

*N.B. This is an unofficial translation of the Swedish original wording. In case of differences between the English translation and the Swedish original, the Swedish text shall prevail*

## **NOTICE OF EXTRAORDINARY GENERAL MEETING IN IRISITY AB (PUBL)**

**Irisity AB (publ), reg.nr 556705-4571, with its registered office in Gothenburg, gives notice of the Extraordinary General Meeting to be held on 7 May 2025 at 10.00 CEST at the company's premises at Lindholmspiren 7C in Gothenburg, Sweden. Registration for the meeting will commence at 09.30 CEST.**

### **RIGHT TO PARTICIPATE IN THE EXTRAORDINARY GENERAL MEETING AND NOTICE OF ATTENDANCE**

Shareholders who wish to attend the meeting in person or by proxy must (i) be recorded as a shareholder in the share register prepared by Euroclear Sweden AB concerning the circumstances on 28 April 2025, and (ii) no later than 30 April 2025, notify the company of their intention to participate, by mail to Irisity AB (publ), "EGM 2025", Lindholmspiren 7C, SE-417 56 Gothenburg, Sweden, or by e-mail to [mariell.olsen@irisity.com](mailto:mariell.olsen@irisity.com).

The notification shall include the shareholder's name, personal identification number or corporate registration number, address, telephone number and the number of assistants, if any (not more than two) and, where applicable, information about proxies. Information delivered upon notice to attend will be processed and used only for the Extraordinary General Meeting. See below for further information on processing of personal data.

### **NOMINEE-REGISTERED HOLDINGS**

In order to be entitled to participate in the general meeting, a shareholder whose shares are registered in the name of a nominee must, in addition to giving notice of participation in the General Meeting, register its shares in its own name so that the shareholder is listed in the share register as of 28 April 2025. Such registration may be temporary (so-called voting rights registration) and request for such voting rights registration shall be made to the nominee in accordance with the nominee's procedures at such a time in advance as decided by the nominee. Voting rights registrations that have been completed by the nominee no later than 30 April 2025 will be taken into account in the preparation of the share register.

### **PROXY, ETC.**

Shareholders who intend to be represented by proxy shall issue a dated power of attorney for the proxy. If the power of attorney is executed by a legal person a certified copy of the certificate of registration or equivalent should be attached. The power of attorney may not be older than one year, however, it may be older provided that the power of attorney according to its wording is valid for a longer period, although, not more than five years from its issuance. The certificate of registration must not have been issued earlier than one year before. The power of attorney in original and, where applicable, the certificate of registration should be submitted to the company to the address set forth above well in advance of the Extraordinary General Meeting. A proxy form is available on the company's website, [www.irisity.com](http://www.irisity.com).

### **PROPOSED AGENDA**

1. Opening of the Extraordinary General Meeting.
2. Election of Chairman of the Extraordinary General Meeting.
3. Preparation and approval of the voting list.
4. Approval of the agenda.
5. Election of one or two persons to verify the minutes.
6. Determination of whether the meeting has been duly convened.
7. Resolution to carry out a rights issue.
8. Closing of the General Meeting.

**Item 2 – Election of Chairman of the Extraordinary General Meeting**

It is proposed that Anders Strid, attorney at Advokatfirman Vinge, is elected Chairman of the Extraordinary General Meeting.

**Item 7 – Resolution to carry out a rights issue**

The board of directors proposes that the extraordinary general resolves on a new issue of not more than 52,749,643 shares with preferential rights to existing shareholders (the “**Rights Issue**”), entailing an increase of the share capital with not more than SEK 4,747,467.88. The following terms shall apply to the resolution.

1. The right to subscribe for new shares shall belong to those persons who on the record date on 14 May 2025 are recorded as shareholders.
2. The subscription price shall be SEK 0.40 per share. The amount that exceeds the quota value of the shares shall be allocated to the free share premium reserve.
3. Each share held on the record date entitles to one (1) subscription right. Thirteen (13) subscription rights entitle to subscription of six (6) new shares.
4. If all of the shares are not subscribed for by virtue of subscription rights, the board of directors shall resolve on the allocation of shares which have not been subscribed for by virtue of subscription rights. In such case, shares shall:
  - i. firstly, be allocated to those who have applied for subscription and subscribed for new shares by virtue of subscription rights, regardless if the subscriber was a shareholder on the record date or not, and in the event of oversubscription, in relation to the number of subscription rights each have exercised for subscription of new shares, and, to the extent that this is not possible, by drawing lots,
  - ii. secondly, shares are allocated to others who have applied for subscription of shares without exercising subscription rights, and in the event of oversubscription, in relation to the number of new shares specified in the subscription application, and, to the extent that this is not possible, by drawing lots, and
  - iii. thirdly, to the guarantor that has contractually entered into guarantee commitment.
5. The record date for determining the right to receive subscription rights shall be 14 May 2025.
6. Subscription for new shares by virtue of subscription rights shall be made by way of cash payment during the period from 16 May 2025 up to and including 30 May 2025. Application for subscription of which have not been subscribed for by virtue of subscription rights shall be made through subscription on an application form during the same subscription period. Payment for shares which have not been subscribed for by virtue of subscription rights shall be made no later than the date stated in the dispatched contract note specifying allocation of shares. Payment may also be made by set-off if the Board of Directors finds it appropriate and set-off can be made without harm to the company or its creditors. The board of directors shall be entitled to prolong the subscription period as well as the time of payment.
7. The new shares shall entitle to dividends for the first time on the first record date for dividend that takes place after the Rights Issue has been registered with the Swedish Companies Registration Office and been recorded in the share register kept by Euroclear Sweden AB.
8. The CEO shall be authorized to make such minor adjustments that may be necessary in connection with the registration with the Swedish Companies Registration Office and with Euroclear Sweden AB.

**OTHER****Information on Stockhorn Capital AB's shareholdings before and after the resolution on the rights issue**

In connection with the Rights Issue, Stockhorn Capital AB ("**Stockhorn**") has entered into subscription and guarantee commitments with the company.

The Swedish Securities Council has granted Stockhorn an exemption from the obligation to make a mandatory offer in respect of subscription of shares made in accordance with said subscription and guarantee undertaking. The exemption is conditional upon the shareholders being informed prior to the general meeting of the amount of capital and votes that Stockhorn may receive as a result of the subscription and guarantee commitment, and that a valid resolution to approve the Board of Directors' resolution on the Rights Issue requires at least two thirds of both the votes cast and the shares represented at the meeting, excluding the shares held and represented at the meeting by Stockhorn.

As of the date of the notice, Stockhorn owns shares in the company corresponding to approximately 24.04 per cent of the total number of shares and votes in the company. If Stockhorn fulfils its subscription commitment and the entire guarantee commitment is utilised, Stockhorn's ownership after the Rights Issue may amount to a maximum of approximately 39.05 per cent of the shares and votes in the Company.

**SPECIAL MAJORITY REQUIREMENTS**

A valid resolution in accordance with item 7 above requires simple majority.

**SHAREHOLDERS' RIGHT TO RECEIVE INFORMATION**

The shareholders are reminded of their right to, at the Extraordinary General Meeting, receive information from the Board of Directors and the managing director in accordance with Chapter 7, Section 32 of the Swedish Companies Act.

**NUMBER OF SHARES AND VOTES**

There is a total of 114,290,894 shares and votes in the company.

**DOCUMENTS**

The annual report for the financial year 2023, power of attorney forms as well as documents in accordance with the Swedish Companies Act are available at the company's offices at Lindholmspiren 7C, SE-417 56 Gothenburg, Sweden, and on the company's website, [www.irisity.com](http://www.irisity.com). The documents will also be sent free of charge to shareholders who so request and provide their postal address or e-mail address.

The Board of Directors' proposal under item 7 is fully formulated in the convening notice.

**PROCESSING OF PERSONAL DATA**

For information on how your personal data is processed, please refer to the privacy policy available on Euroclear's website:

<https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>

Gothenburg in April 2025

**Irisity AB (publ)**

*The Board of Directors*

**For further information, please contact:**

Keven Marier, CEO, Irisity AB, +46 771 41 11 00, [keven.marier@irisity.com](mailto:keven.marier@irisity.com).

**About Irisity**

Irisity's AI Open Platform enhances any camera and video management system by integrating a choice of advanced AI and video metadata management featuring hybrid architecture, built-in anonymization, and flexible deployment (on-premises, cloud, or hybrid). Globally trusted in over 3000 locations, our



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platform delivers real-time, efficient, and precise data, augmenting human decisions to improve safety, operational efficiency and organizational intelligence.

The Irisity AB (publ) share is listed on Nasdaq First North Growth Market, with the ticker IRIS, the Company's Certified Adviser is Carnegie Investment Bank AB.

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<https://irisity.com>