

**The board of directors' of Scandi Standard AB (publ)  
complete proposals to the annual general meeting 2026  
(items 7 b), 14 a)-c), 15 and 16)**

**Item 7 b): Resolution on allocation of the company's profit or loss according to the adopted balance sheet**

The board of directors proposes that the annual general meeting resolves on a dividend of a total of SEK 3.30 per share to be paid in two equal payments of SEK 1.65 per share. The record date for the first instalment shall be Thursday 30 April 2026 and the record date for the second instalment shall be Friday 18 September 2026. If the annual general meeting resolves in accordance with the board of directors' proposal, the dividend will be distributed on Wednesday 6 May 2026 (SEK 1.65 per share) and Wednesday 23 September 2026 (SEK 1.65 per share). The payments are carried out by Euroclear Sweden AB. The dividend proposed by the board of directors amounts to a total amount of approximately SEK 216 million based on dividends to all shares in the company at the time of issuance of this notice, with the exception of shares that the company is expected to hold on the proposed record dates for the dividend, and may therefore be changed if the company acquires or transfers its own shares before the record dates.

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Stockholm in March 2026  
Scandi Standard AB (publ)  
*The board of directors*

## **Item 14 a): Resolution on long-term incentive program (LTIP 2026)**

### **Background and summary**

Salaries and other terms and conditions of employment in Scandi Standard and the group shall be adequate to enable the company and the group to retain and recruit skilled employees at reasonable costs. Remuneration shall be based on principles of performance, competitiveness and fairness. The board of directors of the company has decided to propose to the annual general meeting the below Long-Term Incentive Program 2026 (“**LTIP 2026**”) for senior executives and key employees, which is designed to promote the long-term value growth of the company and the group and increase alignment between the interests of the participating individual and the company’s shareholders.

The program has essentially the same design as the long-term incentive program adopted at the annual general meeting 2025 (LTIP 2025), which in turn was based on the long-term incentive program adopted at the annual general meeting 2024 (LTIP 2024). The board of directors proposes only an adjustment to participant categories to introduce an additional category comprising the COO of Home Markets. The intention is that similar incentive programs will continue to be adopted annually at the annual general meetings in the coming years.

In order to ensure the delivery of ordinary shares under LTIP 2026 and for the purpose of hedging social security charges under LTIP 2026, the board of directors proposes that the board of directors is authorised to acquire a maximum of 330,000 ordinary shares in the company on Nasdaq Stockholm. In addition, to enable the company to deliver ordinary shares to the participants, the board of directors proposes that the annual general meeting resolves to transfer a maximum of 330,000 own ordinary shares to the participants of LTIP 2026 in accordance with the terms of LTIP 2026.

### **Proposal**

The board of directors proposes that the annual general meeting resolves on the implementation of LTIP 2026 principally based on the terms and conditions set out below.

#### ***1. Participants and allotment under LTIP 2026***

##### **Participant categories**

LTIP 2026 comprises a maximum of 34 participants divided into four (4) categories.

- **Category 1:** consists of the CEO (1).
- **Category 2:** consists of the COO of Home Markets (1).

- **Category 3:** consists of members of the Group Management Team and certain key employees (13).
- **Category 4:** consists of other key employees (19).

### **Personal investment**

Participation in the LTIP 2026 requires that the participant makes a personal investment in Scandi Standard shares (“**Investment Shares**”). Participants are offered to purchase a maximum number of Investment Shares that shall be allocated to LTIP 2026. The Investment Shares shall be acquired specifically for the LTIP 2026 and the investment shall be made before the end of 2026. The maximum number of Investment Shares allotted to a participant shall be calculated as a percentage of the relevant participant’s annual fixed salary. However, the program shall comprise a maximum of 330,000 ordinary shares. In the event that Investment Shares are acquired at a share price that results in the highest number of ordinary shares in the company that can be allocated under LTIP 2026 exceeding 330,000 ordinary shares, the number of ordinary shares that may be transferred to participants in LTIP 2026 will be reduced proportionally as further resolved by the board of directors.

The percentage of the annual fixed salary forming the basis for the number of Investment Shares that may be allocated to LTIP 2026 depends on which category the participant belongs to, and is set out below:

- **Category 1:** up to 25 per cent of the annual fixed salary for 2026.
- **Category 2:** up to 15 per cent of the annual fixed salary for 2026.
- **Category 3:** up to 10 per cent of the annual fixed salary for 2026.
- **Category 4:** up to 5 per cent of the annual fixed salary for 2026.

Participation in LTIP 2026 requires that the participant acquires at least one-fourth of the maximum number of Investment Shares that the participant may allocate to LTIP 2026.

### **Allotment**

For all categories, each Investment Share entitles its holder to free of charge receive one (1) Retention Share Right which is subject to the vesting requirement set out in item 2 (*Share Rights*) below (“**Retention Share Rights**”) as well as four (4) Performance Share Rights that are subject to both the vesting requirement and performance targets as set out in item 2 (*Share Rights*) below (together the “**Performance Share Rights**”). The Retention Share Rights and the Performance Share Rights are referred to as the “**Share Rights**”. The maximum number of Share Rights per Investment Share amounts to five (5).

Subject to the satisfaction of the vesting requirement and the performance requirements set out in item 2 (*Share Rights*) below, each Share Right entitles the holder to receive one (1) ordinary share in the company.

LTIP 2026 is implemented when the company offers the participants participation in LTIP 2026. Allotment of ordinary shares on the basis of Share Rights shall be made at the earliest three years after the implementation of LTIP 2026, and the vesting period shall end on the date of the allotment of the ordinary shares to the participants (the “**Vesting Period**”).

## **2. Share Rights**

Each Share Right shall entitle to allotment of up to one (1) ordinary share. The conditions for allotment of ordinary shares are described in the following.

### **Vesting requirement**

In order for Share Rights (both Retention Share Rights and Performance Share Rights) to entitle to allotment of ordinary shares, it shall be required that the participant (a) does not divest its Investment Shares during the Vesting Period and (b) has not given or is not given notice of termination of employment within the group during the Vesting Period. If this condition is not fulfilled, no ordinary shares shall be allotted for any Share Rights. However, in case (i) a participant’s employment has terminated prior to the end of the Vesting Period due to such participant’s death or disability or (ii) if the employer has given notice of termination of the participant’s employment without cause (including, for the avoidance of doubt, notice of termination due to redundancy/shortage of work (*Sw. arbetsbrist*)) prior to the end of the Vesting Period, one third (1/3) of the right to allotment of ordinary shares shall be vested at each anniversary of the implementation of LTIP 2026.

### **Performance requirement**

In addition to the vesting requirement set out above, allotment of ordinary shares for each of the Performance Share Rights shall be conditional upon the satisfaction of respective performance targets as set out below.

*Target 1*      The performance target is related to the total shareholder return (TSR) on the Scandi Standard ordinary share on Nasdaq Stockholm relative to the OMX Stockholm Mid Cap Index (the “**Index**”) during a certain measurement period as set out below.

- a) The lowest level of the performance target shall be a TSR equal to the TSR Index. If TSR Index is equal to the Index, the

participants shall be allotted ordinary shares for 25 per cent of their Performance Share Rights 1.

- b) The highest level of the performance requirement shall amount to a TSR corresponding to the TSR Index plus 10 per cent. If the TSR amounts to more than the TSR Index plus 10 per cent or more, the participants shall be allotted ordinary shares for 100 per cent of their Performance Share Rights 1 (maximum allotment).
- c) If the TSR is less than the TSR Index, no Performance Share Rights 1 shall vest the holder of ordinary shares. If the TSR Index is between the minimum and the maximum value according to a) and b) above, the number of Performance Share Rights 1 that entitle to allotment of ordinary shares shall be calculated linearly.

The starting value for the TSR shall be the volume weighted average price on the company's ordinary shares on Nasdaq Stockholm during the twenty (20) days of trading following the publication of Scandi Standard's interim report for the first quarter of 2026 and the end value for the TSR shall be the volume weighted average price on the company's ordinary shares on Nasdaq Stockholm during the twenty (20) days of trading following the publication of Scandi Standard's interim report for the first quarter of 2029.

*Target 2* The performance target is related to the compound annual growth rate of earnings per share ("**EPS CAGR**") and measured during a certain measurement period as set out below.

- a) The minimum level of the performance target shall be an EPS CAGR equal to 5 per cent. If the EPS CAGR is 5 per cent, the participants shall be allotted ordinary shares for 25 per cent of their Performance Share Rights 2 and 3.
- b) The maximum level of the performance target shall be an EPS CAGR of 25 per cent. If the EPS CAGR equals or exceeds 25 per cent, the participants shall be allotted ordinary shares for 100 per cent of their Performance Share Rights 2 and 3 (maximum allocation).
- c) If the EPS CAGR is less than 5 per cent, no Performance Share Rights 2 and 3 shall entitle to allotment of ordinary shares. Where the EPS CAGR is between the minimum and the maximum level in accordance with a) and b) above, the number

of Performance Share Rights 2 and 3 that entitle to allotment of ordinary shares will be calculated on a linear basis.

The EPS CAGR shall be calculated by the board of directors on the basis of the group's quarterly financial statements, which are adjusted for non-comparable items, up to and including the financial year 2028. The EPS for the financial year 2025 was SEK 5.61, which shall be the starting value for the calculation of the EPS CAGR.

*Target 3*                      The performance target for Performance Share Rights 4 is related to the fulfilment of selected parameters in the group's official sustainability targets as applicable from time to time during the measurement period 2026–2028.

The company actively works with sustainability as an integrated part of every stage of the business and therefore regularly reviews its official sustainability targets to ensure they remain current and steer sustainability efforts in the right direction. Currently, the performance target is based on the criteria workplace accidents measured in LTIFR (Lost Time Injury Frequency Rate), antibiotic use and greenhouse gas emissions measured in CO<sub>2</sub>e. Currently, the target for 2028 is an index of 17.3 for LTIFR (number of accidents with sick leave per million hours worked), 3 per cent treated flocks for antibiotic use and 18,000 tonnes of CO<sub>2</sub>e for greenhouse gas emissions measured in CO<sub>2</sub>e.

### ***3. Terms and conditions for the Share Rights***

In addition to what has been stated above, the following terms and conditions shall apply for the Share Rights:

- The Share Rights are allotted free of charge.
- The participants are not entitled to transfer, pledge, or dispose the Share Rights or perform any shareholder's rights regarding the Share Rights during the Vesting Period.
- Allotment of ordinary shares for the Share Rights may take place at the earliest three years after LTIP 2026 was implemented.
- The company will not compensate the participants for any dividends.
- The maximum number of ordinary shares allotted to an individual participant shall be limited to three times the participant's fixed salary for 2028 divided by the volume weighted average share price during the ten (10) trading days occurring immediately after the company's announcement of its year-end report for 2028.

#### **4. Lock-up of allotted ordinary shares**

In order to further increase alignment between the long-term interests of the participants and the company's shareholders, a requirement for participation in LTIP 2026 shall be that the participant undertakes to retain all allotted ordinary shares (except for such ordinary shares that are sold to cover for tax due to the allotment of ordinary shares) for a period of two years from the date of the allotment of the ordinary shares.

#### **5. Detailed terms and administration**

The board of directors, or a committee appointed by the board of directors, shall be responsible for determining the detailed terms and the administration of LTIP 2026, within the scope of the terms and guidelines given by the general meeting. By way of example, the board of directors shall be authorised to decide that, despite the conditions under item 2 (*Share Rights*) above being fulfilled, no allotment of ordinary shares shall be made to a participant in case of fraud, other criminal activity or gross misconduct by such participant. Furthermore, the board of directors shall be responsible for ensuring that the company's sustainability performance target (*Target 3*) is implemented in accordance with the company's official sustainability targets as applicable from time to time.

In connection with any rights issues, splits, reverse splits and similar dispositions, the board of directors shall be authorised to recalculate EPS CAGR and relative TSR as well as the number of ordinary shares that the Share Rights shall entitle to.

In case a public offer for all shares in the company is declared unconditional and the offeror thereby will become the owner of more than 90 per cent of the shares in the company, the board of directors shall be authorised to resolve upon the close-down and cash settlement of LTIP 2026, including but not limited to approving earlier execution of Share Rights, amending the vesting requirements and shorten the periods for application of the EPS CAGR and relative TSR thresholds for determination of to which extent the performance requirement is fulfilled.

If delivery of ordinary shares cannot be accomplished at reasonable costs, with reasonable administrative effort and without regulatory problems, the board of directors shall be authorised to decide that the participants may instead be offered a cash-based settlement.

Further, the board of directors shall be authorised to decide on other adjustments in the event that major changes in the group, the market or otherwise in the industry would occur, which would entail that resolved conditions for allotment and the possibility to use the Share Rights under LTIP 2026 would no longer be appropriate.

## ***6. Hedging of commitments according to LTIP 2026 – Acquisitions and transfers of own ordinary shares***

The board of directors proposes that the annual general meeting resolve to authorise the board of directors to acquire a maximum of 330,000 own ordinary shares and that the annual general meeting resolves on a transfer of own ordinary shares for the following purposes:

- Securing delivery of ordinary shares to the participants in LTIP 2026.
- Securing and covering social security charges triggered by LTIP 2026.

Acquisitions shall be made on Nasdaq Stockholm on one or several occasions and until the next annual general meeting at a price within the at each time prevailing price interval for the ordinary share on Nasdaq Stockholm. The full proposal regarding authorization for the board of directors to acquire own ordinary shares is included in item 14 b) on the proposed agenda. Since the company already holds 795,141 own ordinary shares in treasury and not more than 861,000 ordinary shares may be allotted under the already outstanding incentive programs, the company may acquire a lower number of ordinary shares than what is covered by the proposed authorisation.

Transfers of own ordinary shares shall be made to the participants of LTIP 2026 in accordance with the terms of LTIP 2026. The full proposals regarding transfers of own ordinary shares are included in items 14 c) and 16 on the proposed agenda.

## ***7. The value of and the estimated costs for LTIP 2026***

LTIP 2026 will result in an allotment of a maximum of 330,000 ordinary shares in the company, amounting to a value of approximately SEK 41.2 million including social security costs.

The board of directors has made estimates of the costs for LTIP 2026. The estimates are based on the assumption that the share price is approximately SEK 125 at the time of allotment of ordinary shares, that all individuals who have been offered to participate in the program participates and that they make a maximum investment. Upon a 50 per cent fulfilment resulting in a 50 per cent allotment of Performance Share Rights, the costs for LTIP 2026 are estimated to approximately SEK 17.5 million, excluding social security costs. Upon 100 per cent target fulfilment and full allotment of Performance Share Rights, the costs are estimated to amount to approximately SEK 35 million, excluding social security costs.

The social security contributions for LTIP 2026 are estimated to approximately SEK 3.3 million, based on the above assumptions, including an EPS CAGR of 16 per cent and an annual relative TSR of 5 per cent as well as a fulfilment of Requirement 3 to 50 per cent (i.e. a 50 per cent target fulfilment) and average

social security contributions of approximately 23 per cent. At an EPS CAGR of at least 33 per cent and an annual relative TSR of 10 per cent and a fulfilment of Requirement 3 to 100 per cent (i.e. a 100 per cent target fulfilment), the social security contributions are estimated to amount to approximately SEK 6.5 million.

The costs for LTIP 2026 are in accordance with IFRS 2 determined on the allotment date and allocated over the Vesting Period. In accordance with IFRS 2, the theoretical fair market value of the Share Rights shall form the basis of the calculation of these costs. The theoretical fair market value shall, for the Performance Share Rights hinging on relative TSR, not be re-valued in subsequent reporting periods and for the Performance Share Rights hinging on EPS CAGR, re-evaluation of the Share Rights shall be made, although adjustments shall be made in conjunction with every financial report for the Share Rights that have not been vested. In this manner, the accumulated costs at the end of the Vesting Period will correspond to the number of Share Rights that fulfil the conditions.

#### ***8. Dilution and effects on key ratios***

The company may need to acquire up to 330,000 own ordinary shares, corresponding to approximately 0.6 per cent of the outstanding shares and votes in the company at the date of this notice, in order to secure delivery of ordinary shares under LTIP 2026 and to secure and cover social security charges.

The costs for LTIP 2026 are expected to have a marginal effect on the group's key ratios.

#### ***9. The objectives of the proposal and reasons for deviations from the shareholders' preferential rights***

The board of directors considers the existence of effective share-related incentive programs for key employees to be of material importance for the development of the company and the group. The proposed program creates a common group focus for the key employees in the different parts of the group. By linking the key employees' remuneration to the company's and the group's earnings, long-term value growth is rewarded, which increases the alignment between the interests of the key employees and the company's shareholders.

In light of these circumstances, the board of directors considers that LTIP 2026, with regard to the terms and conditions, the size of the allotment and other circumstances, is reasonable and advantageous for the company and its shareholders.

**Preparation of proposal**

The proposal has been prepared by the remuneration committee in consultation with the board of directors and external advisors. The resolution to propose LTIP 2026 to the annual general meeting has been taken by the board of directors.

**Outstanding incentive programs in the company**

The annual general meeting 2023 adopted a long-term incentive plan for 32 senior executives and key employees, the annual general meeting 2024 adopted a long-term incentive plan for 31 senior executives and key employees and the annual general meeting 2025 adopted a long-term incentive plan for 33 senior executives and key employees. 164,600 ordinary shares will be allotted under LTIP 2023, a maximum of 238,800 ordinary shares may be allotted under LTIP 2024 and a maximum of 254,300 ordinary shares may be allotted under LTIP 2025.

**Majority vote requirement**

A resolution in accordance with the board of directors' proposal regarding the implementation of LTIP 2026 requires support from shareholders representing more than half of the votes cast at the meeting.

A resolution in accordance with the board of directors' proposal regarding acquisition of own ordinary shares is valid only if supported by shareholders holding not less than two thirds (2/3) of the votes cast as well as the shares represented at the general meeting.

A resolution in accordance with the board of directors' proposal regarding resolution to transfer ordinary shares to the participants of LTIP 2026 is valid only if supported by shareholders holding no less than nine tenths (9/10) of both the votes cast and the shares represented at the meeting.

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Stockholm in March 2026  
Scandi Standard AB (publ)  
*The board of directors*

**Item 14 b): Resolution on authorisation for the board of directors to resolve on acquisition of own ordinary shares**

The board of directors proposes, for the purposes of (1) securing delivery of shares to the participants of LTIP 2026 and (2) securing and covering costs that can be triggered by the LTIP 2026 (e.g., social security charges and tax), that the board of directors is authorised to, on one or several occasions and until the next annual general meeting, resolve on acquisition of own ordinary shares in the company, on the following terms and conditions:

- A maximum of 330,000 ordinary shares in the company may be acquired, however only to such extent that, following each acquisition, the company holds a maximum of 10 per cent of all shares issued by the company.
- Acquisitions shall be made on Nasdaq Stockholm.
- Acquisitions shall be made at a price per ordinary share within the at each time prevailing price interval for the ordinary share on Nasdaq Stockholm.
- Payment for the ordinary shares shall be made in cash.

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Stockholm in March 2026  
Scandi Standard AB (publ)  
*The board of directors*

**Item 14 c): Resolution on transfer of own ordinary shares**

The board of directors proposes that, in order to secure delivery of ordinary shares under LTIP 2026, a maximum of 330,000 own ordinary shares are transferred to the participants of LTIP 2026 on the following terms and conditions:

- The right to receive ordinary shares shall, with deviation from the shareholders' preferential rights, be granted to the participants in LTIP 2026, with right for each of the participants to receive no more than the maximum number of ordinary shares allowed under the terms and conditions for LTIP 2026. Furthermore, subsidiaries within the group shall have the right to receive ordinary shares, free of consideration, and such subsidiaries shall be obligated to immediately transfer, free of consideration, such shares to the participants in LTIP 2026 in accordance with the terms and conditions of the program.
- The participants' right to receive ordinary shares are conditional upon the fulfillment of all terms and conditions of LTIP 2026.
- The ordinary shares shall be transferred within the time period set out in the terms and conditions of LTIP 2026.
- The ordinary shares shall be transferred free of charge.
- The number of ordinary shares that may be transferred to the participants in LTIP 2026 may be recalculated due to share issues, splits, reverse splits and/or similar dispositions in accordance with the terms and conditions of LTIP 2026.

The rationale for the proposed transfers of own ordinary shares and for the deviation from the shareholders' preferential rights is to enable delivery of ordinary shares to the participants in LTIP 2026.

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Stockholm in March 2026  
Scandi Standard AB (publ)  
*The board of directors*

**Item 15: Resolution on authorisation for the board of directors to resolve on acquisitions of own ordinary shares**

The board of directors proposes that the board of directors is authorised to resolve on acquisition of ordinary shares in the company on the following terms and conditions:

- The board of directors may exercise the authorisation on one or several occasions until the next annual general meeting.
- Acquisitions may be made of so many ordinary shares that the company's holding of own shares, following each acquisition, amounts to a maximum of 10 per cent of all shares in the company.
- Acquisitions must be made on Nasdaq Stockholm.
- Acquisitions shall be made at a price per share within the at each time prevailing price interval for the ordinary share on Nasdaq Stockholm.
- Payment for the ordinary shares shall be made in cash.
- The purpose of an acquisition shall be to (i) optimise the company's capital structure, (ii) enable the use of own ordinary shares as consideration for or as financing of acquisitions of companies or businesses or (iii) to secure delivery of ordinary shares to the participants in the company's long-term share-related incentive programs and to cover costs related thereto.

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Stockholm in March 2026  
Scandi Standard AB (publ)  
*The board of directors*

**Item 16: Resolution on authorisation for the board of directors to resolve on transfers of own ordinary shares**

The board of directors proposes that the board of directors is authorised to resolve on transfers of own ordinary shares in the company on the following terms and conditions:

- The board of directors may exercise the authorisation on one or several occasions until the next annual general meeting.
- Transfers may be made of ordinary shares held by the company at the time of the board of directors' resolution.
- Transfers may be made on Nasdaq Stockholm and by other means than on Nasdaq Stockholm.
- Transfers on Nasdaq Stockholm may only be made at a price per ordinary share within the at each time prevailing price interval for the ordinary share on Nasdaq Stockholm. Transfers by other means than on Nasdaq Stockholm shall be made at market terms, meaning that a market discount compared to the price of the ordinary share on Nasdaq Stockholm may be applied.
- Payment for ordinary shares transferred by other means than on Nasdaq Stockholm may be made in cash, in kind or by set-off.
- Transfers by other means than on Nasdaq Stockholm may be made with deviation from the shareholders' preferential rights. Where the board of directors resolves to transfer own ordinary shares with deviation from the shareholders' preferential rights, the reason for the deviation shall be to use own ordinary shares as consideration for or as financing of acquisitions of companies or businesses.

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Stockholm in March 2026  
Scandi Standard AB (publ)  
*The board of directors*