

Statement by the board of directors of Nordic Waterproofing Holding AB (publ) under Chapter 18, section 4, of the Swedish Companies Act

With reference to the board of directors' proposal for dividend, the board of directors hereby submits the following statement pursuant to Chapter 18, section 4 of the Swedish Companies Act.

Proposed dividend

As stated in the proposal for dividend, the board of directors proposes a dividend of SEK 7.00 per share. The record date for receiving the dividend is proposed to be 2 May 2023. With the proposed record date, the dividend is expected to be paid out through Euroclear Sweden AB on 5 May 2023.

The board of directors' statement regarding whether the proposed dividend is justified

According to Nordic Waterproofing Holding AB's (publ) dividend policy, the company aims to have an annual dividend of more than 50 per cent of its net profit. The pay-out decision will be based on the group's financial position, investment needs, general economic and business conditions, liquidity position as well as general economic and business conditions.

The board of directors is of the opinion that the proposed dividend to the shareholders does not constitute an obstacle for the company to meet its short or long-term obligations, while the company's financial position allows for continued investments and expansion of the business.

The proposed dividend of SEK 7.00 per share, equivalent to SEK 167,998,866¹, which represents 26.2 per cent of the parent company's equity and 9.6 per cent of the group's equity at the balance sheet date of 31 December 2022. The dividend reduces the parent company's equity ratio from 46.6 per cent to 39.9 per cent and the group's equity ratio from 47.1 per cent to 44.6 per cent. The equity ratio is considered to be sufficient.

Both the parent company and group companies are deemed to be able to maintain good liquidity even after dividend in accordance with the board of directors' proposal. Following the dividend distribution, the company will continue to have a good level of solvency which, in the board's opinion, meets the requirements which may currently be imposed for the industry sector in which the company operates. It is considered that, following the dividend distribution, the company will have satisfactory liquidity and a need to strengthen its balance sheet which may be regarded as satisfied.

The board of directors is, in the light of the above, of the opinion that the proposed dividend is justified with regards to the requirements that the nature, scope and risks of the business place upon the size of the company's and group's equity and upon the company's and group's consolidation needs, liquidity and financial position in general.

The proposed dividend of SEK 7.00 per share can be justified by reference to what is stated in Chapter 17, section 3, paragraphs 2-3 of the Swedish Companies Act.

Helsingborg in March 2023
Nordic Waterproofing Holding AB
The Board of Directors

¹ No dividend is paid on the company's holding of shares. The amount indicated is this calculated on the basis of the total number of shares decreased by the company's own holdings.