



**The board of directors of Fastighets AB Balder (publ) proposal in accordance with chapter 19 § 28 in the companies act to take a resolution to authorize the board of directors to acquire and transfer own shares**

The board proposes that the AGM resolve to authorise the board, during the period until the next annual general meeting, on one or more occasions, to acquire its own Class B shares. The company may not acquire its own shares to the extent that the company's holding of its own shares following the acquisition would exceed one-tenth of all shares in the company.

Acquisition of shares shall take place (i) on NASDAQ Stockholm and may only take place at a price within the registered price range at each time, which is deemed as the range between the highest price paid and lowest selling price or (ii) via a take-over bid directed to all holders of each class of shares, when the acquisition shall take place at a price that at the time of the resolution corresponds to not less than the current market price and not more than 150 per cent of the current market price. Payment for the shares shall be paid in cash.

In addition, the board proposes that the AGM authorise the board during the period until the next annual general meeting, on one or more occasions, to sell all shares of class B or part of all shares class B that the company holds at each point in time, (i) on NASDAQ Stockholm or (ii) in connection with acquisition of companies, operations or properties on market-related terms. Sale of shares on NASDAQ Stockholm may only take place at a price that is within the registered price range at each time. The authorisation includes the right to resolve on deviations from the shareholders' preferential rights and that payment may be made through set-off or contribution in kind.

If the exercise of the authorization to acquire or transfer own shares of class B is combined with the exercise of the authorization to issue new shares of class B (item 14) with the purpose of financing the acquisition of the entire or the part of properties, shares or participations in legal entities, the number of shares that has been transferred and issued in connection with the acquisition, together can correspond to a maximum of 20 000 000 shares of class B.

The authorisation will give the board the possibility to plan for action and the possibility to continually adapt the company's capital structure and thereby contribute to increase the shareholder value and also have the possibility to finance future acquisitions.

The board of directors, or a person appointed by the board of directors, is authorized to make any minor adjustments to the above proposal that may prove necessary in connection with

registrations of the above resolution with the Swedish Companies Registration Office and Euroclear Sweden AB.

For a decision to be valid, the decision must be supported by shareholders with a minimum of two-thirds of the voting rights and shares represented at the meeting.