

Proposed resolutions on (A) the implementation of a long-term performance share plan (Performance Share Plan 2026), (B) authorisation for the Board of Directors to resolve on acquisition of shares, (C) authorisation for the Board of Directors to transfer shares to the participants in the Performance Share Plan 2026 and (D) authorisation to transfer shares to cover social security contributions and other costs

The Board of Directors (“**Board**”) of Lindab International AB (publ) (reg. no. 556606-5446) (“**Lindab**” or “**Company**” and together with its subsidiaries, the “**Group**”) proposes that the Annual General Meeting 2026 resolves on (A) the implementation of a long-term performance share plan (“**Performance Share Plan 2026**”), (B) the acquisition of shares for the purposes of the plan, (C) transfer of shares to the participants in the Performance Share Plan 2026 and (D) transfer of shares to a third party to secure payment of social security contributions and other costs arising from the Performance Share Plan 2026.

The resolution under item A is conditional upon the Annual General Meeting also resolving on share delivery and hedging arrangements under items B, C and D.

Background and rationale

Lindab has historically issued call options to incentivize the management and key employees. The Board now proposes transitioning to a performance-based model to better align the Company’s long-term incentive structure with current market expectations and ensure international applicability. This shift from call options to a performance share plan provides a more stable, global framework for rewarding long-term value creation. By linking the vesting of shares to specific performance conditions, the plan aligns the interests of key employees with those of the shareholders, strengthening commitment to the Company’s strategic objectives. To foster a long-term ownership culture, the program requires each participant to make a personal investment in Lindab shares at the outset of the plan, ensuring that the key employees and shareholders share both the risks and the rewards of the Company’s future development. The Board considers that the Performance Share Plan 2026, as set out below, is fair and beneficial to the Company and its shareholders.

The Board proposes, in view of the above, that the Annual General Meeting 2026 resolves on the implementation of the Performance Share Plan 2026 in accordance with the principal terms and conditions set out in item A, as well as related share delivery and hedging arrangements in accordance with items B, C and D.

A. The Board of Directors' proposal for a resolution on implementation of the Performance Share Plan 2026

Participants in the Performance Share Plan 2026

The Performance Share Plan 2026 is proposed to be directed to a total of not more than fifty (50) individuals divided into three categories:

- The CEO (one (1) individual),
- Members of the Group Management Team and Extended Management Team (fifteen (15) individuals), and
- Other key employees (thirty-four (34) individuals).

Investment requirement

Participation in the Performance Share Plan 2026 is conditional upon the participant making a personal investment in Lindab shares at the beginning of the plan and allocating those shares to the Performance Share Plan 2026 ("**Investment Shares**"). The minimum and maximum investment amounts are defined as a percentage of the participant's annual base salary and are differentiated between participant categories as set out below.

Participant category	Minimum and maximum investment % out of annual base salary
The CEO	5% or 10%
Members of the Group Management Team and Extended Management Team	5% or 10%
Other key employees	2.5% or 5%

The Investment Shares will be purchased from the stock market in June 2026 before the start of the Company's closed period. Investment Shares will be purchased as a block transaction by the plan administrator and then distributed pro rata at an average share price used in the purchases to the participants. The share price to be used in the distribution of the acquired shares will be the average share price for which the shares were acquired from the stock market. As many shares as possible will be purchased for the participants using the invested cash amounts. If there is any leftover cash after the share purchases, it will be returned to the participants pro rata, as only whole shares can be purchased.

The invitations to participate in the Performance Share Plan 2026 will be sent as soon as practicably possible after the Annual General Meeting 2026. Participants must transfer the investment amounts to the plan administrator before the share purchases in June 2026.

Performance Share allocations

The participants will have the right to receive shares from Lindab, free of charge, subject to the fulfilment of certain performance conditions (“**Performance Shares**”). The number of Performance Shares to which the participant is entitled to will be determined based on the number of Investment Shares purchased and held by the participant, multiplied by a certain multiplier. The multipliers are differentiated between participant categories as set out below.

Participant category	Maximum Performance Share allocation
The CEO	Four (4) Performance Shares for each Investment Share (1:4)
Members of the Group Management Team and Extended Management Team	Three (3) Performance Shares for each Investment Share (1:3)
Other key employees	Two (2) Performance Shares for each Investment Share (1:2)

A participant will only be eligible to receive Performance Shares if:

- the Investment Shares are retained by the participant during a period starting in June 2026 and ending immediately following the day of announcement of the interim financial report for the second quarter of 2029 (“**Vesting Period**”),
- the participant has remained employed by the Group during the Vesting Period, with certain exceptions for customary “Good Leaver” situations (e.g. retirement, disability, death) in which the allocation of Performance Shares will be proportionally adjusted for the time served during the Vesting Period; and
- the Performance Conditions, as set out below, are fulfilled.

Allotment of Performance Shares will, if the conditions are fulfilled, take place as soon as practicably possible following the expiration of the Vesting Period.

Since the number of Performance Shares that will be allocated depends on the participants’ level of personal investment and the fulfilment of the Performance Conditions (as set out below), the exact number of shares that will be allocated is not known at the time of the Annual General Meeting 2026. To limit the costs of the Performance Share Plan 2026, the Board proposes that the maximum number of shares that may be transferred under the Performance Share Plan 2026 shall be limited to 172,520 shares, representing approximately 0.22 % of the total number of outstanding shares and votes in Lindab. Of this total,

- a maximum of 134,438 shares may be transferred to participants free of charge upon the expiration of the Vesting Period (item C below), out of which the CEO

may be allocated a maximum of 26,060 shares, members of the Group Management Team and Extended Management Team in total may be allocated a maximum of 69,210 shares, and other key employees in total may be allocated a maximum of 39,168 shares; and

- a maximum of 38,082 shares may be transferred to secure the payment of social security contributions and other costs (item D below).

The maximum number of shares is calculated using the volume-weighted average share price of the Lindab share between 3 March 2026 and 31 March 2026 of SEK 156.89, amounting to a total of 111,466 shares, added with a buffer of 22,972 shares to ensure an adequate share amount in case the share price decreases before the Investment Shares are purchased.

Performance Conditions

The number of Performance Shares allocated to the participants after expiration of the Vesting Period may amount to between 0% and 100% of the maximum Performance Share allocation, depending on the achievement of certain Total Shareholder Return (“**TSR**”) levels over a three-year measurement period (“**Performance Conditions**”).

TSR is measured as the increase in the volume-weighted average price paid (“**VWAP**”) for the Company’s share on Nasdaq Stockholm (or such other trading venue where the Company’s shares are admitted to trading) during the Measurement Period as set out below, added by distributed dividends, funds or assets to the shareholders from reserves of unrestricted equity or in connection with reductions of the share capital, the statutory reserve fund or the share premium fund, calculated as if reinvested, during the measurement period. The start value for TSR is the VWAP of twenty (20) trading days following the Annual General Meeting 2026, and the end value is the VWAP of twenty (20) trading days following the Annual General Meeting 2029. The period in between is the measurement period (“**Measurement Period**”).

The number of Performance Shares that vest will be determined based on the TSR achieved during the measurement period, in accordance with the table below. The minimum level of 2% must be exceeded for any Performance Share allocation to occur. The outcome is measured linearly between the TSR levels.

TSR p.a.	Performance Shares vesting %
2%	0%
7%	50%
12%	100%

Information about the outcome of the Performance Conditions will be provided in the annual report for the financial year 2029.

Recalculation

The number of Performance Shares shall be recalculated as a result of any bonus issue, share split, reverse share split, rights issue and/or other similar corporate action in such manner as the Board deems appropriate to obtain a reasonable result. The same shall apply to distributions of dividend or other assets if deemed reasonable by the Board.

Share delivery method and hedging

In order to implement the Performance Share Plan 2026 in a cost-efficient manner, the Board has considered different methods for securing the delivery of shares to the participants and the Company's exposure towards social security contributions and other costs that may arise in connection with the Performance Share Plan 2026. The Board has thereupon found that the most cost-efficient alternative would be, and thus proposes that the Annual General Meeting resolves upon an authorisation for the Board to resolve on the acquisition and transfer of own shares, free of charge, to participants in the Performance Share Plan 2026, and on the transfer of own shares on Nasdaq Stockholm. The Board's proposal for these arrangements is set out in items B, C and D below.

Dilution

The share delivery and hedging arrangements proposed by the Board, as set out in items B, C and D below, will not increase the number of shares in the Company and, accordingly, no dilutive effect will occur for the Company's existing shareholders. The maximum number of shares that may be transferred under the Performance Share Plan 2026 is limited to 172,520 shares (including the shares that may be transferred to cover the payment of social security contributions), which represents approximately 0.2 % of the total number of outstanding shares and votes in Lindab.

Other

A decision on participation in, or implementation of, the Performance Share Plan 2026 requires that such participation is legally possible in the jurisdictions concerned and that the Board deems that the participation or implementation is possible with reasonable administrative costs and financial efforts.

The Board shall be entitled to determine the detailed terms and conditions of the Performance Share Plan 2026 within the framework of the main terms and conditions as resolved by the Annual General Meeting. The Board shall be authorised to make the minor adjustments to the Performance Share Plan 2026 as required by law or for administrative reasons.

The Board shall have the right to reclaim or reduce awards in cases of misconduct, material misstatement of financial results or similar breaches by the participant.

If there are significant changes in the Group or in its operating environment that, in the Board's opinion, would make the terms and conditions for the allocation of Performance Shares under Performance Share Plan 2026 no longer appropriate or in line with the original purpose, the Board shall have the right to resolve on a reduced allocation of Performance Shares, or that no allocation of Performance Shares is made at all, or that the Performance Shares are settled in cash using the VWAP of the share during a calendar month preceding the reward payment.

B. The Board of Directors' proposal for acquisition of own shares

The Board of Directors proposes that the Annual General Meeting resolves to authorise the Board of Directors to, during the period until the next Annual General Meeting and on one or several occasions, resolve on the acquisition of a maximum of 172,520 Lindab's shares on Nasdaq Stockholm. The purpose of the proposed authorisation of the Board of Directors to repurchase shares in Lindab is to secure the delivery of Performance Shares to the participants under the Performance Share Plan 2026 as well as payments of the social security contributions and other costs that may arise in connection with the Performance Share Plan 2026.

Acquisition of shares shall be made over Nasdaq Stockholm at a price per share that does not exceed a price higher than the higher of the price of the last independent trade and the highest current independent purchase bid on the trading venue where the shares are traded and otherwise in accordance with the terms applicable as set forth by Nasdaq Stockholm. Acquisition may not be made at a price lower than the lowest price at which an independent acquisition can be made.

The Board has issued a statement in accordance with Chapter 19, Section 22 of the Swedish Companies Act.

C. The Board of Directors' proposal for transfer of Lindab's shares to the participants in the Performance Share Plan 2026

The Board of Directors proposes that the Annual General Meeting resolves that a maximum of 134,438 Lindab shares may be transferred to the participants in the Performance Share Plan 2026. Transfer of shares to the participants in the Performance Share Plan 2026 shall be made without consideration and at the time specified in the Performance Share Plan 2026 and subject to the conditions of the Performance Share Plan 2026. The shares that may be transferred may be shares acquired specifically for the purpose of the Performance Share Plan 2026 under item B above or treasury shares otherwise held by the Company at the time of transfer.

The number of shares in Lindab that may be transferred under the Performance Share Plan 2026 may be subject to re-calculation in the event of a bonus issue, share split, reverse share split, preferential rights issue and similar events impacting the number of shares in Lindab.

D. The Board of Directors' proposal for transfer of own shares to cover social security contributions and other costs

The Board of Directors proposes that the Annual General Meeting resolves to authorise the Board of Directors to, during the period until the next Annual General Meeting and on one or several occasions, resolve on the transfer of shares in Lindab to a third party for the purpose of bringing in capital to cover the exposure towards social security contributions and other costs that may arise based on the allotment of Performance Shares under Performance Share Plan 2026. Transfer may be made with the number of shares required for Lindab to cover social security contributions and other costs arising from Performance Share Plan 2026, however no more than 38,082 shares.

Transfer of shares shall be made over Nasdaq Stockholm at a price per share that is within the price range registered at any given time. Shares may also be transferred

outside Nasdaq Stockholm to a bank or other financial institution. Such transfer may be made at a price corresponding to the stock exchange price at the time of the transfer of the shares transferred, with such fair market deviation that the Board deems appropriate.

The number of shares in Lindab that may be transferred to secure payment of social security contributions and other costs may be subject to re-calculation in the event of a bonus issue, share split, reverse share split, preferential rights issue and similar events impacting the number of shares in Lindab.

Estimated costs for the Performance Share Plan 2026

The costs for Performance Share Plan 2026 are accounted for in accordance with IFRS 2 and are recognized as personnel costs in the income statement over the three-year Vesting Period. Based on the maximum number of shares in the Performance Share Plan 2026 and a set share price of 151.2 SEK, the total accounting cost for the plan is estimated to be approximately 9.3 MSEK, excluding social security contributions. The costs for social security contributions, based on an assumed annual share price increase of 13.4% and an average social security rate of 28.3%, are estimated to amount to approximately 8.4 MSEK. Because the Company intends to hedge its delivery obligations and social security costs through the repurchase and transfer of its own shares, the program's cash flow impact will primarily consist of the purchase price for the shares and the related social security payments.

Effects on key ratios

The program is expected to have a marginal impact on the Company's key ratios. Given the maximum number of shares that may be allocated under Performance Share Plan 2026, the annual costs (including social security contributions) are estimated to correspond to approximately 0.2% of the Company's total personnel costs for the financial year 2025. The impact on earnings per share (EPS) is expected to be limited, as the performance-based nature of the plan is intended to drive the growth and profitability required to offset the program's costs.

Other share-based incentive programs

Lindab has three previously ongoing call option-based incentive programs resolved on by the 2023, 2024 and 2025 Annual General Meetings respectively. Together with the proposed Performance Share Plan 2026, these (based on actual participation) constitute a total of 1.1 percent of the total number of shares and votes in the company. Further information is available in the Lindab's Annual Reports of 2024 and 2025 and on Lindab's website www.lindabgroup.com. Long-term variable remuneration in cash in Lindab follows from the proposal regarding guidelines for remuneration to senior executives.

Reasons for deviating from the shareholders' preferential rights

The reason for deviating from the shareholders' preferential rights is to implement the proposed Performance Share Plan 2026.

Preparation of the proposal

The proposal has been prepared by the Remuneration Committee and the Board of Directors together with external advisors.

Majority requirements

A resolution on the Performance Share Plan 2026 under item A is valid if it is supported by shareholders representing more than half of the votes cast at the meeting.

A resolution on acquisition of shares under item B is valid if it is supported by shareholders representing more than two-thirds ($2/3$) of both the votes cast and the shares represented at the meeting.

A resolution on the transfer of shares to the participants in the Performance Share Plan 2026 under item C is valid if it is supported by shareholders representing more than nine-tenths ($9/10$) of both the votes cast and the shares represented at the meeting.

A resolution on transfer of shares to secure payment of social security contributions under item D is valid if it is supported by shareholders representing more than two-thirds ($2/3$) of both the votes cast and the shares represented at the meeting.

Båstad, April 2026
Lindab International AB (publ)
The Board of Directors