Stockholm 1 April 2025

# Notice to attend the Annual General Meeting of INVISIO

The shareholders of INVISIO AB are hereby summoned to the Annual General Meeting held on Tuesday 6 May 2025 at 4.00 p.m (CEST) at IVA Konferenscenter, Grev Turegatan 16, Stockholm, Sweden. Registration will commence at 3.30 p.m (CEST).

The board has decided that shareholders may also exercise their voting right at the Annual General Meeting by postal voting, pursuant to article 10 in INVISIO's articles of association.

# RIGHT TO ATTEND AND NOTICE

Shareholders wishing to attend the Annual General Meeting shall

- be entered in the share register kept by Euroclear Sweden AB on Friday 25 April 2025, and
- give notice of attendance at the meeting no later than Tuesday 29 April 2025.

# Nominee-registered shares

To be entitled to attend the Annual General Meeting, shareholders whose shares are nominee-registered must, in addition to giving notice of attendance to the company, register such shares in their own names so that the shareholder is recorded in the share register as of 25 April 2025. Such registration may be temporary (so called voting rights registration) and can be requested from the nominee in accordance with the nominee's procedures in such time in advance as the nominee determines. Voting rights registrations effected no later than the second banking day after 25 April 2025 will be considered in the preparation of the share register. Shareholders should inform their nominees well in advance before this date.

# Participation at the meeting venue

Shareholders who wish to attend the Annual General Meeting at the meeting venue in person or by proxy must give notice of attendance no later than 29 April 2025. Notice shall be made in writing to the company at address INVISIO AB, "INVISIO Annual General Meeting 2025", c/o Euroclear Sweden AB, P.O. Box 191, SE-101 23 Stockholm, Sweden, bv telephone +46 (0)8-402 91 33 or on Euroclear's website https://anmalan.vpc.se/euroclearproxy. When giving notice please state your name, personal identification number or corporate registration number, address, daytime telephone number, shareholding, and names of proxies or assistants (if any).

Shareholders represented by proxy shall issue a dated and signed power of attorney for the proxy. If the shareholder is a legal entity, a certificate of incorporation or corresponding document, shall be enclosed. In order to facilitate the registration at the general meeting, the power of attorney together with certificate of incorporation and other documents of authority should be provided to the company at the address stated above no later than 29 April 2025. A power of attorney form is available on the company's website www.invisio.com.

Shareholders who wish to exercise their right to postal vote in advance shall do so in accordance with the instructions under the heading "*Participation by postal voting*" below. In case of such postal voting, no further notification is needed.

# Participation by postal voting

Shareholders who wish to participate in the Annual General Meeting by postal voting in advance must give notice of participation by casting their postal vote so that it is received by Euroclear Sweden AB (who administers the forms on behalf of INVISIO) no later than 29 April 2025. A designated form shall be used for postal voting. The form is available on the company's website, <u>www.invisio.com</u>.

The completed voting can be sent either by form e-mail to GeneralMeetingService@euroclear.com with reference "INVISIO Annual General Meeting 2025", or by post to INVISIO AB, "INVISIO Annual General Meeting 2025", c/o Euroclear Sweden AB, P.O. Box 191, SE-101 23 Stockholm, Sweden. Shareholders may also submit postal votes electronically through BankID signing as per instructions available on https://anmalan.vpc.se/euroclearproxy. If a shareholder postal votes by proxy, a power of attorney shall be enclosed with the form. The proxy form is available on the company's website www.invisio.com. If the shareholder is a legal entity, a certificate of incorporation or a corresponding document shall be enclosed with the form. The shareholder may not provide special instructions or conditions in the voting form. If so, the vote (i.e. the postal vote in its entirety) is invalid. Further instructions and conditions are included in the form for postal voting.

Please note that if you wish to attend the Annual General Meeting at the meeting venue in person or by proxy, you are required to register in accordance with the instructions under the heading "*Participation at the meeting venue*" above. This means that giving notice only by postal voting is not sufficient for those who wish to attend the Annual General Meeting at the meeting venue.

# **PROPOSED AGENDA**

- 1. Opening of the meeting.
- 2. Election of Chairman at the meeting.
- 3. Approval of the agenda at the meeting.
- 4. Preparation and approval of the voting register.
- 5. Election of two persons to approve the minutes.
- 6. Examination of whether the meeting has been duly convened.
- 7. Presentation by the CEO.
- 8. Presentation of the annual report and the auditors' report and the consolidated financial statements and the auditors' report for the group.
- 9. Adoption of the income statement and the balance sheet and the consolidated income statement and the consolidated balance sheet.
- 10. Resolution regarding disposition of the company's result in accordance with the adopted balance sheet and setting of the record date in case of dividend.
- 11. Resolution regarding discharge from liability for the members of the board and the CEO.
- 12. Resolution regarding the number of members of the board.
- 13. Determination of the fees to the board members and the auditor.
- 14. Election of the members of the board and the Chairman of the board.
- 15. Determination of number of auditors and election of auditor.
- 16. Presentation of the remuneration report for approval.
- 17. Resolution regarding adoption of a stock option program, issuance of warrants and transfer of warrants.
- 18. Resolution regarding authorisation for the board to resolve to issue new shares.
- 19. Resolution on authorisation for the board to resolve on repurchase of own shares. 20. Closing of the meeting.

# **RESOLUTIONS PROPOSED BY THE NOMINATION COMMITTEE**

# Election of Chairman at the meeting (item 2)

The nomination committee proposes that Annika Andersson is elected as Chairman at the Annual General Meeting.

# Determination of the number of members of the board and election of the members of the board and the Chairman of the board (items 12, 14)

The nomination committee proposes that the board shall remain unchanged with six (6) ordinary members elected by the general meeting with no deputies.

The nomination committee proposes, for the period until the end of the next Annual General Meeting, re-election of the board members Annika Andersson, Martin Krupicka, Ulrika Hagdahl, Charlott Samuelsson, Hannu Saastamoinen, and Nicklas Hansen. The nomination committee proposes that Annika Andersson is re-elected as Chairman of the board.

Further information about the proposed board members is available at <u>www.invisio.com</u>.

#### Determination of the fees to the board members and the auditor (item 13)

The nomination committee proposes that the remuneration to the Chairman of the board shall increase from SEK 750,000 to SEK 790,000 and to each of the other members of the board from SEK 300,000 to SEK 325,000. The nomination committee proposes a remuneration of SEK 150,000 (SEK 145,000) to the Chairman of the audit committee and SEK 65,000 (SEK 63,000) each to two members of the audit committee and SEK 65,000 (SEK 63,000) to the Chairman of the remuneration committee as well as SEK 45,000 (SEK 42,000) to one member of the remuneration committee and a remuneration of SEK 65,000 (SEK 63,000) to the Chairman of the committee for cyber security and SEK 45,000 (SEK 42,000) each to two members of this committee.

The nomination committee recommends that board members shall own shares in the company at a value corresponding to at least one year's board remuneration (excluding committee remuneration).

The nomination committee proposes that remuneration to the auditor shall be paid in accordance with approved invoices.

#### Determination of number of auditors and election of auditor (item 15)

The nomination committee has taken part of the audit committee's presented alternatives and recommendation regarding the election of auditor, which is based on the auditor procurement conducted prior to the Annual General Meeting 2025, which concludes that the nomination committee shall propose that the registered audit firm Öhrlings PricewaterhouseCoopers AB ("**PwC**") is elected as auditor for the period until the end of the Annual General Meeting 2026. PwC has informed INVISIO that they will appoint the authorised public accountant Johan Rönnbeck as auditor-in-charge if PwC is elected as auditor.

#### **RESOLUTIONS PROPOSED BY THE BOARD**

**Resolution regarding disposition of the company's result in accordance with the adopted balance sheet and setting of the record date in case of dividend (item 10)** To the Annual General Meeting's disposal are retained earnings of SEK 121,132,828, share premium of SEK 119,969,278 and the result of the year amounting to SEK 131,580,923, i.e. SEK 372,683,029 in total. The board proposes a dividend of SEK 2.30 per share and that the record date for the dividend shall be Thursday 8 May 2025. If the Annual General Meeting resolves in accordance with the proposal, the dividend is estimated to be paid to

the shareholders around Tuesday 13 May 2025. The remaining amount of the profit is proposed to be carried forward in a new account.

# Presentation of the remuneration report for approval (item 16)

The board proposes that the Annual General Meeting approves the board's report regarding remuneration for the financial year 2024 pursuant to Chapter 8, Section 53 a of the Swedish Companies Act.

# Resolution regarding adoption of a stock option program, issuance of warrants and transfer of warrants (item 17)

The board proposes that the Annual General Meeting resolves on a long-term, share based, incentive program in accordance with items A. - C. (the "**Stock Option Program 2025/2028**"), which materially has the same structure as the stock option programs adopted by the Annual General Meeting in 2023 ("**Stock Option Program 2023/2026**") and by the Annual General Meeting 2022 ("**Stock Option Program 2022/2025**"). An addition in relation to previous years' stock option programs is that the Stock Option Program 2025/2028, in addition to a performance condition linked to INVISIO's share price development, also includes an ESG related performance condition. The ESG related performance condition is linked to INVISIO's efforts to contribute to a safer working environment for users by reducing the risk of hearing damage in high-risk environments, which is achieved through the use of INVISIO's headsets with hearing protection and communication that enhances the personal safety for users (the "**Protective Headsets**").

The objective of the Stock Option Program 2025/2028 is to link a portion of the employees' remuneration to INVISIO's long-term performance and value creation for the shareholders and to INVISIO's long-term sustainability work, which focuses on developing products that are used primarily in the defence, police, and security sector, often in critical and intensive situations, and where INVISIO's products enable effective communication while protecting against hearing damage. The target is to reduce the risk of injury and personal suffering, which also helps to reduce society's costs related to care and compensation for hearing loss and physical injury. Through the Stock Option Program 2025/2028, the long-term interests of the employees are aligned with the interests of the shareholders. In addition, the Stock Option Program 2025/2028 will be an important tool for INVISIO to recruit, retain and motivate the company's employees and the board considers the program beneficial for both INVISIO and its shareholders in the coming years. Board members elected by the general meeting are not allowed to participate in the Stock Option Program 2025/2028.

# A. ADOPTION OF THE PROGRAM

# 1. The Stock Option Program 2025/2028 in brief

All INVISIO group employees shall be entitled to participate in the Stock Option Program 2025/2028.

Based on performance, position and the employee's importance to the INVISIO group, the employees will be granted stock options which entitle the participants to acquire shares in INVISIO during 2028, subject to the terms and conditions of the Stock Option Program 2025/2028 (the "**Stock Options**"). Based on (i) if the participant throughout the entire vesting period of the Stock Option Program 2025/2028, which runs from allotment of Stock Options up to and including 8 May 2028 (the "**Vesting Period**"), with certain exceptions, is employed by the INVISIO group, (ii) to which extent a performance condition relating to INVISO's share price development has been reached during 9 May 2025 – 8 May 2028 (the "**Measurement Period**"), and (iii) to which extent an ESG related performance

condition have been reached during the Measurement Period, the participants will be entitled to acquire shares in INVISIO during the period May – June 2028.

To ensure INVISIO's undertaking to deliver shares to the participants in the Stock Option Program 2025/2028, the board proposes that the Annual General Meeting resolves to issue a maximum of 950,000 warrants (each warrant entitles to subscription for one (1) share in INVISIO) to a wholly-owned Danish subsidiary, INVISIO A/S (the "**Subsidiary**"). To such extent the performance conditions for the Stock Option Program 2025/2028 are met, the warrants shall be exercised to deliver shares in INVISIO to the participants in the Stock Option Program 2025/2028.

# 2. Costs

Pursuant to IFRS 2, the Stock Options are to be recorded as a personnel expense during the Vesting Period and should be reported directly against equity. Based on the assumption of a share price of SEK 420 at the time of allotment and calculated by using the Black & Scholes and Monte Carlo methods, the estimated total reported cost for the Stock Options is approx. SEK 56.5 million for the period 2025/2028.

In the event of a positive price trend, social security costs will arise due to the Stock Options. These costs shall be written off during the tenor of the Stock Options based on the value changes of the Stock Options.

Based on the assumption that all 950,000 Stock Options will be exercised to acquire new shares in INVISIO on 8 May 2028, that the INVISIO share price increases with 30 per cent and outperforms the SIXPRX Index (see definition below in item 5.5) by 20 percentage points, and that the ESG related Growth Target is fully reached (see definition below in item 5.5), the social security costs are estimated to be approx. SEK 9.2 million. The costs are continuously reviewed during the Vesting Period.

# 3. Dilution and effects on important key ratios

Up to 950,000 Stock Options may be issued to the participants in the program. The maximum number of shares in INVISIO which may be subscribed for in the Stock Option Program 2025/2028 is 950,000, corresponding to an increase of the share capital of a maximum of SEK 950,000. Based on the current number of outstanding shares, the maximum dilution resulting from the Stock Option Program 2025/2028 will be approx. 2.0 per cent of outstanding shares and votes, provided that all Stock Options are exercised to acquire new shares in INVISIO. The total dilution resulting from all Stock Options being exercised to acquire new shares in INVISIO in Stock Option Program 2022/2025, Stock Option Program 2023/2026 and Stock Option Program 2025/2028 is approx. 4.9 per cent based on the number of outstanding shares and votes as of today.

The costs and dilution are expected to have only a marginal effect on the key ratios of INVISIO.

# 4. Other share related incentive programs

There are two ongoing share related incentive programs in INVISIO, the Stock Option Program 2022/2025 adopted by the Annual General Meeting 2022 and the Stock Option Program 2023/2026 adopted by the Annual General Meeting 2023.

# 5. Main terms and conditions for the Stock Option Program 2025/2028

#### 5.1 Issuance and allotment of Stock Options

A maximum of 950,000 Stock Options may be allotted to the participants in the Stock Option Program 2025/2028. Allotment will occur on 9 May 2025.

#### 5.2 Participants in the program and allocation

The Stock Options may be allocated to all employees who, at the time of allotment, are permanently employed by the INVISIO group, approx. 286 persons. Persons who, at the time of allotment, have resigned from their employment, or who have been dismissed from their employment by INVISIO, will not be granted Stock Options. Future employees, who have not yet commenced their employment at the time of allotment, may, conditioned upon that the employment commences on 1 December 2025 at the latest, be offered to participate in the Stock Option Program 2025/2028 if the board considers it compatible with the objective of the program.

The participants may be granted the maximum number of Stock Options as stated below.

*Category 1* – CEO may be granted a maximum of 20,000 Stock Options.

*Category* 2 – a maximum of five senior executives, may be granted a maximum of 10,000 Stock Options per person.

*Category 3* – other employees, approx. 280 persons, may be granted a maximum of 5,000 Stock Options per person.

Allotment of Stock Options shall be based on inter alia the participant's performance, position and importance for INVISIO.

No employee is guaranteed to be granted Stock Options.

#### 5.3 Stock Option price and purchase price

The granted Stock Options are received free of charge.

After the Stock Options have been granted and vested, and to the extent the performance conditions for the Stock Options have been reached (see further below in item 5.5), each Stock Option entitles to the acquisition of one (1) share in INVISIO at a price corresponding to the average share price of INVISIO's share during the period 1 - 30 April 2025 (the "**Purchase Price**"). The average share price shall be calculated as the average for each trading day calculated average volume-weighted price paid for the INVISIO share on Nasdaq Stockholm, round off to the nearest full ten öre whereby five öre shall be round off upwards.

#### 5.4 Vesting conditions

If, for whatever reason, a participant's employment with the INVISIO group would come to an end before the end of the Vesting Period, the Stock Options will lapse and cannot be exercised. Only if the participant has been employed by the INVISIO group for at least 36 months at the end of the notice period, and:

- (a) the employment is terminated by INVISIO or any of its subsidiaries for any reason other than due to the participant's breach of the employment agreement, or
- (b) the employment is terminated in INVISIO or any of its subsidiaries by the participant due to a significant breach of the employment agreement by INVISIO or any of its subsidiaries,

the participant shall be entitled to exercise the Stock Options during the Exercise Period.

A participant encompassed by items (a)-(b) above shall, with regard to the Stock Options, be treated as if he/she was still employed by the INVISIO group during the entire Vesting Period.

#### 5.5 Performance conditions

The number of granted Stock Options, which each participant will be entitled to exercise to acquire shares in INVISIO depends on the fulfilment level of two performance conditions; a performance condition related to the share price development of the INVISIO share ("**Performance Condition 1**") and an ESG related performance condition related to the increase in the number of Protective Headsets sold ("**Performance Condition 2**"). The performance conditions are interlinked and weighted as 90 per cent for Performance Condition 1, and 10 per cent for Performance Condition 2, and applies to the Stock Option Program 2025/2028 as follows:

# (a) Performance Condition 1: The share price development of the INVISIO share

The share price development of the INVISIO share (including paid dividends from INVISIO to its shareholders for the period 1 April 2025 – 30 April 2028) during the Measurement Period compared to the SIX Portfolio Return Index ("**SIXPRX**") reference index. SIXPRX displays the average development (including dividends) on Nasdaq Stockholm adjusted for stock fund placement limitations. If Performance Condition 1 is fully reached, it corresponds to 90 per cent of the total number of Stock Options that can be earned under the Stock Option Program 2025/2028. Stock Options under Performance Condition 1 entitle the participant to acquire INVISIO shares as follows:

- 1. In order for all (100 per cent) of the Stock Options related to Performance Condition 1 to entitle the participant to acquire shares in INVISIO it is required that the share price development for INVISIO surpasses SIXPRX with 20 percentage points.
- 2. If the share price development surpasses SIXPRX with 10 percentage points, half (50 per cent) of Stock Options related to Performance Condition 1 will entitle the participant to acquire shares in INVISIO.
- 3. If the share price development for the INVISIO share surpasses SIXPRX with more than 10 but with less than 20 percentage points, the Stock Options will entitle to acquisition of shares in INVISIO on a linear basis between 50 and 100 per cent of Stock Options related to Performance Condition 1.

4. If the share price development in INVISIO does not surpasses SIXPRX with 10 percentage points, all of the Stock Options related to Performance Condition 1 and Performance Condition 2 will lapse.

#### (b) Performance Condition 2: ESG related condition

In order to align the participants' incentives and the shareholders' interests with INVISIO's ESG operations, the Stock Option Program 2025/2028 includes an ESG related performance condition linked to INVISIO's goal of contributing to a safer working environment for users by reducing the risk of hearing damage in high-risk environments. In the absence of specific metrics from end-users, it is proposed to measure the sales of Protective Headsets, as more sold Protective Headsets enable more protected users.

The target for Performance Condition 2 is to increase the number of Protective Headsets sold during the Measurement Period by an average of 10 per cent annually (the " **Growth Target**"). The starting value for the calculation of the Growth Target for the period May 2025 – April 2026 is based on the number of Protective Headsets sold during the period May 2024 – April 2025. The calculation of the Growth Target for the May – April periods 2026, 2027 and 2028 is based on the results of the previous year's May – April period, respectively. Achievement of Performance Condition 2 is calculated as an average and determined following the end of the Measurement Period.

If Performance Condition 2 is fully reached, it corresponds to 10 per cent of the total number of Stock Options that can be vested under the Stock Option Program 2025/2028. Stock Options related to Performance Condition 2 entitle the participant to acquire INVISIO shares as follows:

- 1. In order for all (100 per cent) of the Stock Options related to Performance Condition 2 to entitle the participant to acquire shares in INVISIO it is required that the Growth Target is reached and that not all Stock Options related to Performance Condition 1 lapse (in accordance with item 5.5(a) p. 4 above).
- 2. If the Growth Target is reached by more than 0 but less than 10 per cent, the Stock Options will entitle to acquisition of INVISIO shares on a linear basis between 0 and 100 per cent of the Stock Options related to Performance Condition 2.
- 3. If the Growth Target is reached but all Stock Options related to Performance Condition 1 lapse (in accordance with to item 5.5(a) p. 4 above), all Stock Options related to Performance Condition 2 will lapse.

# 5.6 Exercise

The exercise of Stock Options to acquire new shares in INVISIO may, to the extent Performance Condition 1 and Performance Condition 2 for the Stock Option Program 2025/2028 are reached and the participant has fulfilled the vesting conditions, occur during the period 15 May – 30 June 2028 (the "**Exercise Period**").

The Exercise Period may be postponed if the board deems it suitable.

The Stock Options will automatically lapse and may no longer be exercised at the end of the Exercise Period.

# 5.7 Transfer and pledging

Stock Options are non-transferrable and may not be pledged.

# 5.8 Recalculation

As far as the warrants, which have been issued to secure delivery of shares to the participants in the Stock Option Program 2025/2028, are subject to recalculation according to the terms and conditions for warrants, the Stock Options shall be recalculated accordingly.

Recalculation shall take place in the event of e.g. bonus issues, rights issues, reverse share splits and share splits in accordance with the terms and conditions for warrants 2025/2028, which are available on INVISIO's website.

# 5.9 Change of control

In the event of a change of control in INVISIO, which inter alia includes that someone, directly or indirectly, owns or controls 50 per cent or more of the votes in INVISIO as well as in certain other events, participants have a right to exercise granted Stock Options in advance, i.e. even during the Vesting Period.

# 5.10 Preparation and administration

The Stock Options shall be subject to the provisions of separate agreements with each participant.

The board shall be responsible for preparing the agreements with the participants and the administration of the Stock Option Program 2025/2028, with its primary terms and conditions being in accordance with the resolution by the Annual General Meeting. In connection therewith, the board may make adjustments in order to fulfil specific rules or market conditions. Further, the board may make other adjustments, including to resolve to reduce the number of Stock Options which may be exercised to acquire new shares (wholly or partially) for all employees or certain categories of employees which are encompassed by the Stock Option Program 2025/2028, if significant changes occur in the INVISIO group or on the market that the board considers entailing that the conditions for acquisition of new shares in the Stock Option Program 2025/2028 no longer fulfils the objective of the Stock Option Program 2025/2028.

# **B. ISSUANCE OF WARRANTS**

In order to secure the delivery of shares pursuant to the Stock Option Program 2025/2028, the board of INVISIO proposes that INVISIO, deviating from the shareholders' preferential rights, issues a maximum of 950,000 warrants, Series 2025/2028, entitling to subscription of new shares in INVISIO as follows.

- 1. The warrants shall be issued free of charge. Each warrant shall entitle to subscription of one (1) share in INVISIO, thus, the share capital will increase with maximum SEK 950,000 after full exercise of the warrants.
- 2. With deviation of the shareholders' preferential rights, INVISIO's wholly-owned Danish Subsidiary Invisio A/S shall be entitled to subscribe for the warrants.

- 3. The warrants shall be subscribed for by 8 May 2025 at the latest. The term of subscription may be extended by the board.
- 4. The warrants may be exercised for subscription of shares from the day the warrants are registered with the Swedish Companies Registration Office up to and including 31 December 2028.
- 5. The warrants shall have a subscription price at subscription of new share corresponding to the average share price of the INVISIO share during the period 1 30 April 2025 (i.e. the same price as the Purchase Price, defined in item A). The average share price shall be calculated as the average for each trading day calculated average volume-weighted price paid for the INVISIO share on Nasdaq Stockholm, round off to the nearest full ten öre whereby five öre shall be round off upwards, during a specified period. In the event that a price paid is not available, the bid price listed as the closing price shall be included in the calculation. A day without a listing of a price paid or bid price shall not be included in the calculation.
- 6. The newly issued shares shall entitle to dividend from the first record date for dividend that occurs after the shares have been registered with the Swedish Companies Registration Office.
- 7. The complete terms and conditions for the warrants are available on INVISIO's website and will be registered with the Swedish Companies Registration Office and Euroclear Sweden AB.

The reason for the deviation from the shareholders' preferential rights is that the issuance (and the transfer) ensures delivery of shares to the participants in the Stock Option Program 2025/2028. For an account of the reasons for adopting the Stock Option Program 2025/2028, please see item A.

# C. APPROVAL OF TRANSFER OF WARRANTS

The board proposes that the Subsidiary may transfer/dispose the warrants to the participants or otherwise to third parties for the purpose of delivering shares in INVISIO to the participants in accordance with the terms and conditions of the Stock Option Program 2025/2028. The Subsidiary may only transfer/dispose the warrants for this purpose.

# D. MISCELLANEOUS

# 1. Majority requirements

Resolutions in accordance with the board's proposals are encompassed by Chapter 16 of the Swedish Companies Act (2005:551) and are therefore conditional upon being supported by at least nine tenths of the votes cast and the shares represented at the general meeting.

# 2. Registration

The board of INVISIO further proposes that the board, or the person that the board may appoint, shall be authorised to make the adjustments in the resolution as may be required in connection with registration with the Swedish Companies Registration Office and Euroclear Sweden AB.

# 3. Preparation of the proposal

INVISIO's remuneration committee has initiated and prepared the Stock Option Program 2025/2028 in consultation with external advisors during the last quarter of 2024 and the first quarter of 2025.

# Resolution regarding authorisation for the board to resolve to issue new shares (item 18)

The board proposes that the Annual General Meeting resolves on authorisation for the board to resolve to issue new shares in accordance with the following.

The board shall be authorised to resolve to issue new shares on one or several occasions for the period up to the next Annual General Meeting, to the extent that such new issue can be made without amending the articles of association. An issue may be made with or without deviation from the shareholders' preferential rights. Based on the authorisation, the board may resolve to issue a number of new shares corresponding to a maximum of ten (10) per cent of the total number of outstanding shares in the company at the time of the Annual General Meeting.

The board shall be authorised to resolve on issue where payment is made in cash, by contribution in kind or by way of set-off. A cash issue or issue by way of set-off that takes place with deviation from the shareholders' preferential rights shall be in line with market terms.

The purpose of the authorisation and the reasons for any deviation from the shareholders' preferential rights is to, in a cost-effective manner, enable the raising of capital for expansion, investments and company acquisitions.

Valid resolution in accordance with the board's proposal requires that the proposal has been supported by shareholders holding not less than two thirds of both the votes cast and the shares represented at the general meeting.

# Resolution on authorisation for the board to resolve on repurchase of own shares (item 19)

The board proposes that the Annual General Meeting authorises the board to resolve on repurchase of own shares. If the board resolves to repurchase own shares by virtue of the authorisation, it shall be done on the main terms and conditions set out below.

- Repurchase of shares shall take place on Nasdaq Stockholm, on one or more occasions during the period up until the next Annual General Meeting.
- So many shares may, at the most, be repurchased so that INVISIO's holding does not at any time exceed five (5) per cent of the total number of shares in INVISIO.
- Repurchase of shares on Nasdaq Stockholm may occur at a price per share within the at each time registered share price interval, by which is meant the difference between the highest buying price and the lowest selling price.
- Payment for the shares shall be made in cash.

The purpose of the authorisation is to enable adjustment of INVISIO's capital structure according to the capital requirements from time to time, thereby contributing to an increase in shareholder value.

Valid resolution in accordance with the board's proposal requires that the proposal has been supported by shareholders holding not less than two thirds of both the votes cast and the shares represented at the general meeting.

### **OTHER INFORMATION**

#### Shares and votes

As of the date of this notice, the number of outstanding shares and votes in the company is 45,590,194.

#### Authorisation

The board, or the person that the board appoints, shall be authorised to make the minor adjustments in the Annual General Meeting's resolutions as may be required in connection with registration with the Swedish Companies Registration Office and Euroclear Sweden AB.

#### Documentation

The accounting documents, the auditor's statement and other documents that shall be made available pursuant to the Swedish Companies Act and the Swedish Code of Corporate Governance, will be made available for the shareholders at the company and on the company's website, <u>www.invisio.com</u>, from no later than 15 April 2025 and will be sent to any shareholder who requests the documents and provide their postal or e-mail address.

The documents can be requested in writing at the address INVISIO AB, Att: Annual General Meeting 2025, P.O. Box 151, SE-201 21 Malmö, Sweden or by e-mail: bolagsstamma@invisio.com.

#### Shareholders' right to request information

The board and the CEO shall, if any shareholder so requests and the board believes that it can be done without material harm to the company, provide information regarding circumstances that may affect the assessment of an item on the agenda, circumstances that may affect the assessment of the company's or its subsidiaries' financial situation, the company's relationship to another group company and the consolidated financial statements. Shareholders who wish to submit questions beforehand may do so in writing to INVISIO AB, Att: Annual General Meeting, P.O. Box 151, SE-201 21 Malmö, Sweden or by e-mail to bolagsstamma@invisio.com.

#### Personal data processing

For information on how your personal data is processed, please see <u>https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf</u>.

Stockholm in April 2025

# **INVISIO AB (publ)**

The Board of Directors

# For more information, please contact:

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#### About INVISIO AB (publ)

INVISIO develops and sells advanced communication systems that provide hearing protection and enable professionals in noisy and mission critical environments to communicate and operate effectively. The company's two brands, INVISIO and Racal Acoustics, combine expertise in acoustics and human hearing with broad engineering knowledge in software, materials technology and interfaces. Sales are via the head office in Copenhagen and sales offices in the USA, France, the UK, Italy and Thailand, as well as via a global network of partners and resellers. INVISIO's registered office is in Stockholm, Sweden, and the company's share is listed on Nasdaq Stockholm (IVSO). Read more at <u>www.invisio.com</u>.