



Press release 26 April 2024

Bulletin from Synsam's Annual General Meeting 2024

Today, Synsam AB (publ) held its annual general meeting at 11:00 a.m. (CEST) in Stockholm. At the annual general meeting it was *inter alia* resolved to pay a dividend of SEK 1.80 per share (excluding own shares held by the company), upon an authorization for the board of directors to resolve upon issues of shares, warrants and convertibles, upon an authorization for the board of directors to resolve upon acquisitions and transfers of own shares as well as upon implementation of a new long-term incentive program for Synsam's group management and other selected key individuals in the Synsam group (LTIP 2024).

Adoption of the income statement and balance sheet

The annual general meeting adopted the income statement and balance sheet for the parent company and the group for the financial year 2023.

Dividend etc.

The annual general meeting resolved that the company's distributable profits of approximately SEK 3,483 million are disposed so that a total of approximately SEK 266 million, corresponding to SEK 1.80 per share (but excluding own shares held by the company), is distributed as dividend to the shareholders and that the remaining distributable profits, approximately SEK 3,217 million, are carried forward. The record date to be entitled to the dividend is Tuesday, 30 April 2024, and the payment, which will be made through the agency of Euroclear Sweden AB, is expected to take place on Monday, 6 May 2024.

Discharge from liability

The annual general meeting resolved to discharge the members of the board of directors and the CEO from liability for the financial year 2023.

Election of the board of directors and auditor and determination of fees for the board of directors and the auditor

The annual general meeting resolved, for the period until the end of the next annual general meeting and in accordance with the nomination committee's proposal, on re-election of Peter Törnquist, Håkan Lundstedt, Kenneth Bengtsson, Ann Hellenius, Terje List, Gustaf Martin-Löf, Christoffer Sjøqvist and Anna Omstedt and election of Petra Axdorff as new board member. Helena Johnson had declined re-election. Peter Törnquist was also re-elected as chairman of the board of directors and Deloitte AB was re-elected as auditor for the period until the end of the next annual general meeting.

Furthermore, the annual general meeting resolved that fees for work on the board of directors and its committees as well as to the company's auditor shall be paid in accordance with the nomination committee's proposals.

Remuneration report

The annual general meeting resolved to approve the board of director's remuneration report for 2023.

Authorization for the board of directors to resolve upon issues of shares and/or warrants and/or convertibles

The annual general meeting resolved, in accordance with the board of directors' proposal, to authorize the board of directors to, on one or more occasions before the next annual general meeting, with or without deviation from the shareholders' preferential rights, resolve to issue shares and/or warrants and/or convertibles. As regards issues of shares and/or warrants and/or convertibles with deviation from the shareholders' preferential rights, the total number of shares that may be issued through new share issues, and/or through the conversion of convertibles and/or exercise of warrants which have been issued by exercise of the authorization, may not result in an increase in the share capital by such amount which would result in a dilution of more than 10 per cent of the company's share capital as of the date of the annual general meeting.

Authorization for the board of directors to resolve upon acquisitions and transfers of own shares

The annual general meeting resolved, in accordance with the board of directors' proposal, to authorize the board of directors to, on one or more occasions before the next annual general meeting, resolve upon acquisitions of own shares on Nasdaq Stockholm at a price within the range between the prevailing highest bid price and lowest ask price. The company may not repurchase more than such number of shares which entails that the total number of own shares held by the company at any given time exceeds 10 per cent of the total number of shares in the company. Payment for the shares shall be made in cash. Furthermore, the annual general meeting resolved to authorize the board of directors to, on one or more occasions before the next annual general meeting, with or without deviation from the shareholders' preferential rights, resolve upon transfers of own shares. Transfers of shares may be made on Nasdaq Stockholm, or outside of Nasdaq Stockholm in connection with acquisitions of companies, operations or assets. Transfers of shares on Nasdaq Stockholm may only be made at a price within the range between the prevailing highest bid price and lowest ask price. For transfers outside of Nasdaq Stockholm, the price shall be set so that the transfer is made on market terms. Payment for transferred shares may be made by payment in cash, through in-kind payment, or through set-off against claims against the company.

The purpose of the authorizations is to provide the board of directors with greater possibilities to adapt the capital structure of the company and thereby contribute to increased shareholder value, as well as to enable the use of own shares in connection with, or by reason of, potential acquisitions of companies, operations or assets that the company may come to carry out.

Long-term incentive program for the company's group management and other selected key individuals (LTIP 2024)

The annual general meeting resolved, in accordance with the board of directors' proposal, to implement a new long-term incentive program (LTIP 2024) directed to the company's group management and other selected key individuals in the Synsam group (up to approximately 80 individuals in total). Participation in LTIP 2024 requires that participants make own investments in shares in Synsam and/or that participants hold shares in Synsam since before. Each participant in LTIP 2024 will be granted a performance share award free of charge, which gives the participant the right to receive a number of shares (so-called performance shares) in Synsam, free of charge, following a vesting period of approximately three years. The extent to which a performance share award will entitle to the grant of performance shares after the end of the vesting period will be determined based on, among other things, the degree of fulfillment of determined performance targets in respect of organic growth, adjusted EBITDA, sustainability target and relative total shareholder return. The resolution to implement LTIP 2024 also included an authorization for the board of directors to, on one or more occasions

before the next annual general meeting, resolve upon acquisitions of not more than 1,175,000 own shares (with reservation for re-calculations) and a resolution to transfer not more than 1,175,000 own shares (with reservation for re-calculations) in order to secure delivery of shares to participants in LTIP 2024. Acquisitions of own shares may only be made in cash on Nasdaq Stockholm and at a price within the range between the prevailing highest bid price and lowest ask price. Transfers of own shares may only be made to participants in LTIP 2024 and shall be made without consideration at such point in time, and otherwise in accordance with the terms and conditions, as is set out in the terms and conditions for LTIP 2024.

Complete information and resolutions

All resolutions resolved by the annual general meeting were in accordance with the board of directors' and nomination committee's proposals. Complete resolution proposals that were adopted at the annual general meeting are available on the company's website www.synsamgroup.com.

For further information, please contact:

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Synsam Group is a leading optician group in the Nordic region, with a differentiated and affordable subscription offering. Synsam Group offers a wide range of products and services for eye health and eye fashion, catering to the customer's different lifestyles and needs. The group has approximately 4,000 employees, net sales of approximately SEK 5.9 billion (2023) and has approximately 500 stores in the Nordics, operating under the brands Synsam, Synsam Outlet and Profil Optik in Denmark. Through digitalization, subscription services and other innovative concepts, Synsam Group is at the forefront of innovation in the Nordic optical retail market across multiple dimensions including customer journey, product offering and ESG. Synsam Group's share is traded on Nasdaq Stockholm (SYNSAM). www.synsamgroup.com