



Notice to the Annual General Meeting of Nordnet AB (publ)

Shareholders of Nordnet AB (publ), reg. no. 559073-6681, (the “**Company**” or “**Nordnet**”) are hereby invited to attend the Annual General Meeting on Monday 27 April 2026, at 5.00 p.m. CEST at Blique by Nobis, Gävlegatan 18, SE-113 30 Stockholm, Sweden. Registration begins at 4.15 p.m. CEST.

The Board has resolved that shareholders may also exercise their voting right at the Annual General Meeting by postal voting pursuant to the provisions of Nordnet’s Articles of Association.

Right to attend and notice

Shareholders wishing to attend the Annual General Meeting

- shall be entered as shareholder in the share register kept by Euroclear Sweden AB on Friday 17 April 2026,
- shall give notice of their attendance at the Annual General Meeting no later than Tuesday 21 April 2026. Notice of attendance may be given through Euroclear Sweden AB’s website www.euroclear.com/sweden/generalmeetings/, in writing to the Company at the address Nordnet AB (publ), “Annual General Meeting”, c/o Euroclear Sweden AB, P.O. Box 191, SE-101 23 Stockholm, Sweden or by telephone +46 (0)8-402 58 76 on weekdays between 10.00 a.m. and 4.00 p.m. When giving notice of attendance, please state your name or company name, personal identification number or company registration number, address and daytime telephone number. The registration procedure described above also applies to registration for any assistants.

Shareholders who wish to use the possibility of postal voting shall do that in accordance with the instructions under the heading *Postal voting* below. Such postal voting does not require any further notice of attendance.

Nominee-registered shares

Shareholders whose shares are nominee-registered must in order to participate in the Annual General Meeting, in addition to giving notice of attendance, register such shares in their own names so that the shareholder is recorded in the share register as of Friday 17 April 2026. Such registration may be temporary (so called voting right registration). A request for voting right registration shall be made to the nominee in accordance with the nominee’s routines in such time in advance as decided by the nominee. Voting rights registrations effected by the nominee no later than on Tuesday 21 April 2026 will be considered in the preparation of the share register.



Proxy etc.

Shareholders who wish to attend the meeting venue in person or through a proxy representative are entitled to bring one or two assistants. Shareholders who wish to bring assistants shall state this in connection with the notice of attendance. Shareholders represented by a proxy shall issue a written and dated power of attorney for the proxy. If the power of attorney is issued by a legal entity, a copy of a certificate of incorporation, or if such document does not exist, a corresponding document shall be enclosed. In order to facilitate the registration at the meeting, the power of attorney and certificate of incorporation and other documents of authority should be provided to the Company at the address stated above no later than Tuesday 21 April 2026. A proxy form is available on the Company's website, www.nordnetab.com.

Postal voting

Postal votes are cast on a designated form. The form is available on Euroclear Sweden AB's website, www.euroclear.com/sweden/generalmeetings/, and at the Company's website, www.nordnetab.com. The postal voting form is also valid as notification to the Annual General Meeting.

The completed form must be received by Euroclear Sweden AB no later than Tuesday 21 April 2026. The form may be submitted electronically or by post. The form may be submitted electronically either through BankID signing as per instructions on Euroclear Sweden AB's website as referred to above, or through sending the form by e-mail to GeneralMeetingService@euroclear.com. The form can be submitted by post by sending the form to Nordnet AB (publ), "Annual General Meeting", c/o Euroclear Sweden AB, P.O. Box 191, SE-101 23, Stockholm, Sweden.

If a shareholder postal votes by proxy, a power of attorney shall be enclosed with the form. The proxy form is available at the Company's website www.nordnetab.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 postal vote is invalid. Further instructions and conditions are included in the form for postal voting.

Items and proposed agenda

1. Opening of the meeting
2. Election of chairman of the meeting
3. Preparation and approval of the voting list
4. Election of one or two persons to verify the minutes of the meeting
5. Determination of whether the meeting has been duly convened
6. Approval of the agenda
7. Chairman of the Board's statement regarding the Board's work
8. Presentation by the CEO



9. Presentation of the annual report and consolidated financial statements, including the sustainability report, and the auditor's report, the audit report on the consolidated financial statements as well as the sustainability assurance report
10. Resolution on adoption of the income statement and the balance sheet, and the consolidated income statement and the consolidated balance sheet
11. Resolution on allocation of the Company's profits in accordance with the adopted balance sheet and, in case of dividend, determination of record date
12. Resolution on discharge from liability of the members of the Board and the CEO
13. Determination of the number of members of the Board and auditors
14. Determination of remuneration for members of the Board and auditor
15. Election of members of the Board, Chairman of the Board and auditor
16. Resolution on approval of the Board's remuneration report
17. Resolution on authorisation for the Board to resolve on acquisition of own ordinary shares
18. Resolution on authorisation for the Board to resolve on new issues of ordinary shares
19. Resolution on (A) reduction of the share capital through redemption of ordinary shares and (B) increase of the share capital through a bonus issue
20. Resolution on a repurchase and set-off offer regarding warrants, including (A) approval of a conditional offer to repurchase warrants and (B) approval of the Board's proposal regarding directed issues of ordinary shares
21. Resolution on a warrant program including issue and transfer of warrants
22. Closing of the meeting

Proposed resolutions

The Nomination Committee, which prior to the 2026 Annual General Meeting has consisted of the Chairman of the Board Tom Dinkelspiel as well as Johan Malm (appointed by E. Öhman J:or Intressenter AB), Catharina Versteegh (appointed by Premiefinans K. Bolin Aktiebolag) and Sophie Larsén (appointed by AMF), has prepared and submitted proposals to be resolved upon under items 2 and 13 – 15 on the agenda.

The Board has submitted proposals for resolutions under items 11 and 16 – 21.

Election of chairman of the meeting (item 2)

The Nomination Committee proposes that Fredrik Lundén, member of the Swedish Bar Association, is elected as chairman of the meeting.

Resolution on allocation of the Company's profits in accordance with the adopted balance sheet and, in case of dividend, determination of record date (item 11)

The Board proposes a dividend amounting to SEK 8.60 per ordinary share, which corresponds to approximately 70 percent of the profit for the year 2025.

Further, the Board proposes that the record date to be entitled to receive the dividend shall be Wednesday 29 April 2026. If the general meeting resolves in accordance with this



proposal, the dividend is expected to be distributed by Euroclear Sweden AB on Tuesday 5 May 2026.

It is proposed that the remaining profit is carried forward.

Determination of the number of members of the Board and auditors (item 13)

According to the Articles of Association, the Board shall consist of a minimum of three and a maximum of ten members. The Nomination Committee proposes that the number of members of the Board shall be nine.

Further, the Nomination Committee proposes, in accordance with the Audit Committee's recommendation, that the Company shall have a registered accounting firm as auditor, with no deputy.

Determination of remuneration for members of the Board and auditor (item 14)

The Nomination Committee's proposal is that remuneration for work in the Board and the Board's committees shall be paid as follows for the usual term of office of twelve months.

The remuneration to the Chairman of the Board shall be SEK 1,080,000 (previously SEK 1,030,000), which corresponds to twice the remuneration for each of the other members of the Board. The remuneration to each of the other members of the Board shall be SEK 540,000 (previously SEK 515,000), representing an increase of just under 5 percent. Remuneration for work in the Board's committees shall be increased by 5 percent (however rounded up to the nearest full thousand) resulting as follows.

- SEK 166,000 (previously SEK 158,000) to the Chairman and SEK 88,000 (previously SEK 84,000) to other members of the Risk- and Compliance Committee.
- SEK 110,000 (previously SEK 105,000) to the Chairman and SEK 66,000 (previously SEK 63,000) to other members of the Audit Committee.
- SEK 83,000 (previously SEK 79,000) to the Chairman and SEK 44,000 (previously SEK 42,000) to other members of the IT Committee.
- SEK 44,000 (previously SEK 42,000) to the Chairman and SEK 28,000 (previously SEK 27,000) to other members of the Remuneration Committee.

The Nomination Committee proposes that remuneration to the Company's auditor, as in previous years, shall be paid in accordance with approved invoices.

Election of the members of the Board, Chairman of the Board and auditor (item 15)

The Nomination Committee's proposal is that Tom Dinkelspiel, Fredrik Bergström, Anna Bäck, Karitha Ericson, Therese Hillman, Charlotta Nilsson, Henrik Rättzén, and Johan Åkerblom be re-elected as ordinary members of the Board for the period until the end of the next Annual General Meeting and that Lars-Åke Norling be elected as a new ordinary member of the Board for the period until the end of the next Annual General Meeting. The Nomination Committee proposes that Tom Dinkelspiel be re-elected as Chairman of the Board.



Information about the proposed members of the Board can be found on the Company's website.

The Nomination Committee proposes, in accordance with the Audit Committee's recommendation, that the registered accounting firm KPMG AB is elected as new auditor for the period until the end of the next Annual General Meeting.

KPMG AB has announced that, if the Nomination Committee's proposal for auditor is also elected by the general meeting, the authorised public accountant Mårten Asplund will be appointed as the auditor in charge.

Resolution on approval of the Board's remuneration report (item 16)

The Board proposes that the Annual General Meeting resolves to approve the remuneration report for the financial year 2025.

Resolution on authorisation for the Board to resolve on acquisition of own ordinary shares (item 17)

The Board proposes that the Annual General Meeting resolves to authorise the Board to, on one or more occasions until the time of the next Annual General Meeting, resolve on acquisition of such number of own ordinary shares that the Company's holding of own shares may never, upon any acquisition, exceed a tenth of the total number of shares in the Company. In this calculation, ordinary shares held by subsidiaries of the Company shall be counted as the Company's. Furthermore, the Board proposes the following conditions for acquisitions. Acquisitions of own ordinary shares shall be conducted on Nasdaq Stockholm and shall not be conducted at a price that exceeds the higher of the prices for the most recent independent trade and the highest current independent purchase bid on Nasdaq Stockholm. Acquisitions may not be conducted at a price below the lowest possible market price. The Company may assign a member of the stock exchange to accumulate a certain amount of own ordinary shares by proprietary trading during a certain time period and on the day of delivery pay for the ordinary shares at a price corresponding to the volume-weighted average price based on the total trading during that period of time. Payment for the ordinary shares shall be made in cash.

The purpose of the proposed repurchase authorisation is to continuously be able to adjust the Company's capital structure.

Resolution on authorisation for the Board to resolve on new issues of ordinary shares (item 18)

The Board proposes that the Annual General Meeting authorise the Board, for the period until the next Annual General Meeting, on one or more occasions, with or without deviation from the shareholders' preferential rights, against cash payment, non-cash consideration or set-off, to resolve on new issues of ordinary shares, corresponding to a maximum of 10 percent of the total number of shares in the Company, calculated at the time when the authorisation is utilised for the first time. The subscription price shall be determined in accordance with prevailing market conditions at the time when the ordinary shares are issued. The reasons for any deviation from the shareholders' preferential rights shall be to



increase the Company's financial flexibility and enable a fast and effective adjustment of the Company's capital structure, taking into account established financial targets and changes in capital adequacy rules. An issue with deviation from shareholders' preferential rights also enables the Company to issue ordinary shares as payment in connection with any acquisitions of companies or businesses that the Company may carry out.

Resolution on (A) reduction of the share capital through redemption of ordinary shares and (B) increase of the share capital through a bonus issue (item 19)

The Board proposes that the Annual General Meeting resolves on reduction of the share capital through redemption of ordinary shares and increase of the share capital through a bonus issue as follows.

(A) RESOLUTION ON REDUCTION OF THE SHARE CAPITAL THROUGH REDEMPTION OF ORDINARY SHARES

The Board proposes that the Annual General Meeting resolves on reducing the share capital through redemption of ordinary shares on the following terms.

The share capital shall be reduced by SEK 9,259.170102. The reduction of the share capital shall be conducted through the redemption of 1,833,374 own ordinary shares held by the Company.

The purpose of the reduction is allocation to unrestricted equity.

The Company may execute the resolution on the reduction of the share capital without obtaining the permission of the Swedish Companies Registration Office or a court of general jurisdiction, as the Company simultaneously carries out a bonus issue increasing the Company's restricted equity and share capital by SEK 9,259.170102 (see item (B) below). Taken together, the resolutions under this item (A) and the bonus issue under item (B) below imply that neither the Company's restricted equity nor its share capital will decrease.

(B) RESOLUTION ON INCREASE OF THE SHARE CAPITAL THROUGH A BONUS ISSUE

The Board proposes that the Annual General Meeting resolves on a bonus issue on the following terms.

The share capital shall be increased by SEK 9,259.170102. No new shares shall be issued in connection with the increase of the share capital. The amount by which the share capital is to be increased shall be transferred to the share capital from the Company's unrestricted equity.

The purpose of the bonus issue is to restore the Company's restricted equity and share capital following the proposed reduction of the share capital pursuant to item (A) above.

The quotient value of the share will, if the general meeting resolves in accordance with the proposals under (A) and (B) above, be approximately SEK 0.005088 instead of approximately SEK 0.00505.



Resolution on a repurchase and set-off offer regarding warrants, including (A) approval of a conditional offer to repurchase warrants and (B) approval of the Board's proposal regarding directed issues of ordinary shares (item 20)

BACKGROUND TO THE PROPOSED RESOLUTION

At the Annual General Meeting in Nordnet held on 18 April 2023, it was resolved to issue warrants as part of the establishment of an incentive program for all employees of the Nordnet Group ("LTIP 2023/2026"). In LTIP 2023/2026, a total of 2,500,000 warrants were initially issued and 413,639 were transferred to employees and now comprise, following repurchase and cancellation of certain warrants, 413,417 warrants (the "Warrants"), which are held by a total of 235 warrant holders (the "Warrant Holders") at the time of the notice convening the Annual General Meeting.

The Warrants may be exercised to subscribe for one (1) ordinary share per warrant in Nordnet during i) a two-week period from the day after the publication of the Company's interim report for the period 1 January-31 March 2026, however no earlier than 13 April 2026 and no later than 5 June 2026 (the report is intended to be published on 24 April 2026), and ii) a two-week period from the day after the publication of the Company's half-year report for the period 1 January-30 June 2026, however no earlier than 17 August 2026 and no later than 31 August 2026 (the report is intended to be published on 22 July 2026). The outstanding Warrants entitle to subscription of ordinary shares in Nordnet corresponding to a dilution of the existing number of shares and votes by approximately 0.16 percent.¹ The Board of Nordnet now proposes that, in connection with the subscription periods for LTIP 2023/2026, the Company makes an offer to the Warrant Holders to transfer all of the Warrants to Nordnet at a price corresponding to the market value of the transferred Warrants, and where consideration for the Warrants shall be paid in the form of newly issued ordinary shares in Nordnet (the "Offer").

By participating in the Offer, which is voluntary, the Warrant Holders' need to finance the payment of the Warrants' exercise price by, for example, selling shares in Nordnet is reduced, thereby facilitating the exercise of the Warrants. For Nordnet, the Offer means that the Company will not receive any subscription proceeds for the Warrants and that the dilution of the share capital and voting rights in the Company for existing shareholders as a result of the exercise of the Warrants will be lower than if the Warrants are exercised in accordance with the terms of the Warrants.

To illustrate the effects of the Offer at different share prices of the Nordnet share at the time of valuation, an illustrative calculation example is provided below.

¹ Based on the number of outstanding shares and votes in Nordnet as of the date of this notice.



PRICE FOR THE NORDNET SHARE	TOTAL NUMBER OF NEW ORDINARY SHARES		SUBSCRIPTION PRICE (TOTAL)		TOTAL DILUTION	
	<i>The Offer</i>	<i>Terms and conditions of the Warrants</i>	<i>The Offer</i>	<i>Terms and conditions of the Warrants</i>	<i>The Offer</i>	<i>Terms and conditions of the Warrants</i>
270	109,693	413,417	0	82,005,396	0.04%	0.16%
280	120,540	413,417	0	82,005,396	0.05%	0.16%
290	130,639	413,417	0	82,005,396	0.05%	0.16%
300	140,065	413,417	0	82,005,396	0.06%	0.16%
310	148,883	413,417	0	82,005,396	0.06%	0.16%
320	157,150	413,417	0	82,005,396	0.06%	0.16%

The Offer does not entail any additional tax costs nor transaction fees for the Company. The repurchase transaction will not have any impact on Nordnet's equity, considering that the Offer is conditional upon the Board finding that conditions exist for the claim for consideration that arises for the participants in connection with the acceptance of the Offer to be used as a set-off payment for the ordinary shares to be issued. Thus, Nordnet will not pay any cash consideration for the Warrants (other than for any excess claims for consideration that could not be used for set-off), with the result that available earnings will not be affected.

The proposal under this item has been prepared by the Board and its Remuneration Committee.

(A) APPROVAL OF CONDITIONAL OFFER TO REPURCHASE WARRANTS

The Board of Nordnet proposes that the Annual General Meeting resolves to approve that Nordnet submits the Offer to the Warrant Holders on the terms and conditions set out below.

- A maximum of 413,417 Warrants 2023/2026, i.e. the Warrants outstanding under Nordnet's LTIP 2023/2026 shall be eligible for repurchase.
- The repurchase shall be made at the market value of the Warrants, based on the closing price of the Nordnet share on Nasdaq Stockholm the day on which the Offer is declared unconditional (see below). The calculation of the market value of the Offer shall be performed by an independent party based on customary valuation principles for warrants on the Swedish market (Black & Scholes).

Of the 413,417 outstanding Warrants, 11,140 are held by Nordnet's CEO.

The Offer shall be conditional upon (i) that the meeting resolves to approve the Board's proposal for a resolution on the issuance of new ordinary shares in accordance with item (B) below and (ii) that the Board finds that conditions exist for the claim for consideration that arises for the participants in connection with the acceptance of the Offer to be used as set-off payment for the ordinary shares that are issued in accordance with item (B) below. The condition set forth in (ii) above is expected to be fulfilled on 8 May 2026 and 28 August 2026, respectively, which also are the last days of the acceptance periods for the Offer. Nordnet does not intend to provide any cash consideration for the Warrants other than for any excess claim for consideration that cannot be used as a set-off. The Warrants repurchased by Nordnet will either expire or be cancelled, depending on what is deemed most appropriate.



Warrant Holders who do not accept the Offer may, without being affected by the Offer, exercise their Warrants to subscribe for ordinary shares during the subscription periods in accordance with the terms and conditions applicable to the Warrants.

(B) APPROVAL OF THE BOARD'S PROPOSAL REGARDING DIRECTED ISSUES OF ORDINARY SHARES

The Board of Nordnet proposes that the Annual General Meeting resolves to approve the Board's proposal for directed issues of ordinary shares on the terms and conditions set out below ("**New Issue 1**" and "**New Issue 2**").

Through New Issue 1, a maximum of 413,417 ordinary shares will be issued, and the share capital will thus, increase by a maximum of SEK 2,087.90 and through New Issue 2, a maximum of 413,417 ordinary shares will be issued, and the share capital will thus, increase by a maximum of SEK 2,087.90.² As stated above, the intention is that the ordinary shares will be issued as part of the implementation of a repurchase and set-off offer, which is why the number of ordinary shares finally issued and allocated is intended to be determined on the basis of the number of warrants submitted in the Offer and the market value of the Warrants and the Company's share on the last day of the acceptance period for the Offer, on 8 May 2026 and 28 August 2026, respectively. New Issue 1 and New Issue 2 shall be conditional upon the Board declaring the Offer under item (A) above to be unconditional. The condition is expected to be fulfilled on 8 May 2026 and 28 August 2026, respectively, which are also the last days of the acceptance periods for the Offer. Otherwise, the following terms and conditions shall apply to New Issue 1 and New Issue 2:

Subscription price

New Issue 1

The subscription price shall correspond to the market value of the ordinary share (however, never lower than the quotient value of the ordinary share), based on the closing price of the Nordnet share on Nasdaq Stockholm on the last day of the acceptance period for the Offer, 8 May 2026, (which is also the date, in which the Offer is expected to be declared unconditional by the Board). The share premium shall be transferred to the unrestricted premium reserve.

New Issue 2

The subscription price shall correspond to the market value of the ordinary share (however, never lower than the quotient value of the ordinary share), based on the closing price of the Nordnet share on Nasdaq Stockholm on the last day of the acceptance period for the Offer, 28 August 2026, (which is also the date, in which the Offer is expected to be declared unconditional by the Board). The share premium shall be transferred to the unrestricted premium reserve.

² If the general meeting resolves in accordance with the proposals under item 19 (A) and 19 (B), the new quotient value of the share will be approximately SEK 0.005088, which will result in a share capital increase of a maximum of SEK 2,103.27 for New Issue 1 and New Issue 2, respectively.



Subscription right and the reasons for deviating from the shareholders' preferential rights

The right to subscribe for the new ordinary shares shall, with deviation from the shareholders' preferential rights, be granted to the Warrant Holders who have accepted the Offer during the acceptance period.

The reason for the deviation from the shareholders' preferential rights, is to implement the repurchase and set-off offer, which is deemed to be beneficial to the Company and the Warrant Holders.

Time for subscription, allocation and payment

New Issue 1

Subscription for the new ordinary shares shall take place no earlier than after the close of trading on 8 May 2026 and no later than 13 May 2026 on a subscription list. Payment in cash for the ordinary shares shall be made no later than 13 May 2026. Allocation of the new ordinary shares shall be made to those entitled to subscribe for shares as stated above. The Board shall have the right to extend the subscription period and the time of payment. It is noted that the Board shall be entitled to set-off retrospectively.

New Issue 2

Subscription for the new ordinary shares shall take place no earlier than after the close of trading on 28 August 2026 and no later than 2 September 2026 on a subscription list. Payment in cash for the ordinary shares shall be made no later than 2 September 2026. Allocation of the new ordinary shares shall be made to those entitled to subscribe for shares as stated above. The Board shall have the right to extend the subscription period and the time of payment. It is noted that the Board shall be entitled to set-off retrospectively.

Right to dividend

The new ordinary shares shall be entitled to dividends for the first time on the record date for dividends, which occurs closest after the new ordinary shares have been registered with the Swedish Companies Registration Office and included in the share register maintained by Euroclear Sweden AB.

Resolution on a warrant program including issue and transfer of warrants (item 21)

The Board proposes that the Annual General Meeting resolves to introduce a warrant program for all employees in the Nordnet group, including issue and transfer of warrants (the "**Warrant Program**"). The objective of the Warrant Program, and the reason for deviating from the shareholders' preferential rights, is to strengthen the link between the work of the employees and the creation of shareholder value. By that means, it is considered that there will be an increased alignment of interests between the participants and the shareholders in Nordnet.



1. ISSUE OF WARRANTS

- 1.1 Nordnet shall issue up to 1,485,938 warrants under the Warrant Program. The right to subscribe for the warrants shall, with deviation from the shareholders' preferential rights, be granted to a wholly-owned subsidiary of Nordnet, (the "**Subsidiary**"), with the right and obligation to transfer the warrants to employees in the Nordnet group, in accordance with section 2 below. Over-subscription may not take place. The warrants shall be issued free of charge to the Subsidiary.
- 1.2 Subscription of the warrants shall take place within four weeks from the date of the resolution to issue warrants. The Board shall have right to extend the subscription period.

2. TRANSFER OF WARRANTS

- 2.1 The Subsidiary shall, pursuant to the Board's instructions, transfer the warrants to employees in the Nordnet group in accordance with the below distribution.

CATEGORY	PARTICIPANTS	MAXIMUM INVESTMENT AMOUNT ³	GUARANTEED NUMBER OF WARRANTS (PRELIMINARY)	MAXIMUM NUMBER OF WARRANTS (PRELIMINARY)
1.	CEO (1 person), executive management team (approx. 11 persons) and extended executive management team (approx. 17 persons) (in total approx. 29 persons)	SEK 250,000 <i>(entire category 1: SEK 7,250,000)</i>	9,682 warrants <i>(entire category 1: 280,778)</i>	19,364 warrants <i>(entire category 1: 561,556)</i>
2.	Key employees (approx. 140 persons)	SEK 100,000 per person <i>(entire category 2: SEK 14,000,000)</i>	3,872 warrants per person <i>(entire category 2: 542,080)</i>	7,745 warrants per person <i>(entire category 2: 1,084,300)</i>
3.	Other employees (approx. 685 persons)	SEK 25,000 per person <i>(entire category 3: 17,125,000)</i>	968 warrants per person <i>(entire category 3: 663,080)</i>	1,936 warrants per person <i>(entire category 3: 1,326,160)</i>
	In total: Approx. 854 participants	In total: SEK 38,375,000	In total: 1,485,938 warrants	N/A

- 2.2 Should warrants remain after all applications have been satisfied up to the guaranteed level as set out in the table in section 2.1, the remaining warrants shall be available for allotment to other participants up to the maximum level as set out in the table under section 2.1. Should not all participants who wish to acquire their maximum number of warrants be able to do so, the remaining warrants shall be allotted to these participants pro rata in relation to the number of warrants acquired. The Company's Board shall decide on the final allotment.
- 2.3 The right to acquire warrants from the Subsidiary shall only belong to employees in the Nordnet group who in connection with the application period for each series

³ The preliminary guaranteed number of warrants and preliminary maximum number of warrants are based on a preliminary market value of SEK 25.82 per warrant. The final number of warrants for each category and per participant, respectively, will be determined by the market value per warrant at the transfer dates for each series, provided that the total number of warrants that may be issued and transferred may not exceed 1,485,938.



have not terminated their employment, whose employment have not been terminated or whose employment has not ceased in any other way.

- 2.4 The Subsidiary shall transfer the warrants to the participants at market value. Transfer of the warrants shall take place as soon as practicable possible after the Annual General Meeting 2026 and no later than 30 June 2026. The market value of the warrants is SEK 25.82 per warrant, according to a preliminary valuation. The preliminary valuation is based on a market value of the underlying ordinary share of SEK 300.0 and an assumption of a subscription price of SEK 360.0 per share. The Black & Scholes valuation model has been used for the valuation.

3. TERMS FOR SUBSCRIPTION OF ORDINARY SHARES

- 3.1 Each warrant shall entitle to subscription of one (1) ordinary share in Nordnet at an exercise price of 120 percent of the closing price for the Nordnet share on Nasdaq Stockholm on 8 May 2026. If Nordnet has inside information during this day, the Board shall be entitled to resolve upon a later date on which the exercise price shall be determined. If Nordnet's average share price, calculated according to the complete terms and conditions for the warrants, upon subscription of new ordinary shares by exercising the warrants, exceeds 190 percent of the calculated average volume-weighted price paid for Nordnet's share on Nasdaq Stockholm on 8 May 2026, a recalculated lower number of shares to which each warrant entitles shall apply.
- 3.2 The warrants may be exercised to subscribe for ordinary shares in Nordnet in accordance with the terms and conditions for the warrants (see Appendix 1 which is available on Nordnet's website) during a two-week period from and including the day following the publication of the Company's interim report for the period 1 January – 31 March 2029, but not earlier than 13 April 2029 and not later than 7 June 2029.
- 3.3 Subscription of ordinary shares may not take place during such period when trading with the shares in Nordnet is prohibited pursuant to Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (the Market Abuse Regulation), or any corresponding legislation applicable at the relevant point in time.
- 3.4 The number of ordinary shares that the warrants entitle to and the exercise price may be recalculated on the basis of, among other things, certain payments of dividend, rights issues, bonus issues, share splits or reverse share splits, and certain reductions of the share capital or similar (whereby the value limitation in section 3.1 above may be adjusted accordingly). Complete terms and conditions for the warrants are available on Nordnet's website. The new ordinary shares that may be issued in connection with the subscription are not subject to any restrictions.



4. INCREASE OF SHARE CAPITAL, DILUTION AND COSTS

4.1 If the maximum number of warrants are subscribed for and exercised, the increase of Nordnet's share capital would amount to SEK 7,504.50⁴. The part of the exercise prices upon subscription for shares that exceeds the quota value of the shares shall be added to the free share premium reserve. The maximum number of warrants that may be acquired by the participants of the Warrant Program would lead to a maximum of 1,485,938 ordinary shares being issued, corresponding to a dilution of approximately 0.59 percent of the total number of shares and approximately 0.59 percent of the total number of votes in the Company after full exercise of all warrants, subject to any recalculation in accordance with the terms and conditions for the warrants in the event of certain corporate events.⁵

4.2 Nordnet's costs for the Warrant Program are, aside from costs to prepare and administrate the incentive plan, limited to costs arising in Norway related to social security contributions (*Sw. socialavgifter*). Assuming a market value for all warrants of SEK 38.4 million and an increase in Nordnet's share price by 100 percent during the term of the plan, these costs would not exceed approximately SEK 2.0 million.

5. TRANSFERABILITY

A prerequisite for being allocated warrants is that the participant has entered into an undertaking regarding repurchase etc. according to which Nordnet has a right, but not an obligation, to, in the event that the participant's employment in the Nordnet group has under certain circumstances ceased or the participant wishes to transfer the warrants to a third party, repurchase the warrants. Such offer to repurchase the warrants shall be made at fair market value.

6. PREPARATION OF THE PROPOSAL ETC.

The Warrant Program has been prepared by the Board of Nordnet and has been discussed at board meetings during the spring of 2026. The proposal has been prepared with the support of external advisors and after consultations with shareholders. None of the participants has had a significant influence on the final design of the Warrant Program.

7. OTHER SHARE BASED INCENTIVE PLANS

Nordnet has since previously three outstanding incentive programs for employees in the Nordnet group, of which two are warrant programs established in 2023 and 2024, and one is a long-term incentive program based on C shares established in 2025, please refer to note 13 in Nordnet's annual report for 2025. Apart from this, there are currently no outstanding share-based incentive plans in Nordnet.

⁴ If the general meeting resolves in accordance with the proposals under item 19 (A) and 19 (B), the new quotient value of the share will be approximately SEK 0.005088, which will result in a share capital increase of a maximum of SEK 7,559.75.

⁵ Based on the number of outstanding shares and votes in Nordnet as of the date of this notice.

Special majority requirements

A resolution in accordance with items 17, 18 and 19 (A) and 19 (B) is only valid when supported by shareholders representing at least two thirds of both the votes cast and the shares represented at the general meeting. Items 19 (A) and 19 (B) are conditional upon each other and will be decided as a joint resolution.

A resolution in accordance with items 20 (B) and 21, is only valid when supported by shareholders representing at least nine tenths of both the votes cast and the shares represented at the general meeting. Items 20 (A) and 20 (B) are conditional upon each other and will be decided as a joint resolution.

Authorisation

The CEO, or anyone appointed by the CEO, shall be authorised to make the minor adjustments to the resolutions adopted by the general meeting that may be necessary upon registration of the resolution with the Swedish Companies Registration Office or Euroclear Sweden AB or due to any other formal requirement.

Number of shares and votes

As of the date of this notice, the total number of shares in the Company amounts to 250,839,706 shares, divided into 250,206,518 ordinary shares and 633,188 C shares. Each ordinary share entitles the holder to one (1) vote and each C share entitles the holder to one tenth (1/10) of a vote, thus a total of 250,269,836.8 votes. At the time of issuing this notice, the Company holds 1,833,374 own ordinary shares.

Documentation etc.

The Nomination Committee's complete proposal and motivated statement and information about the proposed members of the Board are available at the Company's website www.nordnetab.com. The Board's complete proposals and other documents that shall be made available pursuant to the Swedish Companies Act and the Swedish Corporate Governance Code for the shareholders prior to the Annual General Meeting, will be made available no later than on Thursday 2 April 2026 on the Company's website, www.nordnetab.com and at the Company's visiting address Alströmergatan 39, SE-104 25 Stockholm, Sweden. The documents will also be sent, free of charge, to the shareholders who so request and provide their address. A request for such information shall be made by post to Nordnet AB (publ), "Annual General Meeting", c/o Euroclear Sweden AB, P.O. Box 191, SE-101 23, Stockholm, Sweden, or by e-mail to GeneralMeetingService@euroclear.com.

Shareholder's 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 a subsidiary's financial situation and the Company's relationship to another group Company and the consolidated financial

Convenience translation, Swedish version shall prevail



statements. Shareholders who wish to submit questions in advance can do so in writing to Nordnet AB (publ), Att. Legal, P.O. Box 300 99, SE-104 25 Stockholm, Sweden, or by e-mail to bolagsstamma@nordnet.se.

Personal data processing

For information on how your personal data is processed, please see:

www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf.

Stockholm, March 2026

The Board, Nordnet AB (publ)