Caybon Holding AB’s proposal for a resolution on a directed issue of shares in Caybon LP AB to members of the board of directors, management and certain key employees

Caybon Holding AB ("**Caybon Holding**") proposes that a general meeting in Caybon LP AB ("**Caybon LP**"), a subsidiary of Caybon Holding, resolves on a directed issue of shares to members of the board of directors, management and certain key employees ("**Management**") of Caybon Holding. As Management falls within the category of persons referred to in Chapter 16 of the Swedish Companies Act (Sw. *aktiebolagslagen*) (the so-called Leo Act), a resolution of Caybon LP's general meeting is not valid unless it is approved by the general meeting of Caybon Holding, in accordance with Chapter 16, Section 3 of the Swedish Companies Act. The resolution is conditional upon amendments to Caybon LP's articles of association and a reduction of Caybon LP's share capital. Caybon Holding proposes that the general meeting of Caybon LP resolves on a directed issue of shares in accordance with the following terms and conditions.

Subscription rights and reason for not applying the shareholders' pre-emption rights

Caybon Holding proposes that the general meeting in Caybon LP resolves on a directed issue of not more than 916,666,666 shares. The right to subscribe for the new shares shall, with deviation from the shareholders' pre-emption rights, vest with Adam Fors, chairman of the board (no more than 42,504,820 shares), Eola Änggård Runsten, board member (no more than 38,194,460 shares), Martin Ingemansson, board member (no more than 15,277,793 shares), and Robin Leijonhufvud, board member (no more than 15,277,793 shares), no more than eight (8) persons in management (no more than 230,063,680 shares per person) and no more than seven (7) other employees and key persons (no more than 38,194,460 shares per person). The reason for not applying the shareholders' pre-emption rights is to ensure a long-term viable capital structure for Caybon LP and to create incentives for the board of directors, management and key employees to continue to operate and develop Caybon LP. The board of directors, together with the ad-hoc committee of the group's bonds, are entitled to decide on the final number of shares to be allotted to each person in the employee categories stated above, which shall be based on each person's shareholding in Caybon Holding as set out in Caybon Holding's own share register prior to the restructuring (as further described in the notice of the extraordinary general meeting of Caybon Holding).

Subscription price

Upon full subscription, a total of approximately SEK 71,500 shall be paid for all shares issued pursuant to this proposal, entailing a subscription price per share corresponding to the quota value of the shares of SEK 0.000078 in Caybon LP. The subscription price corresponds to the quota value as the board of directors in both Caybon Holding and Caybon LP has assessed that Caybon Holding and the group's equity value is nil or negative, and the basis for the subscription price is an agreement in principle between certain bondholders of the group, shareholders and Caybon LP which has been negotiated on an arm's length basis.

Number of shares

The issue pursuant to this proposal shall comprise not more than 916,666,666 shares in Caybon LP, entailing an increase of the share capital of Caybon LP of not more than SEK 71,499.999948.

Time of subscription and payment

Subscription of the newly issued shares shall be made on a subscription list no later than 31 December 2026. Payment for the shares subscribed for shall be made no later than 31 December 2026. The board of directors of Caybon LP shall be entitled to extend the subscription period and the time of payment.

Right to dividend

The new shares shall entitle the holder to a dividend as of the first record date for dividend that occurs immediately after the shares have been entered in Caybon LP's share register.

Authorisation to make minor adjustments

The board of directors of Caybon LP, or a person appointed by the board of directors of Caybon LP, shall be authorised to make such minor adjustments as may be necessary in connection with registration of the resolution with the Swedish Companies Registration Office, Euroclear Nordics AB or due to other formal requirements.