This is an unofficial translation of the Swedish original version. In the event of any discrepancies between the English and the Swedish text the Swedish text shall prevail. Signatures on Swedish original.

MINUTES

Of the Annual General Meeting ("AGM") of the shareholders of Diös Fastigheter AB (publ), 556501-1771, 13.00 CEST on 16 April 2024 in Östersund, Sweden.

Location and time:
Diös Headquarters, Hamngatan 14, Östersund, at 13.00 CEST.

§ 1
The Chairman of the Board, Bob Persson, opened the meeting.

The summons to attend the AGM was attached as Appendix 1.

A summary of the overall results of the advance votes, on each item covered by postal voting, was attached as Appendix 2.

It was noted in particular that no shareholder notified the company of their wish for decisions under one or more items on the agenda to be deferred until a further general meeting.

§ 2
Bob Persson was appointed to chair the meeting and Rolf Larsson, CFO, was appointed to take the minutes.

§ 3
The enclosed list, Appendix 3, of shareholder's present at the meeting was adopted as a valid electoral register at the meeting. The meeting resolved that those persons who had not been included in electoral register but were present would be permitted to participate in the AGM without the right to vote.

§ 4
The submitted proposed agenda was approved.

§ 5
It was resolved that K Göran Hedsberg, together with the chairman of the meeting, would verify the minutes.

§ 6
It was accepted that the AGM had been duly convened.

§ 7

The Chief Executive Officer, Knut Rost, commented on significant events in 2023.

§ 8
The annual report and audit report and the consolidated financial statements and consolidated audit report were submitted. The Directors' Report, the income statement and balance sheet, consolidated income statement and consolidated balance sheet, and the Board of Directors' proposed appropriation of retained earnings, Appendix 4, were presented.

The company's auditor, Richard Peters, presented the audit report and recommended that the AGM adopt the income statement and balance sheet and consolidated income statement and consolidated balance sheet, and the Board of Directors' proposed appropriation of the profit for the year, and that the members of the Board of Directors and Chief Executive Officer be released from liability to the company.

§ 9

a. The meeting adopted the income statement and balance sheet and the consolidated income statement and consolidated balance sheet.

b. The meeting resolved to appropriate the profit for the year in accordance with the Board of Directors' proposal, Appendix 4.

c. The meeting released the members of the Board of Directors and the Chief Executive Officer from liability to the company in respect of 2023.

§ 10
The meeting resolved that the Board of Directors should consist of six Directors with no deputies.

§ 11
The Nominating Committee's proposal for determination of Directors' and auditors' fees, Appendix 5, was presented. It was resolved to adopt the proposal.

§ 12
The meeting resolved to elect the Board of Directors as follows.

Bob Persson (re-election)
Ragnhild Backman (re-election)
Peter Strand (re-election)
Erika Olsén (re-election)
Per-Gunnar Persson (re-election)

All Directors were elected for one year.

At the Annual General Meeting, shareholders voted to elect Bob Persson as Chairman of the Board.

§ 13
The election, in accordance with the Audit Committee's recommendation, was as following:

The registered audit firm Deloitte AB, with Kent Åkerlund as new chief auditor, was appointed until the 2025 AGM.

§ 14
An updated proposal regarding the Board of Directors' proposal for principles of remuneration and other terms of employment for the company's management team, Appendix 6, was presented.

It was resolved to adopt the proposal. The decision was not unanimous as 5,43 per cent of the shares represented voted against.

§ 15
The AGM resolved to approve the Board's remuneration report, Appendix 7.

§ 16
A proposal for principles governing the appointment of the Nominating Committee, Appendix 8, was presented. It was resolved to adopt the proposal.

§ 17
The Board of Directors' proposal to authorise the Board to buy back shares and transfer treasury shares to

other parties, Appendix 9, and the statement of the Board of Directors pursuant to Chapter 19, Section 22 of the Swedish Companies Act, Appendix 9, was presented.

It was resolved by required majority, i.e. the approval of a majority of at least two thirds of both the votes cast and the shares represented at the meeting, to adopt the proposal. The decision was not unanimous as 0.71 per cent of the shares represented voted against.

§ 18
The Board of Directors' proposal to authorise the Board to approve the issuance of new shares, Appendix 10, was presented.

It was resolved by required majority, i.e. the approval of a majority of at least two thirds of both the votes cast and the shares represented at the meeting, to adopt the proposal. The decision was not unanimous as 0.50 per cent of the shares represented voted against.

§ 19
No other matters had been submitted.

§ 20
The AGM was declared closed.

Minute-taker:

_____
Rolf Larsson

Verified:

_____
Bob Persson

_____
K Göran Hedsberg

APPENDIX 1

Notice to Annual General Meeting of Diös Fastigheter AB (publ)

Shareholders of Diös Fastigheter AB (publ), reg. no: 556501-1771,("Diös" or "The company") are hereby notified of the Annual General Meeting ("AGM"), to be held on Tuesday 16 April 2024 at 1.00 p.m. at Diös headquarters, Hamngatan 14, Östersund.

The following applies at the AGM:

- Registration to the AGM takes place between 12.30 and 12.50 p.m. Coffee is served after the end of the AGM.
- Shareholders may exercise the voting rights at the AGM by voting in advance on the proposals at the meeting. See below for further information.

Right to participate in the AGM:

Shareholders who wish to exercise their voting by postal voting shall;

- be recorded as a shareholder in the share register, kept by Euroclear Sweden AB, (the Swedish Central Securities Depository), on April 8, 2024, and
- give notice of participation with the instructions below or vote in advance, by April 10 2024, at the latest.

Shareholders who have trustee-registered shares should:

- request the bank or broker holding the shares to request temporary owner-registration, so-called voting-right registration, several bank-days prior to April 8, 2024.

Participation

Attend the AGM venue in person. Notice of participation can be submitted via:

- the registration form on our website, www.dios.se, or
- submitted by post to Diös Fastigheter AB, "AGM 2024, Box 188, SE-831 22 Östersund, Sweden.

When giving notice of participation, the shareholder is to state his or her name, personal ID/corporate registration number, their shareholding in Diös and the names of any advisors they wish to attend.

Advance voting

A special form shall be used for advance voting. The form is available through www.dios.se.

The submission of the advance voting form is valid as a notice of participation to the meeting. Shareholders who wish to participate at the AGM venue in person must notify their participation as follows in section Participation above.

Diös Fastigheter owns and develops both commercial and residential properties in prioritized growth cities. With a market value of approx. SEK 31 billion, a portfolio of 359 properties and a lettable area of 1,621,000 sq.m, our vision is to create the most inspiring cities in Sweden. The market extends from Borlänge to Luleå, and the company's head office is in Östersund. Since it started in 2005, the company has had continuous growth in the value of its property portfolio and its shares are listed on NASDAQ OMX Stockholm, Large Cap. Find out more about Diös at www.dios.se

If the shareholder has provided the form with special instructions or conditions, or amended or added in pre-printed text, the vote may be deemed invalid. Only one form per shareholder will be considered. Incomplete or incorrectly completed form may be disregarded.

Further instructions can be found in the advance voting form.

Proxy:
Shareholders who are represented by a proxy shall issue a power of attorney to be enclosed with the notification or the advance vote, along with any registration certificates or other proof of authorisation.

The power of attorney must be dated, and validation cannot, on the day for the AGM, be older than one year, unless a longer term is stated (maximum five years). If the proxy is a legal entity, the registration certificate or other document showing the signatory's eligibility must be attached.

Proposed agenda:

1. Opening of the Meeting.
2. Election of a Chairman for the Meeting.
3. Establishment and approval of the register of shareholders.
4. Approval of the agenda.
5. Election of one or two members to verify the minutes.
6. Determination of whether the meeting has been duly convened.
7. Statement by the Chief Executive Officer ("CEO").
8. Presentation of the Annual Report and the Auditors' Report together with the Consolidated Financial Statement and Consolidated Auditors' Report.
9. Resolutions concerning:
    a. the adoption of the income statement and balance sheet together with the consolidated income statement and consolidated balance sheet,
    b. the appropriation of the company's profit or loss on the basis of the balance sheet adopted,
    c. discharge to the members of the Board and the CEO for their activities during the financial year, and
    d. the record dates, if the AGM approves the profit distribution proposal.
10. Determination of the number of members of the Board and deputy Board members.
11. Approval of the Board of Directors' and the auditor's remuneration.
12. Election of Chairman and members of the Board.
    a. Re-election of Bob Persson as Board member
    b. Re-election of Ragnhild Backman as Board member
    c. Re-election of Peter Strand as Board member
    d. Re-election of Erika Olsén as Board member
    e. Election of Per-Gunnar Persson as Board member
    f. Re-election of Bob Persson as Chairman of the Board

13. Election of auditors.

Diös Fastigheter owns and develops both commercial and residential properties in prioritized growth cities. With a market value of approx. SEK 31 billion, a portfolio of 359 properties and a lettable area of 1,621,000 sq.m, our vision is to create the most inspiring cities in Sweden. The market extends from Borlänge to Luleå, and the company's head office is in Östersund. Since it started in 2005, the company has had continuous growth in the value of its property portfolio and its shares are listed on NASDAQ OMX Stockholm, Large Cap. Find out more about Diös at www.dios.se

14. Approval of policies for remuneration and terms of employment for the members of the senior management.
15. Approval of remuneration report.
16. Approval of policies regarding the composition of the Nominating Committee.
17. Resolution to authorise the Board of Directors to buy back and transfer shares of the company.
18. Resolution to authorise the Board of Directors to resolve on new share issues.
19. Other business.
20. Closing of the meeting.

Proposals

Election of a Chairman for the Meeting (item 2)
The Nominating Committee, consisting of Chairman Björn Rentzhog (AB Persson Invest), Markus Wallentin (Backahill Inter AB), Johannes Wingborg (Länsförsäkring Fondförvaltning AB), Mikael Hallåker (Pensionskassan SHB Försäkringsförening and Bob Persson (Chairman of the Board), proposes Bob Persson as Chairman of the AGM.

Resolution regarding appropriation of the company's profit according to the adopted balance sheet (item 9)
The Board proposes that no payment of dividend will be made for the 2023 financial year and that the entire amount available will be carried forward.

Election of members of the Board of Directors, auditors, remuneration, etc. (items 10-13)
The Nominating Committee proposes;

- to appoint five regular Board members with no deputies,
- to re-elect existing board members, Bob Persson, Ragnhild Backman, Peter Strand, Erika Olsén and Per-Gunnar Persson. Tobias Lönnevall has declined re-election.
- to re-elect Bob Persson as Chairman of the Board,
- that Director's fees to be unchanged and be paid to the Board of Directors in a total amount of SEK 1,260,000:
    - SEK 420,000 (400 000) to the Chairman of the Board, and
    - SEK 210,000 (200 000) to each non-executive Board member,
- as for auditor in, accordance with the audit committee's recommendation, re-elect Deloitte AB. Deloitte has informed that authorised auditor Kent Åkerlund will be new responsible auditor, and
- to remunerate the auditors on the basis of approved invoices.

Resolution regarding principles for remuneration and other terms of employment for Senior management (item 14)
The Board of Directors proposes, after preparation by the Remuneration Committee, following guidelines for remuneration of Senior management. Senior management includes the CEO and other members of Executive management. Remuneration and benefits to the CEO are decided by the company's Board of

Directors. Remuneration to other senior executives is decided by the CEO in consultation with the company's Board of Directors.

To successfully implement its business strategy and safeguard its long-term interests, the company needs to be able to recruit and retain qualified employees. The remuneration offered to employees must be competitive and in line with market levels and reflect the employee's responsibilities and authority. Variable cash remuneration covered by these guidelines shall aim to promote the company's business strategy and long-term interests.

In addition to a fixed cash salary, incentive schemes offering the possibility of variable cash compensation may be offered to the company's senior executives. The performance period for the criteria for the payment of variable cash remuneration shall be measurable over a period of one or more years.

The outcome of the incentive scheme must depend on the extent to which predefined goals have been achieved in the course of the company's operations, as well as goals tied to the share's development and sustainability objectives. The predefined goals must have a clear connection to the business strategy and Diös' long-term value-creating process, including its sustainability management activities. The short-term and long-term variable remuneration for a senior executive can amount to a maximum of four monthly salaries per year. For a share of the net outcome of variable cash remuneration, senior executives are encouraged to invest in Diös shares. Share-based payments are not permitted.

The CEO is entitled to a company car, apartment and insurance and retirement benefits in accordance with the ITP scheme applicable during the period of employment. Individual investment options are available. Insurance and pension premiums are based on cash salary only. The retirement age for the CEO is 65 years. The period of notice given by the company to the CEO is 12 months. The period of notice given by the CEO to the company is 4 months. Remuneration during a period of notice is deducted from income from another employer. Other senior executives are entitled to a company car. During the period of employment with the company, other executives are entitled to insurance and pension benefits in accordance with the ITP scheme applicable at the time. Individual investment options are available. Insurance and pension premiums are based on cash salary only. The retirement age for other senior executives is 65 years. The contracts of other members of Group management are terminable by either party on three to six months' notice.

Presentation and approval of remuneration report (item 15)
The Board of Directors has prepared a remuneration report on paid and outstanding remuneration that is covered by the company's remuneration guidelines in accordance with the Remuneration Rules of the Swedish Companies Act and Swedish Corporate Governance Board's remuneration rules. The Board proposes that the AGM approves the remuneration report. More information and the remuneration report in its entirety can be found on the company's website, www.dios.se.

Resolution regarding approval of policies regarding the composition of the Nominating Committee (item 16)
The Nominating Committee proposes that a new Nominating Committee for the 2025 AGM be

appointed in the same manner as for the present AGM, i.e. that the Committee be appointed no later than six months before the AGM and consist the Chairman of the Board and one representative of each of the four largest shareholders of Diös based on the last known shareholdings at 31 August 2024.

Resolution to authorize the Board of Directors to buy back and transfer shares of the company (item 17)

The Board of Directors proposes that the Meeting authorise the Board, for a period ending no later than at the next AGM, to on one or more occasions buy back shares in the company and transfer the company's shares to other parties. Share buybacks are subject to a limit of 10 per cent of the total number of shares outstanding at any time. Acquisitions may be effected on the Nasdaq Exchange Stockholm at a price per share that is within the registered span of share prices at the particular time. All of the treasury shares held by the company at the time of the Board of Directors' decision may be transferred. The shares may be transferred either on Nasdaq Stockholm or in another manner, disapplication of the pre-emption rights of existing shareholders, at a price per share that is within the registered spread of share prices at the particular time. Payment for transferred shares may take the form of in cash, in kind or by offset of a claim on the company or in another manner subject to terms and conditions. The purpose of the authorisations described above is to ensure that the company is able to continually adapt its capital requirements and thereby increase shareholder value, and to ensure that the company is able to transfer shares as payment for or to fund any future property or corporate acquisitions.

Resolution to authorize the Board of Directors to resolve on new share issues (item 18)

The Board of Directors proposes that the AGM resolve to authorise the Board during the period up to the next AGM, to decide, on one or several occasions, to issue new shares with or without pre-emption rights for existing shareholders. The number of shares issued under the authorization may not exceed ten (10) percent of the company's share capital at the time of the Board's first decision to issue new shares under the authorisation. The purpose of the authorisation is to enable the company to strengthen its financial position and/or create a larger liquidity buffer for financing commitments. The issuance of shares under the authorisation must be made on market terms.

More information

Annual report, auditor's report, remuneration report and complete proposals together with statements according to the Swedish Companies Act, including the auditor's statement, proxy forms and advanced voting form will be available at the head office no later than three weeks before the AGM and can be distributed to shareholders on request. All documents will also be available on our website, www.dios.se.

Number of shares and votes

At the time of this notice the total number of shares and votes in the company amounts to 141,785,165. The company currently holds 354,218 treasury shares.

Shareholders right to request information

The shareholders have the right request information from the Board of Directors or the CEO regarding the financial situation and items on the AGM agenda. The Board of Directors or the CEO shall disclose

such information if the Board is of the opinion that it can occur without any significant damage to the Company. Requests for such information must be submitted in writing to Diös no later than ten days before the AGM i.e. no later than April 6, 2024, to Diös Fastigheter AB, "AGM 2024", Box 188, SE-831 22 Östersund or by e-mail to osa@dios.se.

Processing of personal data

For information on how your personal data is processed, please see: https://www.dios.se/English/gdpr/ and www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf

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Östersund March 2024

Diös Fastigheter AB (publ)
The Board of Directors

For further information, please contact:

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E-post: johan.dernmar@dios.se

Diös Fastigheter owns and develops both commercial and residential properties in prioritized growth cities. With a market value of approx. SEK 31 billion, a portfolio of 359 properties and a lettable area of 1,621,000 sq.m, our vision is to create the most inspiring cities in Sweden. The market extends from Borlänge to Luleå, and the company's head office is in Östersund. Since it started in 2005, the company has had continuous growth in the value of its property portfolio and its shares are listed on NASDAQ OMX Stockholm, Large Cap. Find out more about Diös at www.dios.se

ADVANCE VOTING

APPENDIX 2

Röstinstruktioner vid Diös Årsstämma, 16 april 2024

	2.	3.	4.	5.	6.	9 a.	9 b.	9. c 1.	9. c 2.	9. c 3.
Antal avgivna röster	15 269 595	15 269 595	15 269 595	15 269 595	15 269 595	42 678 966	42 727 892	42 674 481	42 674 481	42 674 481
Dessas andel av totala röster	10,77%	10,77%	10,77%	10,77%	10,77%	30,10%	30,14%	30,10%	30,10%	30,10%
Antal aktier för vilka röster avgetts	15 661 172	15 661 172	15 661 172	15 661 172	15 661 172	44 161 238	44 210 164	44 156 753	44 156 753	44 156 753
Dessas andel av totala kapitalet	11,05%	11,05%	11,05%	11,05%	11,05%	31,15%	31,18%	31,14%	31,14%	31,14%
Ja (röster)	15 269 595	15 269 595	15 269 595	15 269 595	15 269 595	42 678 966	42 727 892	42 674 481	42 674 481	42 674 481
Ja % av avgivna röster	100,00%	100,00%	100,00%	100,00%	100,00%	100,00%	100,00%	100,00%	100,00%	100,00%
Ja (aktier)	15 661 172	15 661 172	15 661 172	15 661 172	15 661 172	44 161 238	44 210 164	44 156 753	44 156 753	44 156 753
Ja % av företrädda aktier	16,70%	16,70%	16,70%	16,70%	16,70%	47,08%	47,13%	47,07%	47,07%	47,07%
Nej (röster)	0	0	0	0	0	0	0	0	0	0
Nej % av avgivna röster	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%
Nej (aktier)	0	0	0	0	0	0	0	0	0	0
Nej % av företrädda aktier	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%
Bordlägg (röster)	0	0	0	0	0	0	0	0	0	0
Bordlägg % av avgivna röster	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%
Bordlägg (aktier)	0	0	0	0	0	0	0	0	0	0
Bordlägg % av samtliga aktier	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%
Avstår (röster)	27 458 297	27 458 297	27 458 297	27 458 297	27 458 297	48 926	0	53 411	53 411	53 411
Avstår % av företrädda röster	29,74%	29,74%	29,74%	29,74%	29,74%	0,05%	0,00%	0,06%	0,06%	0,06%
Avstår (aktier)	28 548 992	28 548 992	28 548 992	28 548 992	28 548 992	48 926	0	53 411	53 411	53 411
Avstår % av företrädda aktier	30,43%	30,43%	30,43%	30,43%	30,43%	0,05%	0,00%	0,06%	0,06%	0,06%

Röstinstruktioner vid Diös Årsstämma, 16 april 2024

	9. c 4.	9. c 5.	9. c 6.	9. c 7.	9. d.	10.	11.	12. a.	12. b.	12. c.	12. d.	12. e.	12. f.
Antal avgivna röster	42 674 481	42 674 481	42 674 481	42 674 481	42 727 892	42 727 892	42 727 892	42 620 220	42 727 892	42 727 892	42 727 892	42 727 892	42 620 220
Dessas andel av totala röster	30,10%	30,10%	30,10%	30,10%	30,14%	30,14%	30,14%	30,06%	30,14%	30,14%	30,14%	30,14%	30,06%
Antal aktier för vilka röster avgetts	44 156 753	44 156 753	44 156 753	44 156 753	44 210 164	44 210 164	44 210 164	44 102 492	44 210 164	44 210 164	44 210 164	44 210 164	44 102 492
Dessas andel av totala kapitalet	31,14%	31,14%	31,14%	31,14%	31,18%	31,18%	31,18%	31,11%	31,18%	31,18%	31,18%	31,18%	31,11%
Ja (röster)	42 674 481	42 674 481	42 674 481	42 674 481	42 727 892	42 727 892	42 614 346	37 151 177	41 797 561	42 122 162	42 122 162	42 621 194	37 151 177
Ja % av avgivna röster	100,00%	100,00%	100,00%	100,00%	100,00%	100,00%	99,73%	87,17%	97,82%	98,58%	98,58%	99,75%	87,17%
Ja (aktier)	44 156 753	44 156 753	44 156 753	44 156 753	44 210 164	44 210 164	44 096 618	38 241 872	42 888 256	43 604 424	43 604 424	44 103 468	38 257 956
Ja % av företrädda aktier	47,07%	47,07%	47,07%	47,07%	47,13%	47,13%	47,01%	40,77%	45,72%	46,48%	46,48%	47,02%	40,78%
Nej (röster)	0	0	0	0	0	0	113 546	5 469 043	930 331	605 730	605 730	106 698	5 469 043
Nej % av avgivna röster	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,27%	12,83%	2,18%	1,42%	1,42%	0,25%	12,83%
Nej (aktier)	0	0	0	0	0	0	113 546	5 860 620	1 321 908	605 730	605 730	106 698	5 844 536
Nej % av företrädda aktier	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,12%	6,25%	1,41%	0,65%	0,65%	0,11%	6,23%
Bordlägg (röster)	0	0	0	0	0	0	0	0	0	0	0	0	0
Bordlägg % av avgivna röster	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%
Bordlägg (aktier)	0	0	0	0	0	0	0	0	0	0	0	0	0
Bordlägg % av samtliga aktier	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%
Avstår (röster)	53 411	53 411	53 411	53 411	0	0	0	107 672	0	0	0	0	107 672
Avstår % av företrädda röster	0,06%	0,06%	0,06%	0,06%	0,00%	0,00%	0,00%	0,12%	0,00%	0,00%	0,00%	0,00%	0,12%
Avstår (aktier)	53 411	53 411	53 411	53 411	0	0	0	107 672	0	0	0	0	107 672
Avstår % av företrädda aktier	0,06%	0,06%	0,06%	0,06%	0,00%	0,00%	0,00%	0,11%	0,00%	0,00%	0,00%	0,00%	0,11%

Röstinstruktioner vid Diös Årsstämma, 16 april 2024

	13.	14.	15.	16.	17.	18.
Antal avgivna röster	42 727 892	42 260 500	42 727 892	42 727 892	42 591 930	42 727 892
Dessas andel av totala röster	30,14%	29,81%	30,14%	30,14%	30,04%	30,14%
Antal aktier för vilka röster avgetts	44 210 164	43 742 772	44 210 164	44 210 164	44 074 202	44 210 164
Dessas andel av totala kapitalet	31,18%	30,85%	31,18%	31,18%	31,09%	31,18%
Ja (röster)	42 590 697	37 555 710	38 579 197	42 621 194	41 925 674	42 260 500
Ja % av avgivna röster	99,68%	88,87%	90,29%	99,75%	98,44%	98,91%
Ja (aktier)	44 072 969	38 646 405	39 669 892	44 103 466	43 407 946	43 742 772
Ja % av företrädda aktier	46,98%	41,20%	42,29%	47,02%	46,27%	46,63%
Nej (röster)	137 195	4 704 790	4 148 695	106 698	666 256	467 392
Nej % av avgivna röster	0,32%	11,13%	9,71%	0,25%	1,56%	1,09%
Nej (aktier)	137 195	5 096 367	4 540 272	106 698	666 256	467 392
Nej % av företrädda aktier	0,15%	5,43%	4,84%	0,11%	0,71%	0,50%
Bordlägg (röster)	0	0	0	0	0	0
Bordlägg % av avgivna röster	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%
Bordlägg (aktier)	0	0	0	0	0	0
Bordlägg % av samtliga aktier	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%
Avstår (röster)	0	467 392	0	0	135 962	0
Avstår % av företrädda röster	0,00%	0,51%	0,00%	0,00%	0,15%	0,00%
Avstår (aktier)	0	467 392	0	0	135 962	0
Avstår % av företrädda aktier	0,00%	0,50%	0,00%	0,00%	0,14%	0,00%

VALID ELECTORAL REGISTER

In the minutes from the Annual General Meeting ("AGM") Appendix 3 "Valid electoral register" is left out referring to the Swedish Corporate Governance Code.

RESOLUTIONS ON DISPOSITIONS

THE PROPOSAL OF THE BOARD OF DIRECTORS

In its proposed dispositions in respect of the company's profit or loss the Board proposes that no payment of dividend will be made for the 2023 financial year and that the entire amount available will be carried forward as follows:

Proposed allocation of profits	
Retained earnings	SEK 2,376,907,558
Profit for the year	SEK -16,247,358
Total	**SEK 2,360,660,200**
Carried forward	**SEK 2,360,660,200**

DIÖS FINANCIAL POSITION

Diös financial targets was:

- a return on equity which exceeds 12 per cent;
- an equity/assets ratio over 35 per cent;
- a loan-to-value ratio not exceeding 55 per cent.

For 2023, the targets for loan-to-value ratio was reached.

REASONED OPINION OF THE BOARD OF DIRECTORS

By reference to the aforesaid, the Board of Directors considers that the proposed allocation of profits creates the most favourable situation for the owners and the company at present given the new financial conditions.

FEES TO THE BOARD OF DIRECTORS AND AUDITORS

The Nominating Committee, consisting of the following representatives with indication of which owner they represent,

Björn Rentzhog, Chairman of the Nominating Committee (AB Persson Invest),

Markus Wallentin (Backahill Inter AB),

Johannes Wingborg (Länsförsäkring Fondförvaltning AB),

Mikael Hallåker (Pensionskassan SHB Försäkringsförening), and

Bob Persson (Chairman of the Board, AB Persson Invest),

proposes the following:

ITEM 11 – FEES TO THE BOARD OF DIRECTORS AND AUDITORS

That the remuneration to the Board of Directors totals SEK 1,260,000 (1 400 000), of which SEK 420,000 is paid to the Chairman of the Board and SEK 210,000 to each of the other members.

The proposed fee to the auditors is paid according to approved invoice.

POLICIES FOR REMUNERATION AND OTHER TERMS OF EMPLOYMENT FOR MANAGEMENT

Senior management includes the CEO and other members of Executive management. The Board of Directors proposes following guidelines for remuneration of Senior management:

Remuneration and benefits to the CEO are decided by the company's Board of Directors. Remuneration to other senior executives is decided by the CEO in consultation with the company's Board of Directors. Variable incentive compensation plans may exist for the company's Senior executives will depend on the extent to which pre-established goals have been met within the framework of the company's operations. No share-based compensation occurs. Variable compensation is capped at four month's salaries.

The CEO is entitled to a company car, apartment and insurance and retirement benefits in accordance with the ITP scheme applicable during the period of employment. Individual investment options are available. Insurance and pension premiums are based on cash salary only. The retirement age for the CEO is 65 years. Benefits, excluding pensions, may amount to a maximum of 20 per cent of fixed cash salary. The period of notice given by the company to the CEO is 12 months. The period of notice given by the CEO to the company is 4 months. Remuneration during a period of notice is deducted from income from another employer.

Other senior executives are entitled to a company car. During the period of employment with the company, other executives are entitled to insurance and pension benefits in accordance with the ITP scheme applicable at the time. Individual investment options are available. Insurance and pension premiums are based on cash salary only. The retirement age for other senior executives is 65 years. Benefits, excluding pensions, may amount to a maximum of 15 per cent of fixed cash salary. The contracts of other members of Group management are terminable by either party on three to six months' notice.

Diös has a profit-sharing foundation for all its employees. Provision to the profit-sharing foundation is based on a combination of the profit, return on equity and dividend and is capped at SEK 30,000 per year per employee.

REIMBURSEMENT REPORT 2023

Introduction

This report describes how the guidelines for remuneration of senior executives for Diös Fastigheter AB (publ), adopted by the 2023 Annual General Meeting, were applied during 2023. The report also contains information on the remuneration of the CEO. The report has been prepared in accordance with the Swedish Companies Act and the Swedish Corporate Governance Board.

Further information on the remuneration of senior executives can be found in Note 5 (Employees, staff costs and Directors' fees) on page 57 of the 2023 Annual Report. Information on the Remuneration Committee's work during 2023 can be found in the Corporate Governance Report on pages 37-42 in the 2023 Annual Report.

Directors' fees are not included in this report. Such fees are approved annually by the Annual General Meeting and are presented in Note 5 on page 57 of the 2023 Annual Report.

Development in 2023

A summary of the company's overall earnings and development is presented on page 46 of the 2023 Annual Report.

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

To successfully implement its business strategy and safeguard its long-term interests, including its sustainability efforts, the company needs to be able to recruit and retain qualified employees. This requires the company to be able to offer competitive remuneration. The company's remuneration guidelines make it possible for senior executives to be offered a competitive total remuneration. According to the remuneration guidelines, the remuneration to senior executives must be market-based and may consist of the following components: fixed cash salary, variable cash remuneration, pension benefits and other benefits. The variable remuneration paid to the CEO and senior executives is capped at three months' salary. There is no share-based payment.

For 2023, the company followed the applicable remuneration guidelines adopted by the Annual General Meeting. No deviations from the guidelines were made and no deviations were made from the decision-making process that, according to the guidelines, must be applied to determine the remuneration.

The auditor's statement on the company's compliance with the guidelines is available at Diös website no later than three weeks before the 2024 Annual General Meeting. No remuneration to senior executives has been claimed back from the company.

Remuneration of the CEO

Table 1 – Total remuneration to the CEO in 2023 (SEK '000s) *

	Fixed remuneration		Variable remuneration					
Name of the executive (position)	Basic Salary **	Other benefits***	One-year	Long-term	Extraordinary items	Pension benefits	Total remuneration	Share of fixed rep. variable remuneration ****
Knut Rost (CEO)	4,681	481	450	0	0	744	6,356	93/7

* Except for Multiyear variable remuneration, the table presents remuneration that accrues in 2023. Multiyear variable remuneration is recognised in so far as it has been the subject of so-called vesting in 2023. This applies regardless of whether or not the payment has been made in the same year.
** Including holiday pay of SEK 86 thousand
*** Housing benefits, car and fuel benefits and health insurance
**** Pension expenses (column 4), which in their entirety relate to Basic salary and are defined contribution pensions, have been fully recognised as fixed remuneration

During 2023, the CEO's variable remuneration was based on the fulfilment of targets for the occupancy rate and the surplus ratio. For the outcome, the targets have been weighted equally, and the outcome for 2023 corresponds to a target achievement rate totalling 50% of the maximum.

Table 2 – Outcomes for Ordinary Bonus 2023

Name of the executive (position)	Description of criteria attributable to the remuneration component	Relative weighting of performance criteria	a) Measured performance of max b) Actual allocation/remuneration outcome
Knut Rost (CEO)	Occupancy rate	50%	a) 50% b) SEK 150,000
	Surplus ratio	50%	a) 50% b) SEK 300,000

Outstanding variable salary programme

Cash-based long-term remuneration

In 2022, Diös introduced a long-term performance-based cash bonus programme. The programme covers a three-year period, and is offered to 14 participants who hold key positions in the company, including management. The CEO is not included in the programme for 2022. Each participant has the possibility of two (2) monthly salaries in bonuses ("Ordinary bonus") per year, given the fulfilment of certain defined performance criteria.

During a full programme period of three years, this corresponds to a total possibility.
of six (6) monthly salaries in bonus. The participant has the option of two additional monthly salary bonuses ("Extra bonus") conditional on additional performance terms and continued employment at 31 January of the year following the third year of the programme (the payment year).

Ordinary bonuses are earned annually, and the possibility of Extra Bonus is earned over the entire three-year period. Within 90 days of the respective payout, participants must invest at least 50% of the net bonus in Diös shares, which must be held for at least three years from the acquisition date before they can be sold.

The performance criteria for the Ordinary Bonus consist of: (1) Occupancy rate (60% by weight), (2) Surplus ratio (30% by weight) and (3) ESG criteria, consisting of green contracts and primary energy ratios (10% by weight). For the Extra bonus, the performance criteria consist of (1) Development of cash flow per share (50% weight) and (2) Net asset value per share (50% weight).

Comparative information regarding changes in remuneration and the company's earnings

Table 2 - Changes in remuneration and the company's earnings during the last five financial years reported (RR) (SEK '000s)

	RR2023	2023 vs 2022	2022 vs 2021	2021 vs 2020	2020 vs 2019	2019 vs 2018	2018 vs 2017
Remuneration of the CEO	6,356	138(2,2%)	538(9,4%)	341(6,3%)	378(7,6%)	933(23%)	310(8,3%)
Property management income	903,000	-203,089(-18,4%)	+50,938(4,9%)	+72,205 (7,5%)	+5,716 (0.6%)	+58,668(6,6%)	+72,061 (8,8%)
Average remuneration based on the number of FTEs employed* in the parent company	555						

* Excluding members of senior management

PRINCIPLES FOR APPOINTMENT OF THE NOMINATION COMMITTEE

The Nominating Committee proposes that the following principles apply for the appointment of a Nominating Committee for the 2024 Annual General Meeting.

The Nominating Committee's duty shall be to present proposals on the following matters to be submitted for resolution by the AGM:

1. Proposed chairman for the Meeting
2. Proposed Board members
3. Proposed Chairman of the Board
4. Proposed fees to the Board of Directors and the auditor.
5. Proposed auditor
6. Proposed procedure for appointment of the Nominating Committee for the AGM.

The Nominating Committee shall be appointed annually and consist of the Chairman of the Board and one representative of each of the four largest shareholders of Diös Fastigheter AB. The Nominating Committee shall be convened by the Chairman of the Board. The Nominating Committee shall appoint a chairman from among its members, who may not be a member of the Board of Directors. The Managing Director and other members of the management team may not sit on the Nominating Committee.

The names of the persons who will form the Nominating Committee shall be published no later than six months before the AGM each year on the website of Diös Fastigheter AB. If a Committee member steps down from the Nominating Committee before its work has been concluded this member shall be replaced by a representative of the shareholder whose representative has stepped down. If this shareholder is no longer one of the four largest shareholders any new shareholder among the four largest shareholders shall be offered a place on the Nominating Committee.

The Nominating Committee's proposals are consistent with the resolutions adopted at the AGM 2006 - 2023, and were thus applied prior to the 2024 AGM.

AUTHORISATIONS FOR THE BOARD OF DIRECTORS TO BUY BACK AND TRANSFER SHARES OF THE COMPANY

A. The Board of Directors proposes that the AGM resolve to authorise the Board to buy back shares of the company subject to the following terms and conditions:

1. Shares may be purchased on the Nasdaq Exchange Stockholm.
2. Purchases may be made on one or several occasions during the period until the AGM.
3. The number of shares repurchased may not exceed such number as would cause the Group's total holding of treasury shares after the share buybacks to exceed ten (10) per cent of all outstanding shares of the company.
4. Shares may be purchased at a price per share which is within the registered spread at the time of purchase.
5. Repurchased shares of the company must be paid for in cash.

B. The Board of Directors proposes that the AGM resolve to authorise the Board to transfer shares of the company subject to the following terms and conditions:

1. Shares may be transferred on the Nasdaq Exchange Stockholm or in another manner in disapplication of the pre-emption rights of existing shareholders.
2. Transfers of treasury shares may be made on one or several occasions during the period until the next AGM.
3. A transfer of treasury shares may comprise all treasury shares held at the time of the Board's resolution.
4. Transfers of treasury shares on the Nasdaq Exchange Stockholm must be made at a price per share that is within the spread registered at the time of transfer. Where shares are transferred in another manner the transfer shall be made at an estimated market value.
5. Payment for transferred shares must be made in cash, in kind or by offset of a claim on the company or in another manner subject to terms and conditions.

The purpose of the authorisations described in A and B above is to ensure that the company is able to continually adapt its capital requirements and thereby increase shareholder value, and to ensure that the company is able to transfer shares as payment for or to fund any future property or corporate acquisitions. The Board of Directors, or a person appointed by the Board of Directors, shall have the right to make minor adjustments to the decision on authorisation that may prove to be necessary when registering with the Swedish Companies Registration Office.

The statement of the Board of Directors pursuant to Chapter 19, Section 22 of the Swedish Companies Act (2005:551).

The Board of Directors proposes that the Annual General Meeting resolve to authorise the Board to acquire shares up to a maximum of ten (10) per cent of all outstanding shares of the company during the period until the next AGM. The company currently holds 354,218 treasury shares. The total number of issued shares is 141,785,165.

The financial instruments in the Group have been measured at fair value in accordance with Chapter 4, Section 14a of the Swedish Annual Accounts Act. Amounts relating to unrealised gains and losses on financial instruments in the consolidated income statement for 2023 were SEKm -481 and has affected the equity in the Group balance sheet with the same amount. Unrealised gains and losses for properties have been recognised in the income statement and amounts to SEKm -1,393 for 2023.

Based on the grounds described in the Board's statement pursuant to Chapter 18 Section 4 of the Companies Act concerning the proposed dividend, the Board considers that the proposed authorisation is justifiable with regard to the parameters specified in Chapter 17 Section 3 paragraphs two and three of the Companies Act (the precautionary principle)

Consequently, the Board is of the opinion that the proposed authorisation is justifiable with regard to:

1. the requirements imposed by the nature, scope and risks of the business (company and Group) on the size of equity, and
2. the company's and Group's consolidation requirements, liquidity and general position. The Board also takes into consideration that it is incumbent on the Board, in the event that such authorisation is used, to present a new reasoned opinion on whether the share buyback effected in such circumstances is defensible in view of what is stated in Chapter 17, Section 3, paragraphs 2 and 3 of the Companies Act.

The proposal of the Board of Directors described in the present Item requires the approval of a majority of at least two thirds of both the votes cast and the shares represented at the AGM.

AUTHORISATION OF THE BOARD OF DIRECTORS TO RESOLVE ON NEW SHARE ISSUES

The Board of Directors proposes that the AGM resolve to authorise the Board as follows:

1. The Board is authorised, during the period up to the next AGM, to decide, on one or several occasions, to issue new shares with or without pre-emption rights for existing shareholders.
2. The number of shares issued under the authorization may not exceed ten (10) percent of the company's share capital at the time of the Board's first decision to issue new shares under the authorisation.
3. Payment for new shares may be made in the form of a cash or non-cash consideration or in lieu of debt.
4. New shares may be subscribed for in disapplication of the pre-emption rights of existing shareholders. Existing shareholders' pre-emption rights may be disapplied for the purposes specified in Section 5 below.
5. The purpose of the authorisation is to enable the company to strengthen its financial position and/or create a larger liquidity buffer for financing commitments. The issuance of shares under the authorisation must be made on market terms.
6. The Board of Directors, or a person appointed by the Board of Directors, shall have the right to make minor adjustments to the decision on authorisation that may prove to be necessary when registering with the Swedish Companies Registration Office.