

AFRY gives notice to the Annual General Meeting

The shareholders of AFRY AB (publ) are hereby given notice to the Annual General Meeting (the "AGM") on Thursday 27 April 2023 at 14:00 (CEST) at the company's head office at Frösundaleden 2A, Solna, Sweden. Registration starts at 13:30 (CEST).

The notice, including the Board's and the Nomination Committee's complete proposals to the AGM, is attached to this press release. The notice document is also available at www.afry.com.

The shareholders may also exercise their voting rights at the AGM by postal voting in accordance with the provisions of AFRY's Articles of Association.

Materials from the AGM, such as the President and CEO's presentation and presentation material available at the AGM, will be available at www.afry.com the day after the AGM.

Right to participate

Shareholders who wish to participate in the AGM

shall be recorded in the presentation of the share register prepared by Euroclear Sweden concerning the circumstances on Wednesday 19 April 2023, and

shall give notice of participation no later than Friday 21 April 2023.

Shareholding in the name of a nominee

To be entitled to participate in the AGM, shareholders whose shares are registered in the name of a nominee must, in addition to give notice to participate, re-register such shares in their own name so that the shareholder is recorded in the presentation of the share register as of Wednesday 19 April 2023. Such re-registration may be temporary (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 by the nominee no later than on Friday 21 April 2023, will be considered in the presentation of the share register.

Participation by attending the meeting venue

Shareholders who wish to participate in the AGM by attending the meeting venue in person or by proxy must give notice of participation no later than Friday 21 April 2023. Notice of attendance can be done via the company's website www.afry.com/agm, by e-mail to GeneralMeetingService@euroclear.com, by telephone +46 (0) 8 402 58 73 weekdays 09:00–16:00, or by regular mail to: AFRY AB, "AGM", c/o Euroclear Sweden AB, P.O. Box 191, SE-101 23 Stockholm, Sweden. Shareholders shall in their notice to participate state their full name, personal identification number or company registration number, address and telephone number, and advisors, if applicable. Shareholders who are represented by a proxy or a representative should send documents of authorization to the address above well in advance of the AGM. A template proxy form is available on the company's website www.afry.com/agm.

Participation by postal voting

Shareholders who wish to participate in the AGM by postal voting in advance must give notice of participation by casting their postal vote so that the postal vote is received by Euroclear Sweden AB (administering the forms on behalf of AFRY) no later than Friday 21 April 2023. A special form shall be used for postal voting. The postal voting form is available on the company's website www.afry.com/agm.

The postal voting form can be submitted either by email to GeneralMeetingService@euroclear.com, or by post to AFRY AB, "AGM", c/o Euroclear Sweden AB, P.O. Box 191, SE-101 23 Stockholm, Sweden. Shareholders may also cast their postal votes digitally through verification with BankID as per instructions available on <https://anmalan.vpc.se/euroclearproxy>. If the shareholder postal votes by proxy, a power of attorney shall be enclosed to the postal voting form. A template proxy form is available on AFRY's website www.afry.com/agm. If the shareholder is a legal entity, a certificate of incorporation or a corresponding document shall be enclosed to the postal voting form. Further instructions are included in the postal voting form and on Euroclear Sweden AB's website <https://anmalan.vpc.se/euroclearproxy>.

Please note that if you wish to participate in the AGM by attending the meeting venue in person or by proxy, you must notify this in accordance with the instructions under the heading *Participation by attending the meeting venue* above. This means that it is not sufficient for those who wish to attend the meeting venue to give notice of participation by postal voting only.

Proposed agenda

- 1 Opening of the AGM.
- 2 Election of Chair of the AGM.
- 3 Election of minutes checker.
- 4 Preparation and approval of the voting list.
- 5 Approval of the agenda.
- 6 Determination of whether the AGM has been duly convened.
- 7 Presentation of the Annual Report and the Auditor's Report as well as the consolidated financial statements and the Auditor's Report on the consolidated financial statements.
- 8 Presentation by the President and CEO.
- 9 Statement by the Chairman of the Board of Directors.
- 10 Resolution on the adoption of the parent company's Income Statement and Balance Sheet and the consolidated Income Statement and the consolidated Balance Sheet.
- 11 Resolution on the discharge from liability of the members of the Board of Directors and the Chief Executive Officer.
- 12 Presentation of the Board of Directors' Remuneration Report for approval.
- 13 Resolution on the treatment of the company's earnings as stated in the adopted Balance Sheet and on the record day for payment of the dividend.
- 14 The Nomination Committee's statement and proposals - election of the Board of Directors etc.
 - 14a Determination of the number of Board members and deputy Board members to be elected by the AGM.
 - 14b Resolution regarding remuneration to the Board of Directors and the Auditors.
 - 14c Election of Board members and any deputy Board members.

- 14d Election of the Chairman of the Board of Directors.
- 14e Election of Auditors and any deputy Auditors.
- 15 Resolution regarding a performance-based long-term cash programme for 2023.
- 16 Resolution regarding authorisation for the Board of Directors to resolve on new issue of shares.
- 17 Closing of the AGM.

For further information, please contact:

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AFRY is a European leader in engineering, design, and advisory services, with a global reach. We accelerate the transition towards a sustainable society.

We are 19,000 devoted experts in infrastructure, industry, energy and digitalisation, creating sustainable solutions for generations to come.

Making Future