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DUNI AB (PUBL)

Documents for the Annual General Meeting of Shareholders – Monday 18 May 2026

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THE PROPOSALS BY THE NOMINATION COMMITTEE TO THE ANNUAL GENERAL MEETING OF DUNI AB (ITEM 2, 13-17 AND 18 ON THE AGENDA) AND THE REASONED OPINION IN RESPECT OF THE PROPOSAL REGARDING BOARD OF DIRECTORS

The members of Duni's nomination committee in respect of the annual general meeting 2026 are Thomas Gustafsson, chairman of the board of directors, Mikael Helmersson nominated by Mellby Gård AB, Jonas Backman nominated by Protector Forsikring ASA and Mattias Sjödin nominated by Carnegie Fonder AB. Mikael Helmersson has been the chairman of the nomination committee. The composition of the nomination committee was published on 6 November 2025 and all shareholders have had the opportunity to contact the nomination committee with nomination proposals. The proposals by the nomination committee for resolutions to be passed at the annual general meeting, and the reasoned opinion in respect of the proposal regarding the board of directors are as follows:

Election of chairman of the annual general meeting (item 2 on the agenda)
The nomination committee proposes chairman of the board of directors Thomas Gustafsson, as chairman of the annual general meeting.

Resolution on the number of directors, election of directors and chairman of the board of directors and election of auditor (item 13 and 16-17 on the agenda)
The nomination committee proposes that the number of directors shall be seven and proposes re-election of the directors Viktoria Bergman, Morten Falkenberg, Thomas Gustafsson, Magnus Holmberg, Sven Knutsson, Pia Marions and Janne Moltke-Leth. The nomination committee proposes that Thomas Gustafsson is re-elected as chairman of the board of directors.

For further information about the proposals of directors for re-election, see Appendix A.

The nomination committee proposes, in accordance with the audit and sustainability committee's recommendation, re-election of the registered public accounting firm Öhrlings PricewaterhouseCoopers AB for the period until the end of the next annual general meeting.

Resolution on the remuneration to the chairman of the board of directors, the other directors, and to the auditor (item 14-15 on the agenda)

The nomination committee proposes that the chairman of the board shall receive SEK 675,000 (SEK 655,000) and the other directors appointed by the meeting SEK 360,000 (SEK 350,000) each. In addition, the chairman of the remuneration committee shall receive SEK 76,000 (SEK 74,000) and the other members of the remuneration committee SEK 35,000 (SEK 34,000) each, and the chairman of the audit and sustainability committee shall receive SEK 149,000 (SEK 144,000) and the other members of the audit and sustainability committee SEK 73,000 (SEK 71,000) each.

The nomination committee has further proposed that fair remuneration to the auditor is to be paid as charged.

Proposal regarding the nomination committee (item 18 on the agenda)

The nomination committee proposes that the representatives of the nomination committee shall be appointed through a procedure where the chairman of the board of directors contacts the three largest shareholders in terms of votes as per 30 September 2026 and that each such shareholder appoints a representative to, together with the chairman of the board of directors, constitute the nomination committee up until the next annual general meeting, or, if applicable, up until a new nomination committee has been appointed. The nomination committee shall be convened no later than 31 October 2026. If any of the three largest shareholders, in terms of votes, renounces from its right to appoint a representative, the right shall pass to the largest shareholder in turn. Should a representative resign from the nomination committee before its work is completed, a substitute shall be appointed by the same shareholder that has appointed the resigning representative, if considered necessary, or, if this shareholder does not belong to the three largest shareholders in terms of votes anymore, by the new shareholder that belongs to this group. The nomination committee shall appoint one of its members as chairman. The composition of the nomination committee shall be made public as soon as the nomination committee has been formed and no later than six months before the annual general meeting. In the event that the ownership structure is changed after the nomination committee has been composed such that one or several shareholders that have appointed a representative to the nomination committee is no longer in the group of the three largest shareholders in terms of votes, the composition of the nomination committee may be changed in accordance therewith if the nomination committee considers that it is necessary. The tasks of the nomination committee shall be to prepare, for the next annual general meeting, proposals in respect of number of members of the board of directors to be elected by the annual general meeting, remuneration to the members of the board of directors and the auditors, remuneration, if any, for committee work, the composition of the board of directors, the chairman of the board of directors, resolution regarding the nomination committee, chairman at the general meeting and election of auditors.

The nomination committee's reasoned opinion in respect of the proposal regarding board of directors

Considering the company's operations, stage of development and other relevant circumstances, the nomination committee has discussed the size of the board of directors and its composition in respect of industry experience, competence, including competence within sustainability matters, and international experience. As a basis for its work, the nomination committee has, inter alia, used an evaluation of the board of directors and its work. The nomination committee has noted that the evaluation of the board of directors of Duni, as well as the nomination committee's own assessment, that the seven proposed members constitute an appropriate board composition.

As diversity policy, the nomination committee has applied Section 4.1 in the Swedish Corporate Governance Code whereby the board is to have a composition appropriate to the company's operations, phase of development and other relevant circumstances. The board members elected by the shareholders' meeting are collectively to exhibit diversity and breadth of qualifications, experience and background and the nomination committee is to strive for gender balance on the board.

The nomination committee's proposal means that three out of seven of the proposed members are women, which corresponds to a gender distribution of approximately 43% women and 57% men among the members elected by the general meeting.

In addition, the nomination committee has assessed the independence of the directors. The nomination committee believes that its proposal regarding the composition of the board of directors fulfills the requirements for independence as stipulated in the Swedish Corporate Governance Code. It is the opinion of the nomination committee that Thomas Gustafsson, Magnus Holmberg and Sven Knutsson are to be regarded as dependent in relation to major shareholders. Other proposed directors, are to be regarded as independent in relation to the company and executive management as well as to major shareholders.

The nomination committee makes the overall assessment that the proposed board of directors meets the demands well that will be imposed on the board of directors in the future as a consequence of Duni's situation and future direction.

Appendix A

Information about members of the Board of Directors proposed by the Nomination Committee of Duni AB (publ)

The Nomination Committee of Duni AB (publ) has in respect of the annual general meeting 2026 proposed that the board of directors of the company shall be composed of the following six ordinary members:

Thomas Gustavsson (re-election, chairman of the Board)
Chairman of the Board since 2020. Board member since 2019.

- Year of birth: 1965
- Education: Diploma in Business Administration
- On-going assignments:, Chairman of the board of KappAhl AB and Togus AB as well as deputy in Morelo Invest AB
- Experience: CEO of Duni AB (publ) 2012-2017, Deputy CEO and board member of Mellby Gård AB and board member of Aros Kapital AB, G4 Capital AB and OJ Holding Sweden AB previously responsible for overseeing Mellby Gård's consumer goods companies and before that President and CEO of 2E Group AB (publ). Senior executive positions at Spendrups Bryggeri AB, Brämhults Juice AB and Eckes Granini GmbH
- Number of shares: 112,388
- Considered as independent of the company and the company management but not in relation to Duni's major shareholders

Viktoria Bergman (re-election, board member)
Board member proposed for new election at the 2023 AGM.

- Year of birth: 1965
- Education: Berghs School of Communications, Communication Executives Program at Stockholm School of Economics
- Ongoing assignments: Chairman of the board of Galber AB. Board member Novus Group International AB (publ)
- Experience: Chairman of the board of Trianon AB (publ), board member Vattenfall AB and deputy Chair WaterAid Sweden. Viktoria has a broad experience in corporate governance, sustainability, communication, market- and product development from leading positions in global companies in several industries. She has been Senior Vice President Communications and Sustainability EON Nordic, Senior Vice President Corporate Communications and Sustainability Trelleborg Group as well as had various positions within Falcon Breweries, Unilever and the Cerealia Group
- Shareholding: 1 000
- Considered as independent of the company, the company management and Duni's major shareholders

Morten Falkenberg (re-election, board member)

Board member since 2020.

- Year of birth: 1958
- Education: M.Sc. in Business and Economics, Copenhagen School of Economics and Business Administration
- On-going assignments: Chairman of the board of Cloetta AB
- Experience: President and CEO, and board member, of Nobia AB (publ) and board member in Ansell. Executive Vice President and Head of Floor Care and Small Appliances at Electrolux. Senior positions at TDC Mobile and the Coca-Cola Company
- Number of shares: 10 112
- Considered as independent of the company, the company management and Duni's major shareholders

Magnus Holmberg (re-election, board member)

Board member proposed for new election at the 2025 AGM.

- Year of birth: 1968
- Education: M.Sc. Engineering Physics, Lund University and MBA at Stockholm School of Economics
- Ongoing assignments: CEO Roxtec AB
- Experience: EVP Business Area Infrastructure and Industry at Roxtec and before that General Manager at ABB Kabeldon
- Shareholding: 0
- Considered as independent of the company, the company management but not in relation to Duni's major shareholders

Sven Knutsson (re-election, board member)

Board member since 2020.

- Year of birth: 1969
- Education: M.Sc. in Business and Economics, Lund University
- On-going assignments: Deputy CEO of Mellby Gård AB, chairman of the board at Klarahill AB, Söderberg & Haak Maskin AB and Scandinavian Hertiage AB. Board member in KappAhl AB and Open Air Group AB
- Experience: Previous experience from various industries such as Thule Group, Cardo Flow Solutions and Alfa Laval and also as CFO of Boxon AB
- Number of shares: 5 000
- Considered as independent of the company, the company management but not in relation to Duni's major shareholders

Pia Marions (re-election, board member)

Board member since 2020.

- Year of birth: 1963
- Education: M.Sc. in Business and Economics, Stockholm University
- On-going assignments: Board member of Vitrolife AB (publ), DNB Carnegie Holding, Impilo HealthCare AB, Unilabs Group Holding APS, Skandiabanken Aktiebolag (publ) and Vimian AB
- Experience: CFO at Skandia Group, Folksam Group, Carnegie Group and Skandia Liv, Chartered accountant and senior positions at Royal Bank of Scotland, Länsförsäkringar Liv and the Swedish Financial Supervisory Authority
- Number of shares: 1 000
- Considered as independent of the company, the company management and Duni's major shareholders

Janne Moltke-Leth (re-election, board member)

Board member proposed for new election at the 2023 AGM.

- Year of birth: 1966
- Education: M.Sc. in International Business and Strategic Management, Aarhus University
- Ongoing assignments: CEO at Bruun Rasmussen Aktioner A/S, board member of Sydbank A/S and Royal Greenland A/S
- Experience: Janne has special expertise in strategy and business development, marketing and communication, sales and distribution and ESG. She has been, among other things, CEO of Reform Group, Kolpin Hotels A/S, Paustian A/S and had various positions at Carlsberg, Royal Unibrew and Copenhagen Airport
- Shareholding: 0
- Considered as independent of the company, the company management and Duni's major shareholders

DUNI AB - THE BOARD OF DIRECTORS' PROPOSAL REGARDING RESOLUTION ON DISPOSITION OF THE COMPANY'S PROFITS AND THE REASONED STATEMENT IN ACCORDANCE WITH CHAPTER 18 SECTION 4 OF THE SWEDISH COMPANIES ACT (ITEM 10 B ON THE AGENDA)

The proposal by the board of directors on a dividend:
The board of directors proposes that the profit, according to the adopted balance sheet for 2025 shall be disposed so that SEK 234,995,160 is distributed to the shareholders and that the remaining unappropriated earnings amounting to SEK 2 390 919 9 are carried forward.

The board of directors proposes that the following will apply for the dividend:

- SEK 5.00 shall be distributed per share, distributed to the shareholders in two equal payments of SEK 2.50 per share,
- 20 May 2026 is record date for the first instalment,
- payment of the first instalment is estimated to be made on 25 May 2026,
- 17 November 2026 is record date for the second instalment, and
- payment of the second instalment is estimated to be made on 20 November 2026.

It is proposed that the dividend shall be divided into two installments to achieve a more balanced cash flow in relation to Duni's seasonal variation.

The board of directors' reasoned statement according to Chapter 18 Section 4 of the Swedish Companies Act:
The board of directors makes the following reasoned statement according to Chapter 18 Section 4 of the Swedish Companies Act (2005:551):

The parent company's and the group's position is good, which is demonstrated by the year-end report for 2025 and by the audited annual report that has been submitted by the board of directors. There will be sufficient coverage for the company's restricted equity after distribution of the proposed dividend. Based on the profits after tax for 2025, the proposed dividend is more than well in line with the company's dividend policy.

The proposed dividend amounts to 9% of the parent company's shareholders' equity and 6% of the consolidated shareholders' equity. The group generates good cash-flows and the board of directors assesses that Duni has a strong balance sheet. After the distribution of the dividend, the parent company's and the group's equity/asset ratios are approximately 48.1% and 47.2%, respectively. The equity/assets ratio and liquidity will also after the proposed dividend, be satisfactory considering the line of business in which the company and the group operate, and the company and the group are expected to be able to fulfill its respective obligations in the short and long term and carry out planned investments.

Shareholders' equity would have been SEK 926 thousands lower if financial instruments valued at fair value pursuant to Chapter 4, section 14 a of the Swedish Annual Accounts Act, instead had been valued on the basis of the lower of cost or market value principle (*Sw. lägsta värdets princip*).

With reference to the foregoing, the board of directors assess that the dividend is justifiable considering;

1. the requirements that the nature, scope and risks of the operations (of the group as well as of the parent company) impose on the size of the equity, and
2. the parent company's and the group's consolidation requirements, liquidity and position in general.

Malmö, February 2026
DUNI AB (publ)

The Board of Directors

Remuneration Report 2025

Introduction
This report describes how the guidelines for the remuneration of senior executives of Duni AB, adopted by the 2025 Annual General Meeting, were applied in 2025. The report also contains information about remuneration to the CEO and the Deputy CEO. The report has been prepared in accordance with the Swedish Companies Act and the Rules on Remuneration of the Board and Executive Management and on Incentive Programmes issued by the Swedish Corporate Governance Board and administered by the Swedish Securities Market Self-Regulation Committee.

Additional information about remuneration to senior executives can be found in Note 16 (Salaries and other remuneration) on pages 160-162 of the Annual and Sustainability Report for 2025. Information about the work of the Remuneration Committee during 2025 can be found in the Corporate Governance Report on page 46 of the Annual and Sustainability Report for 2025.

Board fees are not included in this report. Such fees are decided annually by the Annual General Meeting and are reported in Note 16 on page 160 of the Annual and Sustainability Report for 2025.

Developments during 2025
The CEO and the Chairman of the Board of Directors together summarize the Company's overall results in a report on pages 6-8 of the 2025 Annual and Sustainability Report.

The Company's remuneration guidelines: area of application, purpose and deviations
A prerequisite for the successful implementation the Company's business strategy and safeguarding of its long-term interests, including its sustainability, is that the Company is able to recruit and retain qualified employees. This requires the Company to be able to offer competitive remuneration. The Company's remuneration guidelines enable senior executives to be offered a competitive total remuneration package. According to the remuneration guidelines, remuneration of senior executives shall be on market terms and aligned with the senior executive's responsibilities and authorities. The total remuneration consists of a fixed cash salary, a variable cash salary, pension benefits and other benefits. The variable cash salary shall be limited in advance to a maximum amount and based on performance with respect to pre-determined and measurable performance goals, which are designed to promote the Company's business strategy and long-term value creation, including its longevity. The annual variable cash salary (annual bonus) shall be capped at 75 percent of the fixed cash salary. Cost-neutral salary exchange is permitted and has been utilized by both the CEO and Deputy CEO during the year. In addition, variable remuneration is included as a three-year average in the pensionable salary.

The full guidelines are described on pages 52-53. In 2025, Duni AB followed the applicable remuneration guidelines as adopted by the Annual General Meeting. There have been no deviations from the guidelines and no deviations from the decision-making process to be applied in determining remuneration according to the guidelines. The auditor's opinion on the Company's compliance with the guidelines is available at www.dunigroup.com/sv/bolagsstyrning. No remuneration has been reclaimed. Duni AB has no long-term share-related incentive programs.

Application of performance criteria for variable remuneration
The performance criteria for the variable remuneration are intended to realize the Company's strategy and sustainability targets and to encourage actions that are in the Company's long-term interest. The strategic targets and short-term and long-term business priorities for the fiscal year shall also be taken into account. The performance criteria for variable remuneration for the fiscal year 2025 consist of a financial performance metric and a sustainability metric.

- The performance metric is called Residual Income and consists of operating income minus 20 percent interest on trading capital. Operating income means EBIT before restructuring costs and amortization of intangible assets identified on acquisition. Trading capital refers to inventories, accounts receivable and accounts payable. Acquisitions in the current year are excluded from the basis. The inclusion of both the year's operating income and the efficiency of trading capital promotes a healthy balance between long-term and short-term decisions.

Total remuneration to the CEO and Deputy CEO, 2025

2025, SEK k	Basic salary[1]	Variable remuneration[2]	Other benefits[3]	Pension expense[4]	Severance compensation	Total remuneration	Proportion of fixed/ variable remuneration[4]
Robert Dackeskog, CEO	4,771	358	80	2,839	–	8,047	96/4
Magnus Carlsson, Deputy CEO	2,480	124	128	1,090	–	3,822	97/3

[1] Fixed remuneration including holiday pay of SEK 598 thousand to Robert Dackeskog and SEK 300 thousand to Magnus Carlsson.
[2] Variable remuneration relates to the fiscal year 2025. but will be paid in 2026.
[3] Other benefits include company car, fuel and health insurance.
[4] Pension expenses, which relate in their entirety to Basic salary and are defined contributions, have been recognized in full as fixed remuneration. The pension expense complies with the guidelines, see definition on page 53.

- The sustainability metric relates to a climate index for achieving the set sustainability target for Scopes 1 and 2 in accordance with science-based targets.

To achieve a bonus outcome, the general starting point is that the previous year's Residual Income must be exceeded. At the beginning of each year, the range of bonus outcomes is reassessed based on the conditions prevailing in the external environment for the fiscal year ahead. The maximum outcome should correspond to a significant improvement. For 2025, it was decided that the range would be between index 100 and index 125.

With regard to the sustainability metric, the reduction in carbon dioxide intensity for Scopes 1 and 2, with 2019 as the base year (index 100), shall amount to no more than index 37 for 2025, which corresponds to a 3 percent reduction for the year compared to 2024. The focus is on own operations, where direct decisions are possible and can have a direct, positive impact. In due course, the metric can be updated to also include Scope 3, when the methodology and data sources are more robust. The outcome for the year was index 37.

The CEO may receive a maximum of 75 percent of the basic salary in variable remuneration, of which 7.5 percent is sustainability-related and 67.5 percent is performance-related. The Deputy CEO may receive a maximum of 50 percent of the basic salary in variable remuneration, of which 5 percent is sustainability-related and 45 percent is performance-related. The outcome for the fiscal year 2025 is 0 percent for the performance metric and 100 percent for the sustainability metric, which means 7.5 percent of the basic salary for the CEO and 5 percent of the basic salary for the Deputy CEO. The ambition is to increase the relative weighting of the sustainability target in the long term.

Remuneration of senior executives

The Group has not granted any loans, extended or issued any guarantees, or provided any security to the benefit of directors, senior executives, or auditors. None of the directors, senior executives, or auditors have entered into transactions with Duni Group directly or indirectly through any affiliated company.

Comparative information with respect to changes in remuneration and the Company's earnings

Five-year comparison	2021	2022	2023	2024	2025
Total remuneration to the CEO, SEK k [1]	5,701	8,810	9,496	7,330	8,047
Total remuneration to the CEO, change compared to previous year, %	-55.3%	54.5%	7.8%	-22.8%	9.8%
Total remuneration to the Deputy CEO, SEK k [1]	2,836	3,976	4,337	3,492	3,822
Total remuneration to the Deputy CEO, change compared to previous year, %	73.5%	40.2%	9.1%	-19.5%	9.4%
Average remuneration of employees in the Group, SEK k [2]	359	428	498	512[4]	512
Average remuneration, change compared to previous year, %	-2.3%	19.1%	16.4%	3.0%[3]	0.0%
Consolidated recognized earnings, EBIT, SEK m	173	326	648	412	477
Consolidated recognized earnings, EBIT, change compared to previous year, %	147.1%	88.4%	98.8%	-36.4%	15.8%

[1] 2022 and 2023 include variable remuneration.
[2] Average remuneration based on the number of full-time equivalent employees in the Group, excluding the number of members from Group Management.
[3] In 2024, the average remuneration to employees in the Group was incorrectly calculated at 2,432 average employees instead of the reported average of 2,511 employees. This has been corrected in the table.

Guidelines for senior executives

These guidelines apply to those who are a part of Duni AB's Group Management ("senior executives") and directors during the time when the guidelines apply, in the manner specified below. The guidelines do not apply to remuneration decided on by the general meeting, such as share-related or share price-related incentive programs. These guidelines are in line with the guidelines adopted by the 2025 Annual General Meeting. The guidelines shall apply until new guidelines are adopted by the general meeting.

In the case of employment relationships governed by rules other than English, appropriate adjustments may be made to comply with such mandatory rules or established local practice, the overall purpose of these guidelines being to satisfy as far as possible. A description of the business strategy and sustainability work can be found in Duni AB's Annual and Sustainability Report. Successful implementation the business strategy and safeguarding of the Company's long-term interests, including its longevity, require that the Company is able to recruit and retain qualified employees. The goal of remuneration policy is to offer remuneration on market terms in order to attract, motivate, and retain skilled and talented employees.

The total remuneration to senior executives shall be aligned with the senior executive's responsibilities and authorities. The total remuneration may consist of a fixed cash salary, a variable cash salary (bonus), pension benefits, and other benefits. In addition to this, and irrespective of these guidelines, the AGM may resolve on share-related and share price-related remuneration.

Variable cash salary

The variable cash salary shall be limited in advance to a maximum amount and based on performance with respect to pre-determined and measurable performance goals, which are designed to promote the Company's business strategy and long-term value creation, including its longevity. The annual variable cash salary (annual bonus) shall be capped at 75 percent of the fixed cash salary. The variable cash salary may be based on metrics such as the annual profitability and capital tie-up targets as well as sustainability targets set by the Board, and may be linked to the

Group's adjusted EBIT, adjusted capital employed, and a sustainability metric.

Once the period for measuring attainment of the criteria for payment of the variable cash salary has ended, the Board shall determine to what extent the criteria have been met based on a proposal from the Remuneration Committee. In its assessment of whether the criteria have been met, the Board, upon proposal from the Remuneration Committee, has the option to grant exemptions from the goals that were set on the grounds set out below under the heading Decision process and deviations. With respect to the attainment of financial targets, the assessment shall be based on the most recently published financial information of the Company with any adjustments that the Board made in advance upon implementation of the program.

Variable remuneration shall not be paid, or variable remuneration shall be reclaimable, if the senior executive acted in breach of the Company's Code of Business Conduct. The variable cash salary may be paid once the measurement period has ended or it may be deferred for later payment. In compliance with legislation, the Board shall have the option to fully or partially reclaim variable cash salaries paid on incorrect grounds.

Other remuneration
Additional cash remuneration may be paid as a one-time arrangement under extraordinary circumstances in order to recruit or retain executives. Such remuneration may not exceed an amount equivalent to one year of the fixed cash salary. Resolutions on such remuneration shall be passed by the Board upon proposal from the Remuneration Committee.

Pension
Senior executives shall be covered by the ITP plan and a so-called alternative ITP for all salary components exceeding 7.5 income base amounts. Pension premiums with respect to alternative ITP shall not exceed 35 percent (CEO) and 30 percent (other executives) of the pensionable salary. Variable remuneration is included as a three-year average in the pensionable salary.

Other benefits
Other benefits, such as company car, fuel and health and medical insurance, may be paid to the extent that this is deemed to be in line with market conditions for senior executives in equivalent positions in the labor market in which the executive is active. The cumulative value of these benefits is not permitted to exceed 12 percent of the fixed cash salary.

Conditions of termination
Senior executives shall be employed for an indefinite period. Upon termination of employment, the fixed cash salary during the applicable notice period and severance compensation combined shall not exceed 18 months of the fixed cash salary. Upon termination by the senior executive, the senior executive shall not be entitled to severance compensation. Senior executives shall be able to be compensated for non-compete obligations after termination of employment to the extent that severance compensation is not paid for the corresponding period. Such compensation shall be capped at 12 months of the fixed cash salary.

Remuneration to the Board of Directors
In cases where directors (including through wholly-owned companies) render services for the Group apart from board work, a separate cash fee may be paid for this (consulting fee). This fee shall be on market terms and aligned with the value to Duni Group. Remuneration of directors, as well as other terms and conditions, are determined by the Board.

Decision process and deviations
In preparing the Board's proposal for these remuneration guidelines, salaries and employment conditions for employees have been taken into consideration because information on the total remuneration of employees, the components of the remuneration and the increase and rate of increase in the remuneration over time have been a part of the Remuneration Committee and the Board's supporting documents for evaluating whether the guidelines and the restrictions imposed by them are fair.

The Remuneration Committee prepares the Board's proposed guidelines for the remuneration of senior executives. These are reviewed annually and presented for resolution at the AGM if amendments are proposed or at least every fourth year. The CEO and other executives that are a part of management do not attend the Board's discussions and resolutions on remuneration-related matters to the extent that such matters affect them.

The Board may resolve to temporarily deviate from the guidelines in full or in part if there are special grounds to substantiate this in an individual case and if such deviation is necessary to safeguard the Company's long-term interests, including its longevity, or to secure the Company's financial viability. As specified above, it is a part of the Remuneration Committee's job to prepare Board resolutions on remuneration matters, which includes resolutions to deviate from the guidelines.

For more information about the remuneration of senior executives, see Note 16 Salaries and other remuneration.

Auditor’s opinion pursuant to Chapter 8, § 54 of the Swedish Companies Act (2005:551) regarding whether the guidelines for remuneration to senior executives adopted by the annual general meeting of shareholders have been complied with

To the annual general meeting of Duni AB, corporate identity number 556536-7488

We have reviewed whether the Board of Directors and the Managing Director of Duni AB have followed the guidelines for remuneration to senior executives as established at the annual general meeting on 21 May 2024 and the annual general meeting on 19 May 2025 during the year 2025.

Responsibilities of the Board of Directors and the Managing Director

The Board of Directors and the Managing Director are responsible for ensuring that the guidelines are followed and for the internal control that the Board of Directors and the Managing Director deem necessary to ensure compliance with the guidelines.

Auditor’s responsibility

Our responsibility is to express an opinion, based on our review, to the annual general meeting on whether the guidelines have been followed. We have conducted the review in accordance with FAR's recommendation RevR 8 *Review of remuneration to senior executives in certain public companies.* This recommendation requires us to comply with professional ethical standards and to plan and perform the review to obtain reasonable assurance that the guidelines established by the annual general meeting have been followed in all material respects. The audit firm applies International Standard on Quality Management 1, which requires the firm to design, implement, and manage a system for quality management, including guidelines or procedures regarding compliance with professional ethical requirements, standards for professional practice, and applicable legal and regulatory requirements.

We are independent in relation to Duni AB in accordance with generally accepted auditing standards in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

The review has included the company's organization for and documentation of remuneration matters for senior executives, the new decisions on remuneration that have been made, and a selection of the payments made during the financial year to the senior executives. The auditor selects which procedures to perform, including assessing the risk that the guidelines have not been followed in all material respects. In making this risk assessment, the auditor considers the parts of internal control relevant to compliance with the guidelines to design review procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.

We believe that our review provides a reasonable basis for our statement below

Opinion

We believe that the Board of Directors and the Managing Director of Duni AB have followed the guidelines for remuneration to senior executives established at the annual general meeting on 21 May 2024 and the annual general meeting on 19 May 2025 during the year 2025.

Malmö, 22 April 2026
Öhrlings PricewaterhouseCoopers AB

Johan Rönnbäck
Authorized Public Accountant

This is a translation of the Swedish language original. In the event of any differences between this translation and the Swedish language original, the latter shall prevail.