

## **The Board of Directors' reasoned statement pursuant to Chapter 19, Section 22 of the Swedish Companies Act**

With reference to the Board of Directors' proposal to the 2026 annual general meeting of John Mattson Fastighetsföretagen AB (publ) to authorise the Board of Directors to resolve on acquisitions of the company's own shares, the Board of Directors hereby submits the following reasoned statement pursuant to Chapter 19, Section 22 of the Swedish Companies Act (2005:551).

The nature and scope of the business is stated in the company's articles of association and in the annual report for the financial year 2025. The business that is carried out in the company and in the group does not involve any risks beyond what is present or likely to be present in the industry or the risks generally associated with the conduct of business. The parent company's and the group's financial situation as of 31 December 2025 is stated in the annual report for the financial year 2025. The annual report also states which principles have been applied when determining the value of assets, provisions, and liabilities.

As of 31 December 2025, non-restricted equity for the group amounted to MSEK 6,344. The equity ratio amounted to 42.3 per cent as of 31 December 2025. Regarding the group's equity as of 31 December 2025, MSEK 3,541.4 is attributable to assets and liabilities being valued at fair value in accordance with Chapter 4, Section 14 a of the Annual Accounts Act (1995:1554). Provided that the annual general meeting resolves in accordance with the Board of Directors' proposal on allocation of profits, entailing a total dividend of MSEK 18.7, the group's non-restricted equity would, following the dividend, amount to MSEK 6,325 and the group's equity ratio, based on the group's financial situation as of 31 December 2025 but taking into account the proposed dividend, would amount to 42.2 per cent.

The amount payable by the company upon utilisation of the authorisation depends on whether, and in such case to what extent, the Board of Directors decides to utilise the authorisation and at what share price. Assuming full utilisation of the proposed authorisation at a share price of SEK 62.40 per share, *i.e.* the closing price of the company's share on Nasdaq Stockholm on 6 March 2026, the total purchase price would amount to approximately MSEK 468. This amount corresponds to approximately 7.4 per cent of the group's non-restricted equity after the proposed dividend, and the group's equity ratio, calculated on the basis of the group's financial position as of 31 December 2025 but taking into account the proposed dividend, would then amount to approximately 38.4 per cent. Neither the company's nor the group's financial position give rise to any assessment other than that the company and the group can continue its business operations and that the company and the group can be expected to fulfil their short-term and long-term duties and obligations.

Based on the above, the Board of Directors considers that the proposed authorisation for the Board of Directors to resolve on acquisitions of the company's own shares is justifiable in view of the requirements that the nature, scope and risks of the business place on the size of the company's and the group's equity, as well as the company's and the group's need for consolidation, liquidity and financial position in general. The Board of Directors will however, before any potential decision to utilise the proposed authorisation, conduct a new assessment pursuant to Chapter 19, Section 22 of the Swedish Companies Act. The Board of Directors will thereby only utilise the authorisation and resolve to acquire the company's own shares if, and to the extent, the Board of Directors deems this to be justifiable in accordance with the requirements of the Swedish Companies Act.

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Lidingö in March 2026

**John Mattson Fastighetsföretagen AB (publ)**

*The Board of Directors*