 55,000 (52,500) to each of two members.

The Nomination Committee proposes that remuneration to the auditors be paid in accordance with approved invoices.

Principles for appointing the Nomination Committee

The Nomination Committee proposes no changes to the current principles ahead of the 2027 Annual General Meeting.

Report on the work of the Nomination Committee and reasoned statement

The Nomination Committee has held twelve minuted meetings and has maintained ongoing contact by email and telephone between meetings. As a basis for its work, the Nomination Committee conducted interviews with Board members and held discussions with the Chairman and the CEO as well as with the company's auditors. The Nomination Committee has been informed about, among other things, the company's strategy, risk management and control functions. A written evaluation of the Board and its work has also been conducted.

Shareholders have had the opportunity to submit proposals to the Nomination Committee. No proposals were received. The Nomination Committee has considered the level of Board remuneration and reviewed comparisons with other listed real estate companies, and has also taken note of the Audit Committee's recommendation

regarding the audit firm. The Nomination Committee has assessed whether the current Board possesses the competence and experience required in light of Fabege's operations and stage of development, the size of the Board, succession matters within the Board, and potential conflicts of interest in Board work.

The Nomination Committee considers that the work of the Board functions well overall. The Chairman leads the Board's work effectively. Board members demonstrate a high attendance rate, are well prepared and show strong commitment to their assignment.

During the work of the Nomination Committee, Bent Oustad was appointed new CEO and President of Fabege effective 1 December 2025, and Tomas Eriksson stepped down as a Board member on 15 January 2026 after accepting an assignment in a competing business. In addition, Jan Litborn has announced that he will not stand for re-election at the Annual General Meeting 2026.

Against this background, and considering the market environment, the Nomination Committee has sought and evaluated candidates for the Board with extensive experience in corporate and real estate finance as well as project development, preferably within both commercial properties and residential real estate.

The Nomination Committee proposes the election of Erik Sällström and Mikael Lundström, who are considered to bring valuable competence within these areas.

Erik Sällström, born 1979

Erik Sällström holds a Master of Science in Business and Economics from Umeå University. Since 2011, he has been Partner and CEO of the family-owned real estate company Lerstenen in Umeå. He is also Chairman of the Board of the construction company Selbergs in Umeå, where his family is also the largest owner. The family's group also includes asset management activities. Since 2025, the property portfolio has been focused on residential and hotel properties following a major divestment of commercial properties. Earlier in his career, he worked as Head of Transactions and company economist at what is now Skandia Fastigheter. Erik Sällström is resident in Stockholm.

Mikael Lundström, born 1961

Mikael Lundström holds a Master of Science in Engineering (Civil Engineering and Surveying) from KTH Royal Institute of Technology and has also completed a course in Finance and Investment at Cambridge University. He recently stepped down from his long-standing role as CEO and President of Svefa. He has also served, among other positions, as CEO and President and previously Regional Director of Akademiska Hus, Deputy CEO of JLL Nordic Region, Regional Manager of Skandia Fastigheter and Head of Property Management at NCC Fastigheter Syd. Mikael Lundström is Chairman of the Board of Värderingsdata AB and a Board member of Svefa Partners AB and

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Specialfastigheter Sverige AB. Previously, he has held Board assignments in Elof Hansson Fastigheter AB and AB Göta Kanalbolaget.

The Nomination Committee considers that the proposed Board composition is appropriate in light of the company's operations, financial position and other circumstances, and that it will be well equipped to meet the requirements imposed by the company's business. Particular consideration has been given to the company's strategic development, governance and control, as well as the competence and composition required of the Board in this respect.

The Nomination Committee's proposal implies that the total Board remuneration will decrease by 4.6 per cent, which is explained by the Board being reduced by one member. For the remaining Board members, the remuneration will increase by 5.9 per cent, which is slightly higher than wage inflation. The rationale for the proposed increase is that the Nomination Committee aims to ensure that the remuneration remains competitive.

The Nomination Committee strives to achieve the target set by the Swedish Corporate Governance Board that at least approximately 40 per cent of the Board should consist of the underrepresented gender. As a result of the Board being reduced by one member, a certain improvement will be achieved following the Annual General Meeting, after which the proportion will amount to 33 per cent.

The Nomination Committee has made the following assessment of the independence of the Board members.

	<i>Independent in relation to the company and its management</i>	<i>Independence in relation to major shareholders</i>
<i>Anette Asklin</i>	Yes	Yes
<i>Lennart Mauritzson</i>	Yes	No
<i>Mattias Johansson</i>	Yes	Yes
<i>Sofia Watt</i>	Yes	Yes
<i>Erik Sällström</i>	Yes	Yes
<i>Mikael Lundström</i>	Yes	Yes

The proposed Board of Directors of Fabege complies with the requirements of the Swedish Corporate Governance Code regarding independence in relation to the company, its management and its major shareholders. The proposal regarding the audit firm is in accordance with the recommendation of the Audit Committee. All decisions of the Nomination Committee have been unanimous.

More detailed information about the Board members is available on Fabege's website.

Stockholm, February 2026
Fabege AB (publ)
The Nomination Committee

Please note – this is an unofficial translation of the Swedish original.

Item 11 – Determination of fees for the Board of Directors and the auditor

The Nominating Committee for Fabege AB (publ), comprising Göran Hellström (Backahill AB), Haavard Rønning (Norwegian Property ASA), Katarina Hammar (Nordea Funds Ltd) and Roger T Storm (Handelsbanken Fonder) which jointly represent 43.2 per cent of the shares and votes in Fabege on 31 December 2025, proposes the following:

Remuneration of the Board of Directors and auditors

Directors' fees in a total amount of SEK 2,685,000 (2,815,000) to be distributed as follows:

- SEK 680,000 (660,000) to the Chairman of the Board,
- SEK 300,000 (280,000) to each of the other Board members,
- SEK 300,000 (280,000) as remuneration for work in the Board's Audit Committee, to be distributed as SEK 150,000 (140,000) to the Chairman and SEK 75,000 (70,000) each to the two members.
- SEK 205,000 (195,000) as remuneration for work in the Board's Remuneration Committee, to be distributed as SEK 95,000 (90,000) to the Chairman and SEK 55,000 (52,500) each to the two members.

Furthermore, the Nominating Committee proposes that the Annual General Meeting resolve that remuneration to the auditors, as previously, be paid in accordance with approved invoices.

Stockholm, March 2026
Fabege AB (publ)
Nominating Committee

Please note – this is an unofficial translation of the Swedish original.

Item 12 – Election of Board members and Chairman of the Board

The Nominating Committee's proposal for the election of Board members and Chairman of the Board at the Annual General Meeting 2026

The Nominating Committee for Fabege AB (publ), comprising Göran Hellström (Backahill AB), Haavard Rønning, (Norwegian Property ASA), Katarina Hammar (Nordea Funds Ltd), and Roger T Storm (Handelsbanken Fonder), which jointly represents 43.2, per cent of the shares and votes in Fabege as of 31 December 2025, proposes the following:

The Nomination Committee proposes the re-election of Anette Asklin, Lennart Mauritzson, Mattias Johansson and Sofia Watt and the election of Erik Sällström and Mikael Lundström as new Board members. Bent Oustad and Jan Litborn have declined re-election. Lennart Mauritzson is proposed to be elected Chairman of the Board.

Anette Asklin (re-election)

Born: 1961

Board Member since 2016

Other assignments: Chairman of the Board of Aranäs AB, Elof Hansson Holding AB and Jernhusen AB. Board Member of Genova Property Group AB and Fondstyrelsen at Gothenburg University.

Education: Bachelor of Science in Business Administration and Economics

Shareholding: 2,000

In accordance with the Swedish Corporate Governance Code, independent in relation to the company, the company management and major shareholders.



Mikael Lundström (new-election)

Born: 1961

Other assignments: Chairman of the Board of Set Up. Board Member of Svefa Partners AB, Specialfastigheter Sverige AB and Värderingsdata i Kungälv AB.

Education: MSc in Engineering

Shareholding: 0

According to the Swedish Corporate Governance Code, independent in relation to the company, its executive management and major shareholders.



Mattias Johansson

Born: 1973

Board Member since 2022

Other assignments: CEO and Group President of Bravida Holding AB and various board assignments within the Bravida Group.

Education: Master of Science in Engineering, Lund Faculty of Engineering.

Shareholding: 2,000

In accordance with the Swedish Corporate Governance Code, independent in relation to the company, the company management and major shareholders.

**Lennart Mauritzon (re-election)**

Born: 1967

Deputy Chairman of the Board since 2022, Board Member since 2021

Other assignments: CEO Backahill AB, Chairman of the Board of Catena Fastigheter AB and Board Member of Brinova AB, Rögle Marknads AB and Wihlborgs Fastigheter AB.

Education: Bachelor of Science in Business Administration and Economics, law

Shareholding: 2,500

In accordance with the Swedish Corporate Governance Code, independent in relation to the company and the company management, dependent in relation to major shareholders.

**Erik Sällström (new-election)**

Born: 1979

Other assignments: CEO Lerstene Invest AB and Chairman of the Board of Selbergs Entreprenad AB

Education: Bachelor of Science in Business Administration and Economics

Shareholding: 26,000 shares through a company

According to the Swedish Corporate Governance Code, independent in relation to the company, its executive management and major shareholders.



Sofia Watt

Born: 1975

Board Member since 2024

Other roles: Chairman of the Board of Catella AB

Education: Executive MBA at Uppsala University, Master of Science in Engineering at the Royal Institute of Technology (KTH), Bachelor of Science in Engineering at Mid Sweden University

Shareholding: 2,000

According to the Swedish Corporate Governance Code, independent in relation to the company, company management and major shareholders.



Stockholm, March 2026
Fabege AB (publ)
The Nominating Committee

Please note – this is an unofficial translation of the Swedish original.

Item 13 – Election of auditors

The Nominating Committee for Fabege AB (publ), comprising Göran Hellström (Backahill AB), Haavard Rønning (Norwegian Property ASA), Katarina Hammar (Nordea Funds Ltd) and Roger T Storm (Handelsbanken Fonder), which jointly represent 43.2 per cent of the shares and votes in Fabege as of 31 December 2025, proposes the following:

Election of the registered audit firm KPMG AB as auditor, with Mattias Johansson as auditor-in-charge. The appointment is valid until the 2027 Annual General Meeting.

Mattias Johansson

Born: 1973

Authorised Auditor at KPMG AB.

Audit engagements in other major companies: Corem, Emilshus, Slättö, Intea and Rederi AB Soya.

Stockholm, March 2026
Fabege AB (publ)
Nominating Committee

Please note – this is an unofficial translation of the Swedish original.

Item 14 – Resolution on guidelines for the procedure for appointing the Nominating Committee

The Nominating Committee of Fabege AB (publ) proposes that the Annual General Meeting decide upon the following principles for the composition of the Nominating Committee:

1. The Nominating Committee is to consist of a representative of each of the four largest shareholders. The Chairman of the Board of Directors shall make contact with the four largest shareholders in the Company in terms of votes according to an extract from the share register maintained by Euroclear Sweden AB as of 31 August, with each of them being given the opportunity to appoint a representative to the Nominating Committee. If a shareholder wishes to refrain from this, a place shall be offered to the next largest shareholder. In addition, the Nominating Committee can resolve that the Chairman of the Board of Directors of the company should be a member of the Nominating Committee. The names of the Nominating Committee's members and the shareholders they represent shall be published as soon as possible, no later than six months prior to the Annual General Meeting. The Nominating Committee's term of office extends until a new Nominating Committee has been appointed. The Chairman of the Nominating Committee shall be the member who represents the largest shareholder, unless the Nominating Committee resolves otherwise. The Nominating Committee shall carry out what is incumbent upon them under the Swedish Code of Corporate Governance.

2. In the event of significant changes in ownership among the largest shareholders, and if following this significant change, a new shareholder has come to be one of the four largest shareholders, the Nominating Committee shall offer this shareholder a place on the Nominating Committee by either resolving that the shareholder should replace the smallest shareholder after the change or resolving to expand the Nominating Committee by a further member. Shareholders who have appointed representatives to the Nominating Committee are entitled to discharge such members and appoint a new representative. Changes to the composition of the Nominating Committee shall be disclosed..

3. The Nominating Committee shall prepare proposals regarding the following matters to be resolved upon by the Annual General Meeting:
 - a. proposal for Chairman of the Annual General Meeting
 - b. proposal for the Board of Directors
 - c. proposal for Chairman of the Board of Directors
 - d. proposal for Board fees, divided between the Chairman and other members of the Board, and any remuneration for committee work
 - e. proposal for auditors
 - f. proposal for remuneration for the company's auditors
 - g. any proposals for changes in principles for the composition of the Nominating Committee

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At company meetings other than the Annual General Meeting, the proposal of the Nominating Committee shall encompass the election(s) that are to take place at the meeting.

4. The company shall bear reasonable costs deemed necessary by the Nominating Committee in order for the Nominating Committee to complete its task. No remuneration shall be paid to the members of the Nominating Committee.

Stockholm, March 2026
Faberge AB (publ)
Nominating Committee

Please note – this is an unofficial translation of the Swedish original.

Item 15 – Resolution on guidelines for remuneration of senior executives

Board of Directors' proposal regarding guidelines for remuneration of senior executives

These guidelines apply to the members of the executive management at Fabege. Company management is defined as the Chief Executive Officer (CEO) and the other members of the Executive Management Team. The guidelines shall be applied to remuneration that is agreed and changes that are made to already agreed remuneration after the guidelines are adopted at the company's 2026 Annual General Meeting (AGM). The guidelines do not apply to remuneration approved at the AGM.

Effect of the guidelines in promoting the company's business strategy, long-term interests and sustainability

Fabege works with sustainable urban development, with a primary focus on commercial properties within a limited number of submarkets in prime locations in the Stockholm area. Fabege creates value by managing, developing and actively working with its property portfolio in order to grow the potential of its property portfolio.

- Fabege's overarching objective – through its well-situated portfolio, its business model and its expertise – is to create and realise values, in order to provide its shareholders with an overall return that ranks among the best of property companies on the Stockholm Stock Exchange.
- Fabege will create profitability by being a development--oriented and customer-focused company
 - with committed employees
 - with satisfied clients
 - that is the natural choice for current and potential customers in the Stockholm market
 - that contributes to sustainable development in Stockholm and the UN's sustainable development goals

To successfully implement the company's business strategy and safeguard the company's long-term interests, including its sustainability, the company must be able to recruit and retain highly-qualified personnel. In order to achieve this, the company must be able to offer competitive remuneration. These guidelines enable the company to offer senior executives a competitive overall remuneration package.

The company has not established any further incentive programmes with approval from the AGM other than the remuneration packages encompassed by these guidelines.

Variable cash remuneration encompassed by these guidelines shall aim to promote the company's business strategy and long-term interests, including its sustainability.

Forms of remuneration, etc.

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Remuneration shall be in line with the market and may consist of the following components: fixed cash salary, variable cash remuneration, pension benefits and other (minor) benefits, as well as allocation(s) to the company's profit-sharing fund. The AGM may in addition – and irrespective of these guidelines – approve, for example, share-based and share price related forms of remuneration.

Fixed salaries are reviewed annually. It must be possible to measure and follow up attainment of criteria for payment of variable cash remuneration annually (over the calendar year). Variable cash remuneration may amount to a total of nine monthly salary payments, representing no more than 75 per cent of the fixed annual cash salary.

The retirement age is 65. Pension benefits are to be equivalent to the ITP supplementary pension plan for salaried employees in industry and commerce, or be contribution-based with a maximum contribution of 35 per cent of pensionable salary. Variable cash remuneration shall be pensionable.

Other benefits, where they occur, shall constitute a limited portion in relation to fixed remuneration. Other benefits may include life insurance, health insurance and car allowances. Such benefits may amount to a total of no more than 10 per cent of the fixed annual cash salary.

The company has a profit-sharing fund covering all employees of the company. Allocations to the profit-sharing fund are based on the achieved return on equity and defined operational targets. Any allocation is capped at two base amounts per year per employee.

Termination of employment

In the case of termination of employment by the company, the period of notice must be no more than 12 months. Termination salary and severance pay must not exceed 24 monthly salary payments in total.

In the case of termination of employment by the employee, the period of notice must be no more than six months, with no right to severance pay.

Criteria for allocation of variable cash remuneration, etc.

Variable cash remuneration shall be linked to predetermined and measurable criteria that may be financial or non-financial. It may also be made up of individually-based quantitative or qualitative goals. The criteria shall be structured in such a way that they promote the company's business strategy and long-term interests, including its sustainability, for example by being clearly linked to the business strategy or promoting the executive's long-term development. Responsibility and performance that coincide with the interests of shareholders are to be reflected in the remuneration.

The following criteria apply for 2026:

2026	Share		Target 2026
Financial targets	10%	Income from property management (excluding associates)	SEK 1,650m
	10%	Surplus ratio	75%
	10%	Total return on the property portfolio	At least 4%
	15%	Net letting, management portfolio	SEK 50m
	10%	Net letting, projects	SEK 100m
Sustainability targets	5%	Energy consumption, kWh/sqm	Max 68 kWh/sqm
	5%	Scope 3, <286 kg CO2 per produced sqm	<286 kr CO2/sqm
	5%	Outcome GRESB, index	>90
Relations targets	5%	Employee index GPTW	At least 88
Other targets	10%	Outperform index OMX Stockholm Real Estate GI 1/1–31/12	Index
	10%	Total shareholder return (including dividends)	At least 10%
	5%	At the discretion of the Board of Directors	As resolved by the Board

Outcomes for all goals are measured over the calendar year. When the measurement period for attainment of the criteria for payment of variable cash remuneration has ended, the Remuneration Committee shall determine the extent to which the criteria have been attained. As far as financial goals are concerned, the assessment shall be based on the latest financial information published by the company.

Senior executives who receive variable remuneration undertake to make a long-term investment (for a period of at least three years) of at least two-thirds of this variable remuneration component after tax in shares in the company. The aim is to encourage participation and commitment by offering senior executives the opportunity to become shareholders in a more structured manner. Variable remuneration to company management must not exceed a maximum total annual cost for the company of around SEK 17.7m (excluding social security contributions), calculated on the basis of the number of persons who currently constitute senior executives.

Salary and employment conditions for employees

During preparation of the Board of Directors' proposals for these remuneration guidelines, salary and employment conditions for the company's employees have been taken into

account by including details of total remuneration for employees, the components of remuneration and the increase in the remuneration and the rate of increase over time as part of the Remuneration Committee and Board's decision documentation in assessing the reasonableness of the guidelines and the restrictions arising from them. The trend of the gap between the remuneration paid to the senior executives and that paid to other employees will be reported on in the remuneration report.

Decision-making process for determining, reviewing and implementing the guidelines

The Board of Directors has established a Remuneration Committee. The Committee's tasks include preparing the Board's decisions on proposals for Guidelines for Remuneration of Senior Executives. The Board shall draw up proposals for new guidelines every four years and shall present their proposals for resolution at the AGM. The guidelines shall be valid until new guidelines are adopted at the AGM. The Remuneration Committee shall also monitor and evaluate variable remuneration programmes for company management, implementation of the Guidelines for Remuneration of Senior Executives and prevailing remuneration structures and remuneration levels in the company. The members of the Remuneration Committee are independent of the company and company management. During the Board's consideration of and decisions on remuneration-related matters, the CEO and other members of company management – to the extent that they are affected by such matters – are not present.

Departure from the guidelines

The Board of Directors may decide to depart temporarily from the guidelines, wholly or in part, if in any individual case particular reasons exist to justify doing so, and if such a departure is necessary to meet the company's long-term interests, including its sustainability, or to ensure the company's financial viability. As stated above, the Remuneration Committee's tasks include preparing the Board's decisions on remuneration matters, including decisions on any departure from the guidelines.

Description of significant changes to the guidelines and how the views of shareholders have been observed

These guidelines have been prepared in accordance with the requirements that applied ahead of the 2020 AGM, when the link to the company's business strategy and criteria for variable remuneration were clarified. The criteria for bonuses for senior executives have been updated ahead of the 2026 Annual General Meeting. Otherwise, the same guidelines as before apply, regarding both fixed and variable remuneration, other benefits, allocation to the company's profit-sharing fund, conditions of employment, etc.

Remuneration commitments not due for payment

At the time of the 2026 AGM, the company has no remuneration commitments that had not fallen due for payment, other than ongoing commitments to senior executives in accordance with the remuneration principles adopted by the 2025 AGM.

Appendix M

Board of Directors



Appendix N - Auditor's opinion under Chapter 8 Section 54 of the Swedish Companies Act (2005:551) as to whether the guidelines of the annual general meeting on the remuneration of senior executives have been followed

To the annual general meeting of Fabege AB (publ.), Corporate identity No 556049-1523

Introduction

We have audited whether the Board of Directors and the Chief Executive Officer of Fabege AB (publ.) during the year 2025 have followed the guidelines on remuneration of senior executives adopted at the annual general meeting on 9 April 2024 respectively annual general meeting on 23 April 2025.

Responsibility of the Board of Directors and the Chief Executive Officer

The Board of Directors and the Chief Executive Officer are responsible for the guidelines being followed and for the internal control that the Board of Directors and the Chief Executive Officer deem necessary to ensure that the guidelines are followed.

Responsibility of the auditor

Our responsibility is to issue an opinion, based on our audit, to the annual general meeting as to whether the guidelines have been followed. We have conducted the audit in accordance with FAR recommendation RevR 8 *Audit of remuneration of senior executives in some public limited companies*. This recommendation requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance that the guidelines adopted by the annual general meeting are followed in all material aspects. The firm applies International Standard on Quality Management 1, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We are independent of Fabege AB accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

The audit has covered the company's organization for and documentation of remuneration issues for senior executives, the new decisions on remuneration that have been taken and a selection of the payments made during the financial year to the senior executives. The auditor chooses what procedures are to be performed, in part by assessing the risk of the guidelines not being followed in all material aspects. In making those risk assessments, the auditor considers internal control relevant to compliance with the guidelines in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.

We believe that our audit provides a reasonable basis for our opinion set out below.

Opinion

We consider that the Board of Directors and Chief Executive Officer of Fabege AB (publ.) during 2025 have followed the guidelines on remuneration of senior executives adopted at the annual general meeting on 9 April 2024 respectively annual general meeting on 23 April 2025.

Stockholm, according to our electronic signature

KPMG AB

Mattias Johansson

Authorized Public Accountant



Translation from the Swedish original

Please note – this is an unofficial translation of the Swedish original.

Item 16 – Approval of the 2026 remuneration report

Background

This report describes how the guidelines for remuneration of senior executives of Fabege AB, as resolved by the 2025 Annual General Meeting, were applied during 2025. The report also contains information about remuneration paid to the CEO and a summary of the company's incentive programmes. The report has been prepared in accordance with the Swedish Companies Act and the Swedish Corporate Governance Board's *Rules on remuneration of senior executives and on incentive programmes*.

The work of the Remuneration Committee

In 2025, the Remuneration Committee was made up of Jan Litborn (chair), Mattias Johansson and Lennart Mauritzson. Two meetings were held during the year. The minutes from the Remuneration Committee's meetings are distributed to all Board members, and the Committee's chairman submits regular reports to the Board. The Remuneration Committee prepares material concerning remuneration issues ahead of decisions made by the Board.

Board fees

Fees paid to members of the Board of Directors are not covered by this report. Such fees are decided annually by the Annual General Meeting and are reported in Note 6 on page 113 of the 2025 Annual Report. In 2025, consulting services totalling SEK 0.9m were purchased from Advokatfirman Born, a law firm at which Fabege's Chairman Jan Litborn is a partner. No other remuneration was paid to the members of the Board of Directors.

Results in 2025

The CEO summarises the company's overall results in his report on pages 5–6 of the 2025 Annual Report. Fabege reports an improved gross profit and higher profit from property management, mainly due to increased net operating income, contributions from residential development and slightly lower interest expenses. Property values saw a slight decline, largely due to longer estimated vacancy periods and somewhat higher yield requirements. The trend of negative net lettings turned to positive figures in the second half of the year. Fabege continues to report a strong balance sheet with a high equity ratio and a low loan-to-value ratio.

The company's remuneration guidelines: area of application, purpose and deviations

A prerequisite for ensuring the successful implementation of the company's business strategy and the safeguarding of its long-term interests, including its sustainability, is that the company can recruit and retain highly-qualified personnel. This requires that the company is able to offer competitive remuneration. The company's guidelines make it possible to offer senior executives a competitive overall remuneration package.

According to the remuneration guidelines, remuneration of senior executives shall be in line with the market and may consist of the following components: fixed cash salary, variable cash remuneration, pension benefits and other benefits. Variable cash remuneration shall be linked to financial or non-financial criteria. These can consist of individually-based quantitative or qualitative goals. The criteria shall be structured in such a way that they promote the company's business strategy and long-term interests, including its sustainability, for example by being clearly linked to the business strategy or promoting the executive's long-term development.

The complete guidelines are provided on pages 113–114 of the 2025 Annual Report. In 2025, the company followed the relevant remuneration guidelines adopted by the Annual General Meeting.

The auditor's opinion about the company's compliance with the guidelines is available at www.fabege.se/en/about-fabege/corporate-governance/. No remuneration has been clawed back. Provisions have been allocated to the company's profit-sharing fund. No additional remuneration has been paid over and above the remuneration defined in the remuneration guidelines. The company has not implemented any share-related incentive programmes.

Remuneration paid out in 2025

Variable remuneration based on the 2024 performance was paid in February 2025. The following criteria for variable remuneration applied in 2024:

Target	Share	Criteria/target	Outcome	Outcome
Operational targets	70%	Income from from Property Management: SEK 1,145m	SEK 1,345m	10%
		Surplus ratio: 74%	74%	10%
		Profit before tax: >SEK 10/share	Neg	-
		Net lettings: SEK 100m	SEK -108m	-
		GRESB: index rating >91	95	10%
		Employee index rating, GPTW: >88	88.16	10%
		Energy consumption: <71 kWh/sqm	70.16	10%
Total return on property portfolio	10%	Top 2 of Fabege, Atrium Ljungberg, Castellum, Hufvudstaden and Wahlborgs	Not fulfilled	-
Share price trend	10%	Outperform index OMX Stockholm Real Estate GI 1/1–31/12	Not fulfilled	-
Miscellaneous	10%	Discretionary, to be decided by the Board	Not fulfilled	-
Total outcome				50%

Appendix O

The target achievement for 2024 was 50%. Variable remuneration relating to 2024 was paid out in the first quarter of 2025 and is thus included in the table below.

Table 1: Total remuneration paid to senior executives in 2025 (SEK thousand)

Senior executive	Fixed remuneration	Variable remuneration	Other benefits	Pension cost	Total remuneration	Percentage fixed/variable remuneration
President and CEO*	8,677	2,925	69	3,243	14,178	75/25
Vice President	3,405	1,237	131	926	5,699	73/27
Other senior executives**	11,369	2,746	570	4,341	19,026	81/19

*) New CEO Bent Oustad replaced Stefan Dahlbo on 1 December 2025.

***) The Executive Management Team consisted of 8 persons including the CEO and Vice President during the year.

In addition to remuneration paid as shown in the table above, a provision of SEK 42,000 per person has also been allocated (for all employees) to Fabege's profit-sharing fund.

Further information about remuneration paid to senior executives is provided in Note 6 (Employees and salary costs etc.) on pages 113–114 of the 2025 Annual Report.

Table 2: Comparative information regarding changes in remuneration and the company's earnings

Change in remuneration	2025 vs 2024	2024 vs 2023	2023 vs 2022	2022 vs 2021	2021 vs 2020
President and CEO*	-8%	+8%	-3%	+17%	+16%
Vice President	-2%	+7%	-7%	+18%	+1%
Other senior executives***	+1%	+4%	+6%	+17%	+8%
Profit/loss from Property Management	+6%	-8%	+6%	-11%	+4%
Profit/loss before tax	neg	neg	neg	-56%	+68%
Average remuneration for other employees***	+2%	+4%	-2%	+14%	+3%

* New CEO Bent Oustad replaced Stefan Dahlbo on 1 December 2025.

** The management team decreased in number by 1 member as of January 2022, having increased by 3 members as of January 2021.

The change has been recalculated based on an unchanged number of members.

*** Based on the number of full-time equivalents

The following criteria for variable remuneration applied in 2025:

Target	Share	Criteria/target	Outcome	Outcome
Operational targets	10%	Profit/loss from Property Management: SEK 1,450m	SEK 1,421m	-
	10%	Surplus ratio: 74%	74.1%	10%
	10%	Total return on property, top 2 of Fabege, Atrium -Ljungberg, -Castellum, Hufvudstaden and Wihlborgs	-	
	10%	Net lettings, Property Management: SEK 30m	SEK 36m	10%
	10%	Net lettings, Projects: SEK 100m	-	-
Sustainability targets	10%	Energy consumption: max. 70 kWh/sqm	65	10%
	10%	CO2 Scope 3, 35% reduction from 2018: 286 CO2e/sqm	221	10%
	10%	GRESB: index rating >90	94	10%
Relationship targets	5%	Employee index rating, GPTW: 89	88	-
	5%	CSI rating: min. 80	83	5%
Share price trend	5%	Outperform index OMX Stockholm Real Estate GI 1/1–31/12	Fulfilled	5%
Miscellaneous	5%	Discretionary, to be decided by the Board	-	-
Total outcome				60%

Variable remuneration relating to 2025 will be paid out in the first quarter of 2026 and is thus not included in the remuneration paid in 2025.

Guidelines for Remuneration of Senior Executives, 2026

No changes are proposed to the Guidelines for Remuneration of Senior Executives. However, the guidelines have been updated with regard to the criteria and targets for variable remuneration. These are set out in the proposed Guidelines for Remuneration of Senior Executives ahead of the Annual General Meeting 2026.

Stockholm, March 2026

Fabege AB (publ)

Board of Directors

Please note – this is an unofficial translation of the Swedish original.

Item 17 – Resolution authorising the Board of Directors to decide on acquisition of own shares and transfer of such treasury shares to other parties

- A. The Board of Directors proposes that the Annual General Meeting resolve to authorise the Board to make decisions concerning acquisitions of the company's own shares, subject to the following conditions:
1. Acquisitions may occur on the Nasdaq Stockholm.
 2. Acquisitions may occur on one or more occasions, during the period until the next Annual General Meeting.
 3. Acquisitions may not exceed a number of treasury shares that results in the Group's total holdings after the acquisitions amounting to a maximum of ten (10) per cent of all shares in the company.
 4. Acquisitions may occur at a price per share that is within the registered price interval at any time.
 5. Payment for the acquired own shares must be in cash.
- B. The Board of Directors proposes that the Annual General Meeting resolve to authorise the Board to transfer the company's treasury shares subject to the following conditions:
1. Transfers may occur on the Nasdaq Stockholm or in another manner by disapplying the pre-emptive rights of existing shareholders.
 2. Transfers may occur on one or more occasions during the period up to the next Annual General Meeting.
 3. Transfers may occur of all treasury shares held by the company at the time of the Board's decision.
 4. Transfers may occur at a price per share that is within the registered price interval at any time.
 5. Payment for transferred shares shall be in cash, in kind, through offsetting of the company's debt or in another manner subject to terms and conditions.

The purpose of the authorisations according to A and B above is to continuously be able to adapt the company's capital requirements and thereby improve shareholder value, and to be able to transfer shares as payment or for financing any property or business acquisitions.

Statement by the Board of Directors in accordance with Chapter 19, section 22 of the Swedish Companies Act (2005:551)

The Board of Directors proposes that the Annual General Meeting authorise the Board, during the period until the next Annual General Meeting, to acquire a maximum of ten per cent of all shares issued in the company. The company currently holds 16,206,048 shares equivalent to approx. 4.9 per cent of all shares.

Based on the grounds stated in the Board's statement in accordance with Chapter 18, Section 4 of the Swedish Companies Act, pertaining to the proposed dividend, the Board finds that the proposed authorisation is justified with respect to the parameters stated in Chapter 17, Section 3, paragraphs 2 and 3 of the Swedish Companies Act (prudence rule).

Accordingly, it is the opinion of the Board of Directors that the motion concerning authorisation is justified with respect to:

1. the requirements of the nature, scope and risks that the operations (of the company and the Group) impose on the size of the equity and
2. the company's and the Group's consolidation needs, liquidity and position in general.

The Board of Directors also takes into account that it is its duty, when exercising the authorisation, to prepare a new reasoned statement as to whether, considering the prevailing conditions, the acquisition of own shares is considered justifiable pursuant to the provisions in Chapter 17, Section 3, paragraphs 2 and 3 of the Swedish Companies Act.

Resolution of this item in accordance with the Board of Directors' motion requires that the Annual General Meeting resolution is supported by no less than two thirds of the votes cast and the shares represented at the Annual General Meeting.

Stockholm, March 2026
Fabege AB (publ)
Board of Directors