SECTRA

Documentation to be presented at the
Annual General Meeting of

Sectra AB (publ)

September 8, 2026

Proposed Agenda

for the Annual General Meeting of Shareholders ("AGM") in Sectra AB (publ)
Tuesday, September 8, 2026.

1. Opening of the AGM.

2. Election of a Chairman for the AGM.

3. Preparation and approval of the voting list.

4. Approval of the agenda.

5. Election of two persons to certify the minutes.

6. Determination of whether the AGM has been duly convened.

7. Presentation of the Annual Report and the Auditor's Report, the Consolidated Annual Report and Consolidated Auditor's Report and the Sustainability Statement and the Auditor's Limited Assurance Report on the Sustainability Statement.

8. Resolution regarding the adoption of the Profit and Loss Statement and the Balance Sheet and the Consolidated Profit and Loss Statement and Consolidated Balance Sheet.

9. Resolution regarding the allocation of the company's profit according to the adopted Balance Sheet.

10. Resolution regarding the discharge from liability towards the company for the members of the Board of Directors and the Managing Director.

11. Resolution regarding the number of members of the Board of Directors, auditors and deputies.

12. Resolution regarding the fees for the Board of Directors and the auditors.

13. Election of the members of the Board of Directors.

14. Election of the Chairman of the Board.

15. Election of the auditor.

16. Resolution regarding the approval of the remuneration report.

17. Resolution regarding principles for salary and other forms of remuneration for senior executives.

18. Resolution regarding a long-term performance based incentive program 2026 including

(a) a resolution regarding terms and instructions for the incentive program,

(b) a resolution to authorize the Board of Directors (i) to issue shares of series C and (ii) to buy back shares of series C, and

(c) a resolution to transfer shares of Series B.

19. Resolution regarding the authorization for the Board of Directors to acquire and dispose of the company's own shares.

20. Resolution regarding the authorization for the Board of Directors to issue shares.

21. Resolution regarding a proposal by the shareholder Stefan Ekengrip that the board should be assigned to establish Sectra AB 50 year jubilee fund

22. Any other matter.

23. Closing of the AGM.

The Board of Directors' proposals for the AGM in Sectra AB (publ) on September 8, 2026

The following proposals have the same numbering as set forth in the Board of Directors' proposed agenda.

Election of Chairman of the AGM, item 2

The Nomination Committee, consisting of Jan-Olof Brüer (Chairman of the Board of Directors and representing his own and related parties' holdings), Torbjörn Kronander (representing his own and related parties' holdings), Mats Andersson (representing Nordea Investment Funds) and Patrik Jönsson (Chairman of the Nomination Committee and representing SEB Funds), proposes that Per Nyberg or, in case he is unable to serve, the person suggested by the Nomination Committee, is elected Chairman of the AGM.

Election of two persons to certify the minutes, item 5

The Nomination Committee proposes that Patrik Jönsson, representing SEB Funds, and Robert Forchheimer or, in case anyone of them is or both of them are unable to serve, the person or persons suggested by the Nomination Committee, are elected to certify the minutes.

Dividend, item 9

The Board of Directors proposes an ordinary dividend of SEK 1,30 per share and an extraordinary dividend of SEK 1,00 per share. It is proposed that the record date for being entitled to receive dividends shall be Thursday, September 10, 2026. If the AGM decides in accordance with the proposal by the Board of Directors, dividends are expected to be paid on Tuesday, September 15, 2026 through Euroclear Sweden AB.

Board of Directors etc, items 11-15

The Nomination Committee proposes that the Board of Directors shall comprise of nine members. Anders Persson, Torbjörn Kronander, Tomas Puusepp, Birgitta Hagenfeldt, Jan-Olof Brüer, Fredrik Robertsson and Ulrika Unell are proposed to be re-elected as members of the Board of Directors and that Michael Brüer and Joel Kronander are proposed to be elected as new members of the Board of Directors. Michael Brüer and Joel Kronander currently serve as deputy members of the Board of Directors.

It is proposed that Jan-Olof Brüer is re-elected Chairman of the Board of Directors.

The Nomination Committee's statement in respect of their proposal is set out in **Appendix 1**, and other information regarding the proposed members of the Board of Directors is available at https://investor.sectra.com/board.

The Nomination Committee proposes that Ernst & Young AB is appointed as auditor until the close of the next AGM. Ernst & Young AB has announced that if the AGM approves of the proposal, Authorized Public Accountant Andreas Troberg will be the Auditor in Charge.

It is proposed that director fees shall amount to SEK 370,000 (previously SEK 350,000) for each of the external members of the Board and to SEK 740,000 (previously SEK 700,000) for the Chairman of the Board. For Audit Committee work it is proposed that fees shall amount to SEK 80,000 (previously SEK 75,000) for each of the external members and to SEK 160,000 (previously SEK 150,000) for the Chairman of the Audit Committee. In addition, it is proposed that for the Remuneration Committee fees shall amount to SEK 35,000 (no change) for each of the external members and 70,000 (no change) for the the Chairman of the Remuneration Committee. Finally, the Nomination Committee proposes that the auditor's fee shall be paid pursuant to approved account.

The Nomination Committee's proposal is supported by shareholders representing more than 65 percent of the votes in the company.

Approval of the remuneration report, item 16

The Board of Directors proposes that the AGM resolve to approve the remuneration report by the Board of Directors according to Chapter 8 Section 53a of the Companies Act (2005:551)**, Appendix 2.** The auditor's report in accordance with Chapter 8, Section 54 of the Swedish Companies Act (2005:551) on whether the guidelines adopted by the General Meeting regarding remuneration to Group Executive Management have been complied with **Appendix 3**.

Principles for salary and other forms of remuneration for senior executives, item 17

The Board of Directors proposes that the AGM resolve to approve the following principles for salary and other forms of remuneration for senior executives of Sectra:

Scope and applicability of the guidelines

These guidelines cover the President and CEO, other members of Group Management and, where applicable, remuneration to Board members for work performed above and beyond their commission. The guidelines will be applied to contractual remuneration, and changes made to remuneration already contracted, after the guidelines are adopted by the 2026 AGM.

The guidelines do not cover remuneration that has been decided by the General Meeting of Shareholders. Board fees will not be paid to executives employed in the Group.

The guidelines' promotion of the company's business strategy, long-term interests and sustainability

Briefly, Sectra's business strategy entails developing and selling products and services for medical IT and cybersecurity. Helping customers improve the efficiency and quality of patient care and increase cybersecurity in critical functions of society is the company's most significant contribution to a more sustainable society. For more information about the company's business strategy, refer to Sectra's latest Annual Report available at the company's website, https://sectra.com.

Successfully implementing the company's business strategy and looking after the company's long-term interests including sustainability assumes that the company can recruit and retain qualified employees. This requires the company to offer competitive remuneration. These guidelines make it possible to offer senior executives competitive total remuneration.

Long-term share-based incentive programs have been introduced at the company in certain years. These programs are adopted, where necessary, by the General Meeting of Shareholders and are thus not covered by these guidelines.

Forms of remuneration, etc.

The terms and conditions of remuneration must emphasize remuneration after performance, and vary in relation to the individual's performance and the Group's earnings. Total remuneration shall be on market terms and can consist of the following components: fixed cash salary, variable cash remuneration, pension benefits and other benefits.

Fixed remuneration

Fixed remuneration consists of a basic annual salary (the "Basic Salary"), which is to be competitive in the relevant market and reflect the responsibilities that the job entails. Salary levels will be reviewed once a year to ensure continued competitiveness and to reward individual performances.

Variable remuneration

Variable cash remuneration covered by these guidelines must be intended to promote the company's business strategy and long-term interests, including sustainability.

Variable cash remuneration will be based on predetermined and measurable criteria. These criteria must be based on (i) financial earnings (profit, financial efficiency and sales) or alternately operational goals that over the long term are intended to lead to solid financial results; (ii) share-related goals and (iii) non-financial goals such as sustainability, customer satisfaction, quality and corporate culture. They could also consist of individually adapted quantitative or qualitative goals.

Meeting the criteria for disbursement of variable cash remuneration should be measurable over a period of one or more years. Variable cash remuneration can total a maximum of 100 percent of the Basic Salary excluding vacation supplement as regards financial, operative, non-financial and individually adapted goals and a maximum of 25 percent as regards share-related goals during the relevant measurement period.

When the measurement period for meeting the criteria for disbursement of variable cash remuneration has concluded, the extent to which the criteria were met must be determined. The Remuneration Committee is responsible for the assessment regarding variable cash remuneration to the CEO. As regards variable cash remuneration to other executives, the CEO is responsible for the assessment. As regards financial goals, the assessment must be based on the latest financial information released by the company.

In addition to variable remuneration that executives may receive in accordance with these guidelines, the Board of Directors may decide that such executives could be covered by programs for variable remuneration that also cover personnel categories other than senior executives such as all employees in the Group or in a particular business area. Such programs must entitle all employees (regardless of position) to the possibility of the same nominal remuneration.

The Board of Directors must also have the legal or contractual possibility — with the ensuing limitations — of demanding the return in full of erroneously disbursed variable remuneration (so called clawback). Such request for repayment must, where applicable, be made within five years of the disbursement.

Pension and other benefits

For the CEO and other executives covered by these guidelines, retirement and survivor benefits including health insurance must be provided and are to be defined-contribution. Variable cash remuneration must not be pensionable. Pension premiums must total a maximum of 30 percent of the Basic Salary.

The executive must be provided with the possibility of exchanging a portion of the Basic Salary with other benefits such as life insurance, healthcare insurance and a company car, provided that it is cost-neutral for the company.

As regards terms of employment subject to laws other than Swedish, the company may make the proper adjustments concerning pension and other benefits in order to comply with compulsory regulations or local practice, in which case the overall goals of these guidelines must be met to the greatest possible extent.

Period of notice

The period of notice shall be agreed individually and not be more than 18 months.

Salary and conditions of employment for employees

In preparing the Board's proposal for these remuneration guidelines, salary and conditions of employment for the company's employees were taken into account through information on total employee remuneration, the components of remuneration and the increase (and rate of increase) of the remuneration forming a part of the basis for decision by the Board and the Remuneration Committee in assessing the reasonableness of the guidelines and the ensuing limitations.

The decision-making process for adopting, reviewing and implementing the guidelines

The Board of Directors has established a Remuneration Committee, the tasks of which include preparing the Board's decisions on proposals for guidelines on remuneration to senior executives.

The Board of Directors will draw up proposals for new guidelines at least once every four years, and present the proposal for resolution by the AGM. The guidelines will be in force until new guidelines are adopted by the General Meeting of Shareholders.

Remuneration to the CEO and, where applicable, Board members (above and beyond ordinary remuneration resolved on by shareholders' meetings) is decided by the Board based on the recommendations of the Remuneration Committee. Remuneration to other executives is determined by the CEO. The Remuneration Committee must also monitor and evaluate programs for variable remuneration to Group Management, the application of guidelines for remuneration to senior executives and applicable remuneration structures and remuneration levels in the company. The members of the Remuneration Committee are independent in relation to the company and Group Management. To the extent they are affected by such issues, neither the CEO nor other members of Group Management are present when the Board discusses and decides on issues related to remuneration.

Departures from the guidelines

The Board of Directors may decide to temporarily depart from the guidelines in full or in part if, in an individual case, there are particular reasons to do so and a departure is necessary to safeguard the company's long-term interests, including its sustainability, or to ensure the company's financial strength. As indicated above, the tasks of the Remuneration Committee include preparing Board decisions on remuneration issues, which includes decisions on departures from the guidelines.

Long term performance based incentive program 2026, item 18

Background and motive

As an employer, Sectra wants to both retain and recruit competent employees who are expected to contribute to the group's continued good development. The remuneration through the long-term incentive program that is proposed shall promote well thought-out decision-making and desirable results in a manner that is in line with the company's vision and values.

The intention is to increase the participants' affiliation with the company, which is expected to be good for the company in the long term. The Board of Directors wants the employees, through the Program, to be encouraged to increase ownership in the company and has therefore proposed a share-based compensation where a condition for it to be paid is that certain criteria must be met. Increasing the employees' share of ownership is expected to lead to an increased level of loyalty towards the company. Participation in the Program is voluntary.

The Board of Directors' proposal is set out in items 18 a - 18 c below. In order to obtain a valid decision, it is necessary to obtain the support of shareholders representing at least nine tenths of the votes cast as well as of the shares represented at the AGM. The decisions pursuant to this item 18 are proposed to be conditional on each other as well as on the decision to acquire and dispose of the company's own shares according to item 19.

Resolution on terms and instructions for the incentive program (item 18 a)

The Board of Directors proposes that the AGM resolves on the introduction of one new long-term incentive program for employees within the Sectra Group in accordance with the following ("**LTIP 2026**" or the "**Program**"). LTIP 2026 will comprise a maximum of 1,500 employees within the Sectra Group.

At full allotment of so-called Performance Shares (as defined below) to the participants of LTIP 2026, a maximum of 1,000,000 shares in the company will be required. These shares will be enough to cover allotment to employees at full performance and to cover the costs of the social security contributions and payroll overhead that are expected to arise in connection with the allotment of the Performance Shares. To this, an assessment has been made that the average social security contributions and payroll overhead (considering all the countries in which employees who can receive Performance Shares are located) when allotted are approximately 28 percent of the Performance Shares that may be allotted. This means that a maximum of 780,000 shares are proposed to be allotted to employees and that 220,000 are intended to be sold over the stock exchange to cover social security contributions and payroll overhead.

Definitions:

1. The Employment Condition refers to the employment conditions that employees must meet in order to be eligible to participate in the Program, namely either that the person (i) is a permanent or probationary employee of the Sectra Group for at least 50 percent of full time at the time of the AGM on September 8, 2026, provided that the person in question then has commenced his or her employment and has not resigned or been dismissed from his employment or has retired or (ii) is deemed by the Remuneration Committee (or, after authorization by the Remuneration Committee, the Sectra CEO) to fulfill the criteria for a Key Person (see below) and who commences his or her employment after the AGM on September 8, 2026 but not later than the day before (a) the AGM 2028 or (b) a resolution by the general meeting to adopt a new long term performance based incentive program, whichever the first to occur of (a) or (b). Permanent and probationary employees who are on sick leave, on leave of absence or on parental leave are also covered by the Program. The Board of Directors has the right to make exceptions from these terms if, according to the Board of Directors’ reasonable assessment, there are special reasons.

2. A Key Person is an employee who (i) makes extraordinarily strong contributions to the Sectra Group's development, (ii) is in a senior position, (iii) has particular specialist competence or (iv) in any other way is considered of special importance for the Sectra Group's development.

3. The Qualification Period refers to May 1, 2026 – April 30, 2031. For Key Persons that are employed after the day of the 2026 AGM, the Qualification Period shall, however, be a period that commences on May 1 the financial year after the person’s commencement of employment and run until April 30, 2031.

4. A Performance Share refers to a Series B share in the company.

5. A Share Grant refers to a right to receive a Performance Share free of charge, provided that certain conditions are met. If the company carries out a bonus issue, split, aggregation of shares or a similar measure, as a result of which the number of shares in the company changes, the Board of Directors shall be entitled to recalculate the number of Performance Shares that the participants may be entitled to at a conversion of a Share Grant, if the Board of Directors considers such a recalculation to be called for with reference to the purpose of LTIP 2026.

Summary

LTIP 2026 is proposed to include all employees in the Sectra Group who meet the Employment Condition, meaning that LTIP 2026 is proposed to cover a maximum of 1,500 people. Persons employed after the AGM are not covered by the Program, unless the Remuneration Committee (or the Sectra CEO, see above) considers them to be Key Persons and that they therefore should be part of the Program.

The participants in LTIP 2026 will be allocated individually determined number of Share Grants, which will result in a right to receive Performance Shares at no consideration provided that certain conditions are fulfilled.

Allocation

LTIP 2026 shall comprise a maximum of 780,000 shares for allocation to employees, which means that a maximum of the corresponding number of Share Grants can be allotted.

Each employee shall be offered 150 Share Grants.

In addition, according to the Board of Directors’ instructions, Key Persons can be allocated Share Grants up to a total number of not more than 15,000 Share Grants per person.

Since the Qualification Period for Key Persons that have been employed after the day of the 2026 AGM will be shorter than for persons that were employed on the day of the 2026 AGM, such Key Person's allocation shall bear the same proportion to the allocation of a Key Person that was employed on the day of the 2026 AGM as such Key Person's Qualification Period bears to the standard Qualification Period, i e May 1, 2026 – April 30, 2031. Example: If a Key Person commences his or her employment on February 1, 2027, such person's Qualification Period will be May 1, 2027 – April 30, 2031, i e four financial years instead of five, which means that the Key Person's allocation shall be four fifths (4/5) of the allocation that an equivalent key person would have received if he or she had been employed on the day for the 2026 AGM.

The Board of Directors shall, no later than December 1, 2026, ensure that the terms and distribution of Share Grants are made accessible for eligible employees. Employees who wish to participate in the Program must, no later than December 16, 2026, give notice whether they wish to participate.

Terms

Share Grants shall be allotted free of charge, after the participant has entered into an agreement with Sectra relating to the allotment of Share Grants and in which the terms of participation are described in more detail. Allotment shall be made no later than December 31, 2026. Share Grants may not be transferred, pledged or otherwise transferred to others, with the exception of the participant's estate.

A participant's right to receive Performance Shares is vested during the Qualification Period, provide that the Employment Condition and the Performance Conditions have been fulfilled as detailed below.

<u>The Employment Condition</u>
The participant must fulfill the Employment Condition during the entire Qualification Period. If the participant leaves the employment during a financial year, the participant is not considered to have been employed at all during such financial year, but still during previous financial years during the Qualification Period. The detailed conditions for participants' entitlement to receive Performance Shares, even if they are leaving their employment, shall be determined by the Board of Directors, which shall be entitled to authorize the Sectra CEO to make such determination.

<u>The Performance Conditions</u>
In order to be able to exercise a Share Grant and thereby obtain a Performance Share, the following performance conditions ("Performance Conditions") must be met:

A. For employees in companies other than Sectra Communications AB and its subsidiaries (the Sectra Communications Group), Sectra must for each financial year during the Qualification Period have achieved
(1) first place in "Best in KLAS" (in any category in the employee's region, if that region is not the United States, and in any category except for PACS/Radiology for large hospitals in the United States, if the region is the United States) <u>and</u>
(2) first place in "Best in KLAS" for PACS / Radiology for large hospitals in the United States.

The term region shall mean the region to which the person belongs according to KLAS' division of regions for the awards as of the date on which KLAS announces the award, with the exception for individuals who perform duties for a central function or another region than where such individuals have their employment. For employees within central functions in Sweden and for individuals – irrespective of in which legal entity these individual are employed – who perform duties for a central function (such as Sectra AB, Sectra Imaging IT Solutions AB, Sectra Education AB and Sectra Orthopaedics AB) or another region than that in which they have their employment as well as employees outside the regions applied by KLAS, Sectra shall, as regards performance criteria (1), for each financial year during the

Qualification Period have achieved at least two first places in “Best in KLAS” in any category in any of the regions, except for PACS/Radiology for large hospitals in the United States. If an employee changes his or her region during a financial year, such person shall for that entire financial year be considered as belonging to the region in which the person was employed at the commencement of the financial year.

If for a particular financial year KLAS would not grant these awards or the conditions for participating in KLAS’ evaluations would change, Sectra’s Board of Directors may determine that a different customer satisfaction criterion should be used for that particular year.

Best in KLAS means that Best in KLAS which is granted a particular financial year and is determinative for the fulfillment of the performance criteria for the financial year during which the award is announced. Example: if Sectra achieves Best in KLAS in June 2027 that award is relevant for the fulfillment of the performance criteria for the financial year 2027/2028.

B. For employees in the Sectra Communications Group, for each financial year during the Qualification Period, the Sectra Communications Group must have achieved
(1) an operating margin (EBIT margin) of at least (a) 19 percent, as regards the financial year 2026/2027, (b) 20 percent, as regards the financial years 2027/2028 and 2028/2029, and (c) 21 percent, as regards the financial years 2029/2030 and 2030/2031; and
(2) a turnover growth of at least 10 percent compared to the previous financial year. In case of an acquisition or a transfer of a business during a particular financial year, the Sectra’s Board of Directors shall determine what impact it will have on the performance criteria.

C. In the event of transitions between the Sectra Communications Group and other companies within the Sectra Group, the criteria for the Program you leave will apply up to and including the financial year during which the transition occurs and the Program to which you transition shall be applied from the first full financial year after the transition has taken place.

For each financial year during the Qualification Period (with the financial year 2026/2027 being the first) that one of the above-mentioned Performance Conditions has not been met, one tenth of the participant's all Share Grants shall lapse.

The Board of Directors may, with respect to a particular financial year, make an exception from the requirement that a Performance Criteria must be fulfilled in order for Share Rights not to lapse, if there are extraordinary reasons for such an exception.

When allocating Performance Shares, the total sum of the number of Share Grants is rounded down to the nearest whole number. Performance Shares shall be allotted by August 31, 2031, at the latest.

Taxation

LTIP 2026 has been designed in such way that participants are normally taxed for the benefit of receiving shares only the income year in which the Performance Shares are received, however, the tax rules may be different in some countries where Share Grants are granted. The taxable benefit value that arises is normally calculated as the share's market value when it is received. The benefit value is normally taxed for the participants as income from employment, which means that social security contributions will be levied on the employer.

Preparation of the proposal

LTIP 2026 has been prepared by the company's Board of Directors in consultation with external advisors and has been processed by the Board of Directors at a meeting on July 7, 2026.

Design and handling

The Board of Directors shall be responsible for the detailed design and handling of LTIP 2026, within the framework of the specified terms and instructions, including provisions for recalculation in the event of changes in Sectra's capital structure such as intermediate bonus issue, split, aggregation of shares or a similar measure, as a result of which the number of shares in the company changes. In connection with this, the Board of Directors shall have the right to make adjustments to comply with special foreign rules or market conditions. If there are significant changes in the Sectra Group or its surroundings, which would mean that decided conditions for the allocation and vesting of Share Grants according to LTIP 2026 are no longer appropriate, the Board of Directors shall have the right to make other adjustments. Before the Board of Directors decides on vesting and payment in accordance with the terms of the Share Grants, the Board of Directors shall determine whether the outcome from LTIP 2026 is reasonable. This determination shall be performed in relation to the company's financial results and position, the conditions on the stock market and otherwise. If the Board of Directors, in its determination, concludes that the outcome is not reasonable, the Board of Directors shall be able to reduce the number of Class B shares to be allotted.

Receipt of Performance Shares in accordance with LTIP 2026 and hedging measures

In order to be able to implement LTIP 2026 in a cost-effective and flexible manner, the Board of Directors has considered different methods for acquiring and transferring Class B shares to participants who have been allocated Share Grants and to finance social security contributions and payroll overhead. The Board of Directors has taken into account that all the shares issued under the incentive programs LTIP 2021, LTIP 2022 and LTIP 2024 and which are held by the company will not be required for the allotment and financing of social security contributions and payroll overhead under those programs.

The Board of Directors has in the light of this found it to be most cost-effective, and therefore proposes, that the shares which are required for LTIP 2026 shall be acquired by the Board of Directors in different manners:

A. To the extent that shares acquired under the previously mentioned programs (LTIP 2021, LTIP 2022 and LTIP 2024) are not required for the programs for which they have been acquired, such shares shall be possible transfer to participants in other programs (including LTIP 2026) or be used to finance social security contributions and payroll overhead as a result of other programs (including LTIP 2026). Correspondingly, shares acquired under LTIP 2026 should be possible to transfer to participants in other programs or to finance social security contributions and payroll overhead as a result of such other programs.

B. Since previously issued shares are not expected to be sufficient for the requirements that arise as a result of LTIP 2026, it is proposed that the Board of Directors be authorized – as the Board of Directors may decide – to either (i) acquire the company’s own shares in accordance with item 19 below or (ii) resolve to issue a maximum of 1,000,000 C shares to the bank that the company engages, in order to facilitate the delivery of Performance Shares and financing of costs for social security contributions and payroll overhead under LTIP 2026, after which the issued Class C shares could be repurchased and be converted to Class B shares (see item 18 (b) below). A maximum of 780,000 of the company’s own Class B shares (acquired under (i) or issued under (ii) above) should thereafter be transferred at no consideration to participants of LTIP 2026 and other incentive programs and a maximum of 220,000 of the Company’s own Class B shares should thereafter be transferred at Nasdaq Stockholm to finance social security contributions and payroll overhead under LTIP 2026 and other incentive programs (see item 18 (c) below).

Costs and impact on important key ratios etc

Assuming a share price of SEK 279 upon allotment of the Share Grants, the cost, including estimated costs for social security contributions, is estimated to amount to approximately SEK 272.5

million for the entire period of five years. The finally reported cost depends on the degree to which performance and employment conditions are met and on the value development of Sectra's share price. The costs of administering the Program will be minimized and taken on an ongoing basis but is estimated to a maximum of 5 percent of the total scope of the Program.

LTIP 2026 will be reported in accordance with IFRS 2 Share-based Payments (Sw: *Aktierelaterade ersättningar*) and the cost of social security contributions will be reported in accordance with UFR 7 IFRS 2 and social security contributions for listed companies (*Sw: IFRS 2 och sociala avgifter för noterade företag*). This means that the fair value of the Share Grants when allocating the Share Grants will be recognised as an employee cost and accrue over the vesting period, based on ongoing assessments and finally on the final outcome of the performance and employment conditions. The cost of social security contributions is accrued in a corresponding manner but on an ongoing basis and finally upon vesting based on the current share price.

The company currently owns 2,453,406 own Class B shares, which is equal to the maximum number of shares required for the programs LTIP 2021, LTIP 2022 and LTIP 2024.

Dilution of existing shares and votes

If the Performance Shares, which subsequently should be transferred to the participants, are acquired in accordance with the authorization to acquire the company's own shares which the Board of Directors proposes that it should get pursuant to item 19 below (to the extent that previously acquired shares are not used) there will be no dilution of existing shareholders. If the Board of Directors would make use of the authorization to issue not more than 1,000,000 Class C shares, this would result in a dilution of 0.5 percent. If added to the previous programs LTIP 2021, LTIP 2022 and LTIP 2024, this will result in a total a maximum dilution of 1.8 percent.

Resolution on authorizing the Board of Directors to resolve upon (i) a new issue of shares of series C and (ii) the repurchase of series C shares (item 18 b)

Authorization for the Board of Directors to resolve upon the issue of C shares

The Board of Directors proposes that the AGM resolves to authorize the Board of Directors to increase the company's share capital by a maximum of SEK 200,000 through the issue of a maximum of SEK 1,000,000 C shares, on one or more occasions, up until the AGM 2027. The new shares shall, with deviation from the shareholders' preferential rights, be subscribed for by such bank with which the company signs a cooperation agreement to facilitate the delivery of Performance Shares and financing of social security costs under the long-term incentive programs LTIP 2026 at a subscription price corresponding to the quota value. Payment shall be made in cash. The purpose of the authorization and the reason for the deviation from the shareholders' preferential rights in carrying out the issue is to ensure delivery of shares to participants in accordance with LTIP 2026 and other incentive programs which the general meeting of shareholders approves and to cover any social security costs due to LTIP 2026 and such other incentive programs.

Authorization for the Board of Directors to resolve upon repurchase of own C shares

The Board of Directors proposes that the AGM resolves to authorize the Board of Directors to, on one or more occasions, resolve upon the repurchase of class C shares up until the AGM 2027. Repurchases may only take place through an acquisition offer addressed to all holders of class C shares and shall include all outstanding class C shares. Acquisitions must be made at a price corresponding to the share's quota value. Payment for acquired C shares must be made in cash. The purpose of the proposed repurchase authorization is to ensure delivery of Performance Shares in accordance with the long-term performance-based incentive programs LTIP 2026 and other incentive programs which the general meeting of shareholders approves and to cover any social security costs due to LTIP 2026 and such other incentive programs.

Resolution on the acquisition of class C shares may only be made provided that the company's holding of its own shares at any given time does not exceed 10 percent of all shares in the company (including such shares that are acquired in accordance with item 19 below).

Resolution on transfer of series B shares (paragraph 18 c)

The Board of Directors proposes that the AGM resolves that a maximum of 780,000 class B shares shall be transferred at no consideration to participants in accordance with the terms of LTIP 2026. Moreover, it is suggested that own shares acquired under LTIP 2021, LTIP 2022, LTIP 2024 and LTIP 2026 and which are not required for the programs for which they have been acquired shall be transferred at no consideration in according to other programs which the general meeting of shareholders approves and on Nasdaq Stockholm to finance social security contributions and payroll overhead for such incentive programs. At transfers on Nasdaq Stockholm the transfers shall be made at a price per share within the applicable trading range applicable from time to time. The number of shares that can be transferred may be recalculated as a result of intermediate bonus issue, aggregation of shares, split, or a similar measure, as a result of which the number of shares in the company changes.

Resolution regarding authorization for the Board of Directors to acquire and dispose of the company's own shares (item 19)

The Board of Directors proposes that the AGM resolves to authorize the Board of Directors to, on one or several occasions, during the period until the next AGM, resolve on the acquisition of shares of the company. Such shares may be acquired up to a maximum amount not at any time exceeding 10 percent of the total number of shares issued by the company (including such shares that are acquired for the fulfillment of incentive programs). Acquisitions of shares shall be made either on Nasdaq Stockholm, at a purchase price per share which is not less than the lowest possible market price and shall not be higher than the higher of the price of the last independent trade and the highest current independent bid on Nasdaq Stockholm, , or by way of an offer to all shareholders, whereby the purchase shall be made at a price which at the time of the decision corresponds at a minimum to the prevailing market price for the Class B shares and at a maximum to 150 percent of the prevailing market price for the Class B shares. The same price shall apply for Class A shares and Class B shares. The Company may at acquisitions on Nasdaq Stockholm assign to a member of Nasdaq Stockholm to accumulate a certain amount of the company's own shares by proprietary trading during a certain time period and on the day of delivery pay the volume weighted average price for the market as a whole for such period of time, even if the volume weighted average price falls outside the range of prices on the day of delivery.

The Board of Directors also proposes that the Board of Directors shall be authorized to resolve, on one or several occasions during the period until the next AGM, to transfer all shares held by the company. The transfer of shares shall be made on Nasdaq Stockholm at a price per share within the trading range applicable from time to time. The transfer of shares may also be carried out outside of Nasdaq Stockholm, with or without preferential rights for the shareholders, and with or without provisions regarding contributions in kind or set off in in order to be used as consideration in connection with the acquisition of whole or parts of companies or businesses, in connection with market investments, or to finance acquisitions of companies or businesses. At a disposal outside Nasdaq Stockholm the price shall be equal to an estimated market value and may consist of other contribution than cash.

The purpose with the authorization is to give the Board of Directors increased flexibility and to use own shares in connection with the acquisition of whole or parts of companies or businesses or in connection with market investments, to adapt the company's capital structure to the capital need from time to time, to finance acquisitions of companies or businesses and to secure the delivery of Class B shares to the participants in the company's incentive programs and to cover costs as a result of such incentive programs.

A valid resolution requires approval of shareholders representing at least two-thirds of both the votes cast and the shares represented at the AGM.

The Board of Directors' motivated statement in accordance with Chapter 19, Section 22 is set forth in **Appendix 4**.

Resolution regarding authorization for the Board of Directors to issue new shares (item 20)

The Board of Directors proposes that the AGM resolves to authorize the Board of Directors to issue, on one or several occasions, during the period until the next AGM, not more than 18,500,000 Class B shares for payment in cash, payment by set-off of claims or payment in kind, and that for issues where payment is made by set-off of claims, the Board of Directors shall be able to disregard the shareholders' preferential rights. The subscription price of the new shares shall be determined on the basis of the prevailing market price of the Class B shares at the time of the issue. The purpose of the authorization is to facilitate the use of newly issued shares in connection with the implementation of or for the financing of acquisitions of companies or businesses or parts thereof and in connection with market investments.

A valid resolution requires approval of shareholders representing at least two-thirds of both the votes cast and the shares represented at the AGM.

Resolution regarding a proposal by the shareholder Stefan Ekengrip that the board should be assigned to establish Sectra AB 50 year jubilee fund (item 21)

Stefan Ekengrip's proposal that the board should be assigned to establish Sectra AB 50 year jubilee fund is set forth in **Appendix 5**.

Appendix 1
The Nomination Committee's statement

The Nomination Committee’s statement explaining its proposal for the Board of Sectra AB, including a presentation of the work of the Nomination Committee ahead of the 2026 AGM

In accordance with the principles adopted by the 2020 Annual General Meeting (AGM), the Chairman of the Board contacted the largest shareholders in the autumn of 2025 to form a Nomination Committee tasked with preparing proposals ahead of the 2026 AGM. Before agreeing to the assignment, the members of the Nomination Committee assessed whether it would create a conflict of interest and notified the company that no conflict of interest existed.

The members of the Nomination Committee were announced in conjunction with Sectra’s six-month interim report on December 12, 2025, and these are:

- Torbjörn Kronander, Board member, President and CEO of Sectra AB and the company’s largest shareholder.
- Mats Andersson, representative of Nordea Funds, which is Sectra’s eighth-largest shareholder. Independent in relation to the company and its management.
- Patrik Jönsson (Chairman), representative of SEB Funds AB, which is Sectra’s seventh-largest shareholder. Independent in relation to the company and its management.
- Jan-Olof Brüer, Chairman of the Board (convener) and the company’s second-largest shareholder. Independent in relation to the company and its management.

Patrik Jönsson, representative of SEB Funds AB, was appointed Chairman of the Nomination Committee since Torbjörn Kronander and Jan-Olof Brüer decided to abstain from chairmanship due to their roles as President and Chairman of the Board of Sectra AB, respectively.

The members of the Nomination Committee jointly represent approximately 43% of the votes in Sectra AB.

Work of the Nomination Committee ahead of the 2026 AGM

According to the nomination process, the Nomination Committee is to draft proposals for the following:

- Chairman of the AGM
- Board of Directors
- Chairman of the Board
- Fees to the Chairman and other members of the Board of Directors, and remuneration for committee work
- Auditor
- Fees to the company’s auditors
- Principles governing the composition of the Nomination Committee and directives for its activities if changes are necessary

The Nomination Committee has held regular meetings and phone discussions since it was appointed in December 2025. The Nomination Committee meetings and discussions mainly pertained to assessing the work of the current Board, reviewing the balance of complementary expertise on the Board, the need to recruit new Board members and the assessment of prospective Board members, and fees to the Board. In accordance with the Swedish Corporate Governance Code, the Nomination Committee’s assessment paid particular attention to the diversity and breadth of the Board’s composition as well as the requirement of working toward an even gender balance.

As a basis for its work, the Nomination Committee has reviewed the Board’s assessment of its work and the Chairman of the Board’s presentation of the work of the Board, and has held talks with the members of the Board. This review shows that the Board has been active and extremely dedicated, and that the members had a high attendance rate.

When preparing the Nomination Committee’s proposal regarding fees to the Board, an analysis and comparison with similar companies were conducted in order to gain an understanding of what would be reasonable fees. It is proposed that the fee to the Chairman of the Board be increased to SEK 740,000 (SEK 700,000) and the fee for other Board members not otherwise employed by the company be increased to SEK 370,000 (SEK 350,000). For committee work, it is proposed that the Chairman of the Audit Committee receives SEK 160,000 (SEK 150,000) and other external members of the Audit Committee receive SEK 80,000 (SEK 75,000). It is proposed that the Chairman of the Remuneration Committee receives SEK 70,000 (unchanged) and other external members of the Remuneration Committee receive SEK 35,000 (unchanged).

If the AGM resolves in accordance with the Nomination Committee's proposal, the fee to regular members of the Board will increase by just under 6%.

When considering the proposal for the election of auditors and fees for audit work, the Nomination Committee was assisted by the Audit Committee. The Nomination Committee proposes that Ernst & Young AB be re-elected at the 2026 AGM as the public accounting firm for the company until the close of the 2027 AGM. Ernst & Young AB has notified the Nomination Committee that if the AGM votes in favor of the proposal, Authorized Public Accountant Andreas Troberg will be the Auditor in Charge. The Nomination Committee also proposes that auditors' fees be paid in accordance with approved invoices. The proposals follow the recommendation presented by the Board's Audit Committee to the Nomination Committee.

In addition, the Nomination Committee proposes that Patrik Jönsson, representing SEB Funds AB, and Robert Forchheimer, or if one or both of them are absent, the person(s) designated by the Nomination Committee, be elected to approve the minutes.

Proposal for the Board of Directors

The Nomination Committee proposes:

- That the Board of Directors should comprise nine members.
- The re-election of all Board members: Jan-Olof Brüer, Anders Persson, Tomas Puusepp, Torbjörn Kronander, Birgitta Hagenfeldt, Fredrik Robertsson and Ulrika Unell.
- New election of Michael Brüer and Joel Kronander as ordinary Board members. Both currently serve as deputy members.
- The re-election of Jan-Olof Brüer as Chairman of the Board.

Presentation of the proposed Board members

A presentation of the individuals proposed by the Nomination Committee for re-election to the Board of Directors can be found in Sectra's Annual Report and Sustainability Report 2025/2026 and is available at https://investor.sectra.com/board.

Reasoned opinion concerning the proposal of Board members

The Nomination Committee is of the opinion that work on Sectra's Board has functioned effectively and that the expertise and experience which are important for Sectra, and which the Nomination Committee believes are required to meet Sectra's future challenges and needs, are properly represented on the Board of Directors.

The Nomination Committee has assessed each member's capacity to devote sufficient time and dedication to the Board assignment and assessed the extent to which the Board fulfills the requirements that will be imposed on it considering the company's operations, situation and future direction. In the opinion of the Nomination Committee, all the proposed members have the dedication and time required to perform the assignment as a member of Sectra's Board of Directors.

During the course of its work, the Nomination Committee has applied rule 4.1 of the Swedish Corporate Governance Code as its diversity policy. The Nomination Committee has taken into account the importance of diversity on the Board of Directors with regard to gender, expertise, age and nationality as well as business experience and background. The Nomination Committee is of the opinion that the diversity of the proposed composition of the Board of Directors is appropriate, since the experience and competence of its members match the Sectra Group's priorities. If the AGM resolves in accordance with the Nomination Committee's proposal, 22.2% of the ordinary Board members elected by the AGM will be women, and 30.8% of the Sectra Board members when including employee representatives and their deputy members.

The Nomination Committee is also of the opinion that the proposed composition of the Board fulfills the requirements of the Swedish Corporate Governance Code with regard to the number of independent members in relation to the company and its management as well as major shareholders in the company. The Nomination Committee has found nothing that indicates there is cause to question the independence of the Board members designated as independent.

Linköping, Sweden, July 2026

The Nomination Committee of Sectra AB (publ)

Appendix 2
Remuneration report

Remuneration Report 2025/2026 for Sectra AB

Introduction

This report describes how the guidelines for remuneration to senior executives in Sectra AB, adopted by the 2022 Annual General Meeting, were implemented in 2025/2026. This report also contains information on remuneration to the President and Executive Vice President as well as a summary of share-based incentive programs, both outstanding and concluded during the year. This report has been prepared in accordance with the Swedish Companies Act and the Remuneration Rules issued by the Swedish Corporate Governance Board.

Additional information on remuneration to senior executives is provided in Note 4 (Employees and personnel costs) on pages 130-132 of Sectra's Annual Report and Sustainability Report for 2025/2026. Information on the work of the Remuneration Committee during the fiscal year is provided in the Corporate Governance Report on pages 64-69.

Board fees are not covered by this report. Such remuneration is resolved annually by the Annual General Meeting and is reported in Note 4 on pages 130-132 of the 2025/2026 Annual Report. No remuneration above and beyond the Board fees resolved by the Annual General Meeting were paid out during 2025/2026.

Sectra's performance in 2025/2026

The CEO summarizes the company's overall performance in his statement on pages 12-14 of Sectra's Annual Report and Sustainability Report for 2025/2026. A more detailed account of the company's performance is presented in the Administration Report on pages 70-79.

The company's remuneration guidelines: scope, purpose and deviations

One prerequisite for successfully implementing the company's business strategy and safeguarding its long-term interests, including its sustainability, is the company's ability to recruit and retain qualified employees. To this end, the company must offer competitive remuneration. The company's remuneration guidelines make it possible to offer senior executives competitive total remuneration. In certain years, in addition to the remuneration covered by the remuneration guidelines, the company's Annual General Meeting has resolved on the introduction of long-term share-based incentive programs.

In accordance with the guidelines, the terms and conditions must emphasize remuneration after performance, and vary in relation to the individual's performance and the Group's earnings. Remuneration to senior executives is to be on market terms and can consist of the following components: fixed cash salary, variable cash remuneration, pension benefits and other benefits. Variable cash remuneration is to be based on predetermined and measurable criteria. These criteria should be based on:

(i) financial performance (profit, financial efficiency and sales) or alternately operational goals that over the long term are felt to lead to solid financial results;

(ii) share-based goals; and

(iii) non-financial goals such as sustainability, customer satisfaction, quality and corporate culture.

They should also consist of individually adapted quantitative or qualitative goals. The criteria are to be designed to promote the company's business strategy and long-term interests, including its sustainability. In addition to variable remuneration that executives may receive in accordance with these guidelines, the Board of Directors may decide that such executives could be covered by programs for variable remuneration that also cover personnel categories other than senior executives such as all employees in the Group or in a particular business area. Such programs must entitle all employees (regardless of position) to the possibility of the same nominal remuneration. The complete guidelines are presented on pages 78-79 of the company's Annual Report and Sustainability Report for 2025/2026.

In 2025/2026, the company complied with the applicable remuneration guidelines adopted by the Annual General Meeting. No deviations from the guidelines occurred, and no deviations occurred from the decision-making process that is to be applied in accordance with the guidelines to establish the remuneration. No repayment of remuneration has been demanded. Under an agreement entered into before these principles were established, Sectra's President and CEO has a period of notice of 18 months. This marks a deviation from the most recently established guideline stipulating that executives who have reached the age of 67 are to have a maximum period of notice of six months. The remuneration report and the auditor's statement on the company's compliance with the guidelines will be available at https://investor.sectra.com/agm2026 ahead of the 2026 AGM.

Remuneration to the President and Executive Vice President

Total remuneration to the President and CEO and Executive Vice President
(SEK thousand)

Name of executive (position)	Year	Fixed remuneration (basic salary incl. vacation pay)	Variable remuneration [7]	Share of fixed and variable remuneration (%)	Pension	Benefits	Total remuneration
Torbjörn Kronander (President and CEO of Sectra AB) [1, 2, 3, 5]	25/26 24/25	10,374 5,241	3,175 2,160	77/23 71/29	0 226	N/A N/A	13,549 7,627
Marie Ekström Trägårdh (Executive Vice President of Sectra AB and President of the Imaging IT Solutions operating area) [4, 6]	25/26 24/25	3,064 2,862	1,606 1,695	66/34 63/37	629 556	N/A N/A	5,299 5,113

[1] Fixed remuneration (basic salary incl. vacation pay) 25/26 amounted to SEK 4,993 thousand, excluding pay raises pertaining to savings on pension costs[2] and social security contributions[3]. Fixed remuneration of SEK 10,374 thousand includes retroactive payments of SEK 2,811 thousand.

[2] Contributions to pensions cease upon reaching retirement age. The CEO's pay raise corresponded to the amount that the company saved in pension costs, making it cost-neutral for the company.

[3] As of January of the calendar year in which the employee turns 67, social security contributions are reduced from 31.42% to 10.21%. The CEO received a pay raise corresponding to the amount saved by the company due to the lower social security contributions. The Remuneration Committee decided that this salary adjustment will be applied to all employees as of the calendar year in which they turn 67.

[4] The Executive Vice President has received remuneration from other companies in the Group.

[5] The President and CEO can receive up to 50% of their fixed monthly salary as variable remuneration. All of the performance criteria for variable remuneration 24/25 and 25/26 were met.

[6] The Executive Vice President can receive up to 100% of their fixed monthly salary as variable remuneration. Some of the performance criteria for variable remuneration 24/25 and 25/26 were met.

[7] The presentation of variable remuneration has been revised. Previous remuneration reports included reserved costs for variable remuneration. These amounts are now based on actual remuneration earned to provide a more accurate picture.

Application of performance criteria

The performance criteria for variable remuneration for the President and Executive Vice President have been selected in order to realize the company's strategy and to encourage behavior that is in the long-term interests of the company. The strategic goals as well as short-term and long-term business priorities were taken into account in the selection of performance criteria. The non-financial performance criteria also contribute to the adaptation to sustainability as well as the company's values.

All of the performance criteria for the CEO, and some of the criteria for the Executive Vice President, were met for 2024/2025 and 2025/2026.

Performance of the President and Executive Vice President during the reported fiscal year: variable cash remuneration

(SEK thousand)

Name of executive (position)	Description of the criteria related to variable remuneration components	Weighting of performance criteria [1]	Actual award 25/26	Actual award 24/25
Torbjörn Kronander (President and CEO of Sectra AB)	a) Financial performance goals EBIT ≥15% b) Growth of EBIT per share ≥50% over a five-year period, given that a) above is met c) Efficiency goals, given that a) and b) above are met	40% (40) 40% (40) 20% (20)	1,270 1,270 635	864 864 432
Marie Ekström Trägårdh (Executive Vice President of Sectra AB and President of the Imaging IT Solutions business area)	a) Non-financial goals (customer satisfaction) b) Financial performance goals	27% (29) 73% (71)	450 1,156	500 1,195

[1] The figures in parentheses indicate the breakdown for the previous year.

Share-based incentive programs

LTIP 2021

In the 2021/2022 fiscal year, two performance-based share programs (long-term incentive programs) were introduced for all employees. One program is for North America (LTIP NA) and one is for employees in the rest of the world (LTIP SROW). The qualification period is January 1, 2022 to December 31, 2026. The prerequisites for vesting are continued employment and holdings of so-called savings shares throughout the entire qualification period. In addition, there are a number of performance conditions as described below.

For every calendar year during the term of the program (qualification period) for employees in North America, Sectra must have a) received a minimum of one “Best in KLAS” award (in any category), and b) received a first, second or third place ranking in “Best in KLAS for PACS/Radiology for large hospitals” in the US or Canada depending on where the participant is employed. For employees in the rest of the world, in addition to the performance conditions above, the employee must have deposited savings shares in a deposit account specified by Sectra. One savings share comprises one Class B share in Sectra AB. The number of savings shares is to correspond to the number of share rights the employee has been allotted. The savings shares are to be deposited during the entire qualification period.

For every calendar year during the qualification period for employees in companies other than Sectra Communications AB and its subsidiaries (the Sectra Communications Group), Sectra must have a) received a minimum of one “Best in KLAS” award (in any category), and b) received a first, second or third place ranking in “Best in KLAS for PACS/Radiology for large hospitals” in the US. For employees in the Sectra Communications Group, the Sectra Communications Group must have, for every calendar year during the qualification period, a) achieved an operating margin of at least 15%, and b) achieved EBIT growth of at least 8% year-on-year.

For each calendar year in which any of the performance prerequisites are not achieved, one-tenth of the allotted share awards expire. One share award pertains to the right to receive a performance share free of charge provided that the above conditions are met. One performance share comprises one Class B share in Sectra AB.

Holdings of the President and Executive Vice President in outstanding long-term incentive programs (LTIP 2021 SROW)
(SEK thousand)

Name of executive (position)	Number of share awards allotted	Number of expired share awards	Number of vested performance shares	Number of not yet vested performance shares	Theoretical value on allotment [1]
Torbjörn Kronander (President and CEO of Sectra AB)	20,000	0	20,000	0	3,081,200
Marie Ekström Trägårdh (Executive Vice President of Sectra AB and President of the Imaging IT Solutions business area)	20,000	0	20,000	0	3,081,200

[1] Based on a share price of SEK 154.06.

LTIP 2022

In the 2022/2023 fiscal year, a performance-based share program (LTIP 2022) was introduced for all employees. The qualification period is January 1, 2023 to December 31, 2027. The prerequisites for vesting are continued employment and a number of performance conditions as set out below.

For every calendar year during the qualification period for participants in the program who are not employees of the Sectra Communications Group, Sectra must have a) received a minimum of one "Best in KLAS" award (in any category) in the employee's region, and b) received a first, second or third place ranking in "Best in KLAS for PACS/Radiology for large hospitals" in the US. "Region" refers to i) for employees in the US: the US, ii) for employees in Canada: Canada, iii) för employees in Europe incl. Sweden: Europe and iv) for employees in ANZ: Asia-Pacific. For employees in central functions in Sweden (Sectra AB, Sectra Imaging IT Solutions AB, Sectra Medical Education AB and Sectra Orthopaedics AB) and employed outside of the previously mentioned regions, Sectra must have a) received a minimum of two "Best in KLAS" awards in any category in any of the regions for each calendar year during the qualification period.

The research company KLAS Research has revised the division of regions for the Best in KLAS awards. As a result, in June 2024, the Board of Directors, supported by the Annual General Meeting's instructions and the terms of LTIP 2022, resolved to modify the performance criteria linked to Sectra winning Best in KLAS in accordance with the following: "region" refers to the region the employee belongs to, based on the KLAS division of regions for the awards handed out each calendar year.

For employees of the Sectra Communications Group, the Sectra Communications Group must have, for every calendar year during the qualification period, a) achieved an operating margin of at least 10% for the 2022/2023 fiscal year and at least 15% for the following fiscal year, and b) achieved EBIT growth of at least 10% year-on-year.

For each calendar year in which any of the performance prerequisites are not achieved, one-tenth of the allotted share awards expire. One share award pertains to the right to receive a performance share free of charge provided that the above conditions are met. One performance share comprises one Class B share in Sectra AB.

Holdings of the President and Executive Vice President in outstanding long-term incentive programs (LTIP 2022)
(SEK thousand)

Name of executive (position)	Number of share awards allotted	Number of expired share awards	Number of vested performance shares	Number of not yet vested performance shares	Theoretical value on allotment [1]
Torbjörn Kronander (President and CEO of Sectra AB)	15,000	0	12,000	3,000	2,165,100
Marie Ekström Trägårdh (Executive Vice President of Sectra AB and President of the Imaging IT Solutions business area)	15,000	0	12,000	3,000	2,165,100

[1] Based on a share price of SEK 144.34.

LTIP 2024

In the 2024/2025 fiscal year, a performance-based share program (LTIP 2024) was introduced for all employees. The qualification period is May 1, 2024 to December 31, 2029. The prerequisites for vesting are continued employment and a number of performance conditions as set out below.

For every calendar year during the qualification period for participants in the program who are not employees of the Sectra Communications Group, Sectra must have 1) received a first place ranking in “Best in KLAS” in any category in the employee’s region, if the region is not the US, and in any category except for PACS/Radiology for large hospitals in the US, and 2) received a first place ranking in “Best in KLAS for PACS/Radiology for large hospitals” in the US.

“Region” refers to the region to which the individual belongs, based on the KLAS regional division for the awards as of the date KLAS announces the award. As regards performance condition (1), for employees in central functions in Sweden (Sectra AB, Sectra Imaging IT Solutions AB, Sectra Education AB and Sectra Orthopaedics AB) and employed outside the regions applied by KLAS, Sectra must have received a minimum of two first-place rankings in “Best in KLAS” in any category in any of the regions, with the exception of PACS/Radiology for large hospitals in the US, for each fiscal year during the qualification period. If an employee changes region during a fiscal year, the individual in question is considered to belong to the region in which the individual was employed at the beginning of the fiscal year for the duration of the fiscal year.

Following the Annual General Meeting, the Board of Directors have agreed on an interpretation of the performance conditions. The performance conditions that refer to “employees in central functions” are also to apply to employees working for central functions in Sweden who are employed in one of Sectra Group’s subsidiaries other than the listed legal entities. This interpretation applies as of January 1, 2025 for LTIP 2022 and LTIP 2024.

For employees in the Sectra Communications Group, for each fiscal year during the qualification period, the Sectra Communications Group must have achieved 1) an operating margin (EBIT margin) of at least (a) 15%, as regards the 2024/2025 fiscal year, (b) 17%, as regards the 2025/2026 fiscal year, (c) 19%, as regards the 2026/2027 fiscal year and (d) 20%, as regards the subsequent fiscal years, and 2) sales growth of at least 10% compared with the previous fiscal year.

For each calendar year in which any of the performance prerequisites are not achieved, one-tenth of the allotted share awards expire. One share award pertains to the right to receive a performance share free of charge provided that the above conditions are met. One performance share comprises one Class B share in Sectra AB.

Holdings of the President and Executive Vice President in outstanding long-term incentive programs (LTIP 2024)
(SEK thousand)

Name of executive (position)	Number of share awards allotted	Number of expired share awards	Number of vested performance shares	Number of not yet vested performance shares	Theoretical value on allotment [1]
Torbjörn Kronander (President and CEO of Sectra AB)	12,000	0	4,800	7,200	3,241,200
Marie Ekström Trägårdh (Executive Vice President of Sectra AB and President of the Imaging IT Solutions business area)	12,000	0	4,800	7,200	3,241,200

[1] Based on a share price of SEK 270.10.

Comparative information pertaining to changes in remuneration and the company's performance

Changes in remuneration and the company's performance over the last five reported fiscal years

Changes in remuneration
(SEK thousand)

Position of executive	25/26 vs 24/25 (% change)	24/25 vs 23/24 (% change)	23/24 vs 22/23 (% change)	22/23 vs 21/22 (% change)	21/22 vs 20/21 (% change)
President and CEO	5,922 (77.6%)	-892 (-10.5%)	2,107 (32.9%)	-194 (-2.9%)	1,079 (19.5%)
Executive Vice President	1,172 (27.7%)	52 (1.2%)	52 (1.3%)	-664 (-13.9%)	186 (3.0%)

Changes in Group earnings
(SEK million)

	25/26 vs 24/25 (% change)	24/25 vs 23/24 (% change)	23/24 vs 22/23 (% change)	22/23 vs 21/22 (% change)	21/22 vs 20/21 (% change)
Net sales	302 (9.3%)	276 (9.3%)	613 (26.1%)	402 (20.6%)	317 (19.4%)
Operating profit	-12 (-1.7%)	205 (39.6%)	62 (13.6%)	72 (18.8%)	33 (9.5%)
Net profit for the year	407 (0.1%)	135 (31.5%)	53 (14.2%)	60 (19.1%)	39 (14.3%)

Annual change in average remuneration to other employees (FTEs)
(SEK thousand)

	25/26 vs 24/25 (% change)	24/25 vs 23/24 (% change)	23/24 vs 22/23 (% change)	22/23 vs 21/22 (% change)	21/22 vs 20/21 (% change)
Sectra AB	116 (17.8%)	22 (3.5%)	71 (12.8%)	22 (4.1%)	8 (1.5%)

Linköping, July 7, 2026

Sectra AB
Board of Directors

Appendix 3
The auditor’s report on the remuneration guidelines

TRANSLATION FROM THE SWEDISH ORIGINAL

Auditor's report in accordance with Chapter 8, Section 54 of the Swedish Companies Act (2005:551) on whether the guidelines adopted by the General Meeting regarding remuneration to Group Executive Management have been complied with

To the General Meeting of Sectra AB (publ), corporate identity 556064-8304

We have examined whether the Board of Directors and the Managing Director of Sectra AB (publ), have, for the financial year 2025/2026, complied with the guidelines on remuneration to Group Executive Management, adopted at the General Meeting on September 8, 2022.

Responsibilities of the Board of Directors and the Managing Director

The Board of Directors and the Managing Director are responsible for compliance with the guidelines and for the internal control the Board of Directors and the Managing Director determine is necessary to ensure compliance with the guidelines.

Auditor's responsibility

Our responsibility is to issue a report, based on our examination, to the General Meeting regarding whether the guidelines have been complied with. The examination has been performed in accordance with FAR's recommendation RevR 8 *Granskning av ersättningar till ledande befattningshavare i vissa publika aktiebolag* (Examination of Remuneration to Group Executive Management in Certain Listed Companies). Those standards require us to comply with the ethical requirements, and also to plan and perform the examination in such a manner that we may obtain reasonable assurance about whether the guidelines on remuneration have been complied with. 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 Sectra AB in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

The examination has covered the company's organization and documentation of issues concerning remuneration for Group Executive Management, new decisions concerning remuneration, as well as a selection of the financial year's payments to Group Executive Management. The procedures selected depend on the auditor's judgement, including the assessment of the risk that the guidelines have not, in all material respects, been complied with. In making this risk assessment, the auditor considers internal control relevant to the company's compliance with the guidelines in order to design 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 examination provides a reasonable basis for our conclusion.

Conclusion

In our opinion the Board of Directors and the Managing Director of Sectra AB (publ) have, during the financial year 2025/2026, complied with the guidelines on remuneration to Group Executive Management, which were adopted by the General Meeting on September 8, 2022.

Stockholm, July 8th, 2026

Ernst & Young AB

Andreas Troberg
Authorized Public Accountant

Appendix 4

The Board of Directors' motivated statement in accordance with Chapter 19, Section 22 of the Companies Act

Translation

The Board of Directors' statement in accordance with Chapter 19, Section 22 of the Companies Act (2005:551)

The Board of Directors hereby presents the following statement in accordance with Chapter 19, Section 22 of the Companies Act (2005:551).

The Board of Directors' reasons for the proposed authorizations to repurchase the company's own shares being in accordance with the provisions of Chapter 17, Section 3, paragraphs 2 and 3 of the Companies Act are as follows:

The company's objects, scope, and risks

The company's objects and scope of business are set out in the Articles of Association and the annual reports provided. The business conducted by the company does not entail any risks in excess of those that exist or may be deemed to exist in the industry or those risks which are generally associated with operating a business.

The financial position of the company and the group

The financial position of the company and the group as at April 30, 2026 is stated in the latest annual report. The annual report also states which accounting principles are applied in the valuation of assets, allocations and liabilities.

The non-restricted equity in the parent company and the group's retained profits amounted to SEK 1,200.8 million and SEK 1,634.8 million respectively at the end of the 2025/2026 financial year.

The annual report states that the debt/equity ratio is 47.8 per cent. Authorization to purchase the company's own shares does not endanger the completion of any necessary investments.

The company's financial position does not give rise to any other conclusion than that the company can continue its business and that the company can be expected to fulfil its obligations on both a short and long-term basis.

In the opinion of the Board of Directors, the amount of shareholders' equity as reported in the latest annual report is in reasonable proportion to the scope of the company's operations and the risks associated with conducting operations in consideration of the authorization to repurchase the company's own shares now proposed.

Justification for the proposal to repurchase

With reference to the above and to what has otherwise come to the knowledge of the Board of Directors, the Board of Directors is of the opinion that after a comprehensive review of the financial position of the company and of the group it follows that the proposed authorization to repurchase the company's own shares is justified according to the provisions of Chapter 17, Section 3, paragraph 2 and 3 of the Swedish Companies Act, i.e. with reference to the requirements that the objects of the business, its scope and risks place on the size of the company's and group's equity and the company's and the group's consolidating requirements, liquidity and financing needs in general.

****

Linköping on the date as indicated by our electronic signature

Sectra AB (publ)

The Board of Directors

Jan-Olof Brüer
Chairman of the Board

Torbjörn Kronander
Member of the Board
CEO and President of Sectra AB

Birgitta Hagenfeldt
Member of the Board

Anders Persson
Member of the Board

Tomas Puusepp
Member of the Board

Fredrik Robertsson
Member of the Board

Ulrika Unell
Member of the Board

Alva Mårdsjö
Member of the Board
Employee Representative

Olof Sandberg
Member of the Board,
Employee Representative

Appendix 5
Proposal by the Shareholder Stefan Ekengrip

[Translation]

Motion for establishment of Sectra AB 50 year jubilee fund

Background

In 2028, Sectra AB will celebrate its 50th anniversary. Sectra AB was founded in 1978 by researchers at Linköping University: Professor Ingemar Ingemarsson and his then doctoral students Viiveka Fåk, Rolf Blom, and Robert Forschheimer. It began as a side project for the four researchers and grew into a cutting-edge company in medical IT and cybersecurity. Today, Sectra AB is one of the world's leading suppliers of IT systems for the efficient management of medical multimedia and patient information, and the collaboration with Linköping University remains strong.

Proposal

In light of the above, I propose that the annual general meeting decide:

- That the board should be assigned to establish Sectra AB 50 year jubilee fund.

Motivation

If Sectra AB establishes a fund now, we—shareholders, investors, researchers, employees, customers, residents of Linköping, among others—will have time to contribute to the jubilee fund's initial capital so that Sectra AB can make a first distribution at the anniversary in 2028. The fund can, for example, provide support to researchers and students at Linköping University.

Visby, July 2, 2026

Stefan J. Ekengrip

Shareholder in Sectra AB

Contact details:

Address: Terra Novavägen 56, 621 53 VISBY

Mobile: 070-353 6365

Email: stefan.ekengrip@hotmail.com