

The board of directors statement under Chapter 19 Section 22 of the Companies Act

The board of directors of HANZA AB (publ), reg. no. no. 556748-8399 ("**HANZA**" or the "**Company**") has proposed that the annual general meeting on 14 May 2024 resolves to authorize the board of directors to acquire a maximum of [number] of shares. The board of directors considers, in light of what is stated below, that the resolution to acquire the Company's own shares is justifiable in view of the requirements that the nature, scope and risks of the business place on the size of the shareholders' equity, as well as the Company's need for consolidation, liquidity and position in general. In doing so, the board of directors has also taken into account the requirements that the nature, scope and risks of the group's operations place on the group's equity, as well as the group's consolidation needs, liquidity and position in general.

Equity

The board of directors considers that the Company's equity will be of sufficient amount after the proposed acquisitions, taking into account the business' nature, scale and risk that the business is associated with and the current economic situation, historical development and forecasts for the Company as well as for the market.

Consolidation needs, liquidity and position in general

The board of directors has made a comprehensive assessment of the Company's financial position and its ability to fulfil its undertakings in the long term. As set out in the Company's annual report for 2023, the group's equity amounted to SEK [xx] thousand and the Company's non-restricted equity amounted to SEK [xx] thousand as of December 31, 2023. [As of 31 December 2023, the group had assets measured at fair value in accordance with Chapter 4, Section 14a of the Annual Accounts Act. If those assets would not have been measured at fair value, the group's equity would have been SEK [xx] thousand higher.]

The proposed share purchases do not affect the Company's ability to fulfil its current or anticipated payment obligations in a timely manner or the Company's ability to carry out planned investments.

The board of directors has also considered other known circumstances that may be significant to the Company's financial position and that have not been considered within the framework of the above. In that regard, nothing has come to light that would render the proposed acquisitions unjustifiable.

Kista in April 2024

HANZA AB (publ)

Styrelsen