

MEKO AB
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The Nomination Committee's proposals and motivated statement for the Annual General Meeting 2026 in MEKO

MEKO's Nomination Committee

In accordance with the current instruction for the Nomination Committee, the following members have been convened to form the Nomination Committee ahead of the 2026 Annual General Meeting (AGM):

- Matthew McKay, appointed by LKQ Corporation, Chairman of the Nomination Committee
- Magnus Sjöqvist, Swedbank Robur Fonder
- Anna Magnusson, the Fourth Swedish National Pension Fund
- Mats Hellström, Nordea Fonder
- Helena Skåntorp, co-opted to the Nomination Committee in the capacity of Board member of MEKO

The Nomination Committee's work and reasoned statement regarding the proposed composition of the Board

The Nomination Committee's task has been to prepare proposals regarding the election of Board members and auditor, fees and remuneration, the election of the Chair of the AGM, and any changes to the instruction for the Nomination Committee. Shareholders have had the opportunity to submit proposals, but no proposals have been submitted.

The Nomination Committee has held four meetings and informal contacts in between. The Nomination Committee has received information from both the Chairman of the Board and the CEO regarding the company's operations and strategic direction, as well as how the work of the Board has functioned. The Nomination Committee has reviewed the internal board evaluation regarding the work of the Board and also conducted interviews with all Board members. In this process, the Board members Eivor Andersson, Kenny Bräck and Helena Skåntorp have informed that they are not available for re-election at the AGM. Based on the information received, the Nomination Committee has assessed how the work of the Board has functioned, the Board's size and composition, and what competencies are needed for the governance of the company going forward. In the work to identify possible candidates, a reputable recruitment firm has been engaged. Furthermore, the Board fees have been evaluated, as well as the Audit Committee's recommendation regarding auditors.

It is the Nomination Committee's opinion that the work of the Board is functioning well. The Nomination Committee proposes the re-election of Board members Dominick Zarcone (Chairman), Marie Björklund, Walter Hanley, Magnus Håkansson, Robert Reppa and Jörn Werner. In addition, the Nomination Committee proposes that Camilla Monefeldt Kirstein and Louise Mortimer Undén be elected as new members of the Board. The proposal entails that the Board decreases from nine to eight members for the coming term of office.

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Camilla Monefeldt Kirstein has extensive experience and expertise in strategy, operational execution, and large-scale transformation, with full P&L accountability across complex, multi-brand and multi-channel environments. She is currently President of Business Area Food Europe at Electrolux Professional and has previously held senior positions within Hultafors, Oriflame and SAS. She also brings board experience from both listed and privately owned companies. The Nomination Committee considers that she possesses competence and experience that constitute a valuable addition to the Board of Directors of MEKO. Camilla Monefeldt Kirstein is assessed as independent in relation to both the company and company management and in relation to the company's major shareholders.

Louise Mortimer Undén has extensive experience and broad knowledge of digital transformation, omnichannel business, strategy and aftermarket business models. She is currently in position of Senior Vice President Consumer Direct Interaction, Business Area Europe & APMEA at Electrolux, responsible for direct-to-consumer sales and aftermarket business. She has previously held senior roles at Groupe SEB (OBH Nordica). In the Nomination Committee's assessment, she has a background and professional experience that is well suited to the role on the Board of Directors of MEKO. She also has board experience from listed companies. The Nomination Committee considers Louise Mortimer Undén to be independent in relation to both the company and its management and in relation to the company's major shareholders.

In its work, the Nomination Committee has applied rule 4.1 of the Swedish Corporate Governance Code as its diversity policy. It is the Nomination Committee's view that the proposed Board has an appropriate size and composition, with a breadth of experience and competencies within the independent automotive aftermarket, trade, industry, finance, accounting, compliance, marketing, and strategic development work in publicly listed companies operating in industries undergoing transformation. The Nomination Committee assesses that the Board members possess complementary skills that are considered important for MEKO's operations and development, both in the short and long term. In its work, the Nomination Committee has considered the importance of the Board being characterised by balance and diversity. The proposal entails a more even gender distribution on the Board than previously. Under the proposal, the proportion of women would be approximately 38 per cent. The Nomination Committee intends to continue to take gender distribution into account in its future work.

The Nomination Committee considers that the proposed Board meets the requirements of the Swedish Corporate Governance Code regarding independence.

The Nomination Committee's proposals

In view of the above, the Nomination Committee submits the following proposals to the AGM.

Election of Board members

The Nomination Committee proposes that:

- the Board shall consist of eight meeting-elected members,
- re-election of directors Marie Björklund, Walter Hanley, Magnus Håkansson, Robert Reppa, Jörn Werner and Dominick Zarcone,

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- election of Camilla Monefeldt Kirstein and Louise Mortimer Undén as new directors and
- re-election of Dominick Zarcone as Chairman of the Board.

The proposed Board members are presented with additional details on www.meko.com.

Eivor Andersson, Kenny Bräck and Helena Skåntorp have informed that they are not available for re-election.

Board fees

The Nomination Committee proposes the following unchanged Board fees:

- SEK 950,000 to the Chairman of the Board,
- SEK 605,000 to the Vice Chairman,
- SEK 475,000 to each of the other directors appointed by the AGM,
- SEK 240,000 to the Chairman of the Audit Committee,
- SEK 120,000 to each of the other members of the Audit Committee,
- SEK 110,000 to the Chairman of the Remuneration Committee and
- SEK 55,000 to each of the other members of the Remuneration Committee.

Election of auditor and auditor fee

The Nomination Committee proposes re-election of the auditing firm Ernst & Young Aktiebolag (EY) as MEKO's auditor for the period until the end of the 2027 AGM. The auditing firm has informed MEKO, subject to approval by the AGM, that Henrik Jonzén will continue as auditor in charge. The proposal is consistent with the Audit Committee's recommendation.

Further, the Nomination Committee proposes an auditor's fee in accordance with approved account.

AGM Chair

The Nomination Committee proposes that the Vice Chairman of the Board Helena Skåntorp is appointed Chair of the AGM, or in her absence, any person appointed by the Nomination Committee.

Instruction for the Nomination Committee

The 2023 AGM adopted an instruction for the Nomination Committee's composition and work to apply until further notice. The Nomination Committee has evaluated the current instruction and proposes no changes.

Stockholm, March 2026
The Nomination Committee of MEKO AB

This is a translation of the Swedish original wording. In case of discrepancies, the Swedish version shall prevail.