



Item 12: The board of directors' proposal on resolution on a directed issue of shares

The board of directors of OXE Marine AB proposes that the annual general meeting resolve on a directed issue of a maximum of 204,583,335 shares, entailing an increase in the share capital of a maximum of SEK 4,091,666.70 (the "**Directed Share Issue**").

In all other respects, the following terms and conditions shall apply.

1. The right to subscribe for shares shall, with deviation from the shareholders' preferential rights, be granted to a group of existing and external investors approached in advance, Tenesta Holding AB (Måns Flodberg), Spirit of Performance AB (Christian von Koenigsegg), Tamt AB (Theodor Jeansson), Sven Sandberg, Hajskäret Invest AB, Tiliaflore Holding AB, Håkan Roos, Peter Wikström, Ulf Barkman, Kristoffer Jeansson, Jonas Mårtensson, Joel Hallberg, Daniel Nilsson, Jimmie Landemann and Torna Kapital AB. The purpose of the Directed Share Issue and the reasons for deviating from the shareholders' preferential rights are as follows. The board of directors has carefully considered alternative financing options, including the possibility of raising capital through a rights issue. However, following a comprehensive assessment and careful consideration, the board of directors considers that a new share issue carried out with a deviation from shareholders' preferential rights is a more advantageous alternative for the company and its shareholders than a rights issue, and that, objectively speaking, it is in the interests of both the company and its shareholders to carry out a directed share issue. The board of directors has, among other things, considered the following. A rights issue would be significantly more time-consuming and resource-intensive compared with a directed share issue, not least due to the work involved in securing a rights issue, whilst there are no guarantees that such an issue would be fully subscribed. A rights issue would have required significant underwriting commitments from an underwriting syndicate, which would have entailed additional costs and/or further dilution depending on the type of remuneration paid for such underwriting commitments. Reduced time commitment creates flexibility to act on short-term investment opportunities, reduces exposure to fluctuations in the share price and the risk of a negative impact on the share price, and enables the company to capitalise on the current market interest in its shares. A further aspect in favour of the choice of a directed share issue is that a rights issue would most likely have had to be carried out at a not insignificant discount, which would lead to greater dilution effects for the company's existing shareholders. This is avoided with the Directed Share Issue, where the subscription price has been set at a discount of approximately 5.9 per cent to the closing price of the company's shares on Nasdaq First North Growth Market on 20 March 2026. From a shareholder perspective, a rights issue at a significant discount also entails a risk of a negative impact on the share price in connection with the implementation of the rights issue. The reason why the Directed Share Issue is partly directed at existing shareholders is that these shareholders have expressed and demonstrated a long-term interest in the company, which, in the board of directors' view, creates security and stability for both the company and its shareholders, as well as significant strategic and long-term value. It is the board of directors' assessment that without the support of existing shareholders, it would not have been possible to carry out a successful capital raising. In addition, the company's shareholder base will be strengthened by new long-term investors. In light of the above, the board of directors' overall assessment is therefore that the reasons for carrying out the Directed Share Issue outweigh the reasons for a rights issue under the general rule, and that the Directed Share Issue is therefore in the interests of both the company and all its shareholders.
2. The subscription price has been set at SEK 0.24 per share, following arm's length negotiations between the company and a number of external investors in consultation with financial advisers. The subscription

price represents a discount of approximately 5.9 per cent to the closing price of the company's share on Nasdaq First North Growth Market on 20 March 2026.

3. The share premium shall be transferred to the unrestricted premium reserve.
4. Subscription for the newly-issued shares shall be made by payment no later than three bank days following the day of the annual general meeting's resolution. Payment for the subscribed shares may be made by set-off of the subscriber's claim against the company.
5. The board of directors shall be entitled to extend the subscription period and the time for payment.
6. The new shares shall entitle to dividends from and including the first record date for dividends decided after the new shares have been registered by the Swedish Companies Registration Office and entered into the share register kept by Euroclear Sweden AB.

The board of directors, the CEO, or a person appointed by the board of directors or the CEO shall be authorised to make any minor amendments required to register the resolution with the Swedish Companies Registration Office and Euroclear Sweden AB or due to other formal requirements.

For a valid resolution on the proposal in this item, the proposal has to be supported by shareholders representing at least two-thirds (2/3) of the votes cast as well as shares represented at the meeting.

Ängelholm, March 2026

OXE Marine AB

The board of directors