

## Item 15

**The Board of Directors' proposal for resolution on approval of the Board of Directors' proposal for a directed issue of shares to participants in STIP 2023 and STIP 2024**

### ***15.1 Resolution on approval of the Board of Directors' proposal for a directed issue of shares to participants in STIP 2023***

The Board of Directors proposes that the Annual General Meeting resolves to carry out a directed issue of not more than 107,600 new shares, entailing an increase in the share capital of not more than SEK 301,280.00. The issue is proposed in order to pay part of the outcome of the Company's bonus program STIP 2023 in the form of shares. The resolution shall otherwise be governed by the following terms and conditions.

1. The right to subscribe for new shares shall vest in participants in STIP 2023 ("STIP 2023 participants"). Each STIP 2023 participant is only entitled to subscribe for the number of shares corresponding to 45 percent of each individual's outcome under STIP 2023.
2. The reason for the deviation from the shareholders' preferential rights is to fulfil the company's obligations under STIP 2023 in a cost and capital efficient manner.
3. The Subscription Price per share shall correspond to the volume-weighted average price of the Qliro share on Nasdaq Stockholm during the 10 trading day period ending on 27 May 2024.
4. Subscription of the new shares shall be made on a subscription list.
5. Payment for the new shares shall be made by way of set-off against claims for bonus arising from STIP 2023.
6. Subscription and payment for the new shares shall take place during the period 28 May to 31 May 2024. The Board of Directors shall be entitled to extend the subscription period and the time for payment.
7. The new shares shall entitle to dividends for the first time on the record date for dividends that occurs after the new shares have been entered into the Company's share register.
8. The issue entails a maximum dilution of 0.56 percent.

A resolution in accordance with the Board of Directors' proposal requires approval of at least nine tenths of the votes cast and the shares represented at the Annual General Meeting.

### ***15.2 Resolution on approval of the Board of Directors' proposal for a directed issue of shares to participants in STIP 2024***

The Board of Directors proposes that the Annual General Meeting resolves to carry out a directed issue of not more than 370,000 new shares, entailing an increase in the share capital of not more than SEK 1,036,000.00. The issue is proposed in order to pay out part of the outcome of the Company's bonus program STIP 2024 in the form of shares. The resolution shall otherwise be governed by the following terms and conditions. 1. The right to subscribe for new shares shall vest in participants in STIP 2024 ("STIP 2024 participants"). Each STIP 2024 participant is only entitled to subscribe for the number of shares corresponding to 45 percent of each individual's outcome under STIP 2024.

2. The reason for the deviation from the shareholders' preferential rights is to fulfil the company's obligations under STIP 2024 in a cost and capital efficient manner.
3. The Subscription Price per share shall correspond to the volume-weighted average price of the Qliro share on Nasdaq Stockholm during the 10 trading day period starting on the day when Qliro's year-end report for 2024 is published.
4. Subscription of the new shares shall be made on a subscription list.
5. Payment for the new shares shall be made by way of set-off against claims for bonus arising from 2024 STIP.

6. Subscription and payment for the new shares shall take place during the seven-day period immediately following the determination of the subscription price in accordance with item 3 above.

7. The new shares shall entitle to dividends for the first time on the record date for dividends that occurs after the new shares have been entered into the Company's share register.

8. The issue entails a maximum dilution of 1.90 percent.

A resolution in accordance with the Board of Directors' proposal requires approval of at least nine tenths of the votes cast and the shares represented at the Annual General Meeting.

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Stockholm in April 2024

**Qliro AB (publ)**

*The Board of Directors*