# CORPORATE GOVERNANCE REPORT

Bulten AB (publ) is a Swedish public limited company with its registered office in Gothenburg, Sweden. Bulten has been listed on Nasdaq Stockholm since May 20, 2011. The company conforms to Nasdaq Stockholm's regulatory framework for issuers and applies the Swedish Code of Corporate Governance (the "Code"). The Code is available on the website of the Swedish Corporate Governance Board at www.bolagsstyrning.se. The Code applies to all Swedish companies whose shares are listed on a regulated market in Sweden and is to be adhered to in full in connection with the first AGM held in the year following listing. Bulten started adapting to the Code in connection with its 2011 AGM and has since implemented it. The company does not need to observe all rules in the Code but has options for selecting alternative solutions which it may deem better suit its circumstances, provided that any non-compliance and alternative solutions are described and the reasons explained in the corporate governance report.

This corporate governance report has been prepared in accordance with the Swedish Annual Accounts Act and the Swedish Code of Corporate Governance. It has been checked by the company's auditors.

#### ANNUAL GENERAL MEETING

Under the Swedish Companies Act, the Annual General Meeting (AGM) is the company's highest decision-making body. At the AGM, shareholders exercise their voting rights over key issues, such as the adoption of income statements and balance sheets, the appropriation of the company's profits, the authorization to discharge the members of the Board of Directors and the President and CEO from liability for the financial year, the election of Board members and auditors and the remuneration for the Board of Directors and the auditors. The 2024 Annual General Meeting resolved to authorize the Board of Directors to acquire the company's own shares up to 10% of all outstanding shares and to authorize new share issues of up to 10% dilution of all shares in the company.

Besides the AGM, additional general meetings may be convened. In accordance with the Articles of Association, all general meetings of shareholders shall be convened through announcements in Postoch Inrikes Tidningar and by posting the convening notice on the company's website. It shall be advertised simultaneously in Swedish business daily Dagens Industri that the notice to attend has been issued.

# Composition of the Board in 2024

The tables below provide an overview of the composition of the Board in 2024. Additional information about Board members can be found on page 81.

NAME	BOARD ROLE	ELECTED/ APPOINTED	RESIGNED	AUDIT COMMITTEE	REMUNERATION COMMITTEE	INDEPENDENT OF THE COMPANY AND CORPORATE MANAGEMENT	INDEPENDENT OF THE COMPANY'S MAJOR SHAREHOLDERS
Board members							
Ulf Liljedahl	Chair	2015	-	Chair	Chair <sup>1)</sup>	Yes	No
Karin Gunnarsson	Member	2020	-	Member	-	Yes	Yes
Hans Gustavsson	Member	2005	2024	-	Chair <sup>2)</sup>	Yes	Yes
Christina Hallin	Member	2020	-	-	Member	No	Yes
Hans Peter Havdal	Member	2013	-	Member	-	Yes	Yes
Jonas Hård	Member	2023	-	Member	-	Yes	Yes
Malin Ruijsenaars	Member	2024	-	-	Member <sup>1)</sup>	Yes	Yes
Joakim Stenberg	Employee representative	2020	2024	-	-	-	_
Harri Åman	Employee representative	2020	-	-	-	-	-
Niklas Malmberg *	Employee representative	2020	-	-	-	-	_

<sup>\*)</sup> Deputy 1) From April 25, 2024 2) Until April 25, 2024

# Right to attend AGMs

All shareholders who are directly registered in the register of shareholders held by Euroclear Sweden AB five working days before the AGM and who have notified the company of their intention to attend (with any assistants) the AGM by the date stated in the notice of the AGM have the right to attend the meeting and vote in accordance with the number of shares they hold. Shareholders may attend the AGM in person or through a proxy and may also be accompanied by at most two people.

### Initiatives from shareholders

Shareholders who wish to have a question addressed at the AGM must submit a written request to the Board. The request must be received by the Board at least seven weeks prior to the AGM.

## Major shareholders

At the end of 2024 the company had a total of 11,155 (12,742) shareholders. The five largest shareholders controlled 40.8% (42.9) of capital and votes at the end of the year. The single largest shareholder, and the only shareholder to represent more than 10% of the shares, Volito AB, controlled 24.8% (24.2) of the capital and votes.

### **Annual General Meeting 2025**

Bulten AB (publ) will hold its Annual General Meeting on Monday April 28, 2024 at 5 pm CEST in Gothenburg.

#### NOMINATION COMMITTEE

The nomination committee shall comprise four members: one representative for each of the three largest shareholders on the final banking day in September who wish to appoint a member to the committee and the Chair of the Board. The three largest shareholders are considered to be the three largest shareholders as registered with Euroclear Sweden AB on the final banking day in September. In the event of a major change in ownership a new major shareholder is entitled, if it so requests, to appoint a representative to the nomination committee.

The instructions for the nominations committee were adopted at the AGM held on April 25, 2024. The nominations committee shall, among other activities, submit proposals for the Chair of the AGM, the number of Board members elected by the AGM, the names of the Chair of the Board and other Board members elected by the AGM, the members of the Board's committees, the appointment of auditors and the remuneration to auditors. Maria Rengefors was appointed Chair of the nomination committee.

NOMINATION COMMITTEE	COMPANY
Frank Larsson	Handelsbankens Fonder
Maria Rengefors*	Nordea Fonder
Viktor Henriksson	Carnegie Fonder
Ulf Liljedahl, Chair of the Board of Directors, Bulten AB	Volito AB

\*) Maria Rengefors, appointed by Nordea Fonder, announced in March 2025 that she chose to resign early from her position as a member of the nomination committee. Since the nomination committee had already completed its work for the 2025 AGM, Nordea Fonder chose not to appoint a new member to the nomination committee for the upcoming AGM.

With regard to the composition of the Board, the provisions of paragraph 4.1 of the Code on Diversity Policy apply. The aim is for the Board of Directors as a whole to possess the requisite breadth in terms of both background and knowledge, taking into account the importance of even gender distribution.

The result of the nomination committee's application of the diversity policy is a Board of Directors that represents a breadth of both professional experience and knowledge as well as geographical and cultural background. Women elected by the AGM comprise 50% of the Board.

#### **BOARD OF DIRECTORS**

The Board of Directors is the highest decision-making body after the general meeting. Under the Swedish Companies Act, the Board of Directors is responsible for the company's management and organization, which means the Board of Directors is responsible for setting goals and strategies, for providing procedures and systems for the evaluation of established goals, for the systematic assessment of the company's financial position and profits, progress of sustainability work and for evaluating the operational management.

In addition, the Board of Directors is responsible for preparing and issuing the annual report and sustainability report including the consolidated financial statements and ensuring that the interim reports are prepared on time. Furthermore, the Board of Directors appoints the President and CEO.

Members of the Board of Directors are appointed annually by the AGM for the period until the end of the next AGM. According to the company's Articles of Association, the portion of the Board of Directors elected by the general meeting shall consist of a minimum of three and a maximum of ten members without deputies. In addition, employee representatives have been appointed.

#### Chair of the Board

The Chair of the Board is elected by the AGM. The Chair of the Board has special responsibility for leading the work of the Board of Directors and for ensuring that the Board of Directors' work is well-organized and carried out efficiently.

# Board's procedures

The Board of Directors follows written rules of procedure, which are revised annually and are adopted by the constituting board meeting each year. Among other things, the rules of procedure regulate functions and the division of work between the members of the Board and the President and CEO. At the time of the constituting Board meeting, the Board of Directors also establishes instructions for financial and sustainability reporting and instructions for the President and CEO, in addition to rules of procedure for the Board's audit and remuneration committees.

The Board of Directors meets at least five times a year in addition to the constituting Board meeting in accordance with a predetermined annual schedule. Besides these meetings, additional meetings can be arranged to discuss issues which cannot be postponed until the next ordinary meeting. Besides the meetings of the Board, the Chair of the Board and the President and CEO regularly discuss the management of the company.

At present, the company's Board of Directors consists of six ordinary elected members and two ordinary employee representatives. Board members are presented in more detail in the section 'Board of Directors, senior executives and auditors' on pages 81-82.

## Board meetings in 2024

Attendance of members at Board meetings in 2024.

NAMES OF THE BOARD MEMBERS	ATTENDANCE/TOTAL NUMBER OF MEETINGS
Ulf Liljedahl	19/19
Karin Gunnarsson	19/19
Hans Gustavsson (resigned April 25, 2024)	6/19
Christina Hallin	19/19
Hans Peter Havdal	16/19
Jonas Hård	18/19
Malin Ruijsenaars (elected April 25, 2024)	11/19
Joacim Stenberg (resigned December 16, 2024)	16/19
Harri Åman	18/19
Niklas Malmberg *	2/19

<sup>\*)</sup> Deputy

#### Evaluation of Board activities in 2024

Each year the Board of Directors evaluates its work and this evaluation is presented and discussed at a Board meeting. The purpose of this evaluation is to develop work procedures and enhance efficiency. The evaluation is carried out with the support of external advisers and is based on a survey. The results and an analysis of the survey are reported to the Board of Directors and this is followed by a discussion and then an identification of focus areas for future work. The survey will be supplemented with an evaluation of the Board of Directors' work and competence linked to the company's sustainability work.

The nominations committee receives the report and the conclusions and outcomes of the Board of Directors in their entirety.

#### The Board of Directors' work on sustainability matters in 2024

The Board of Directors carries out an annual evaluation of the sustainability work being carried out within the Group. Reporting and accounting take place and are discussed at one of the year's Board meetings. The purpose of the evaluation is to allow the Board of Directors to gain more detailed knowledge of interested parties' expectations and requirements regarding the working methods and efficiency measures developed during the year. Results and analyses are followed by discussion and identification of focus areas for future work. The Board of Directors' assessment is that the processes and working methods established and that are being further developed on a regular basis are relevant and effective.

The Board of Directors undergoes regular training in sustainability, and in 2024 there was a course on the EU's new Corporate Sustainability Reporting Directive, CSRD, for example.

#### THE AUDIT COMMITTEE

Bulten has an audit committee consisting of four members: Ulf Liljedahl (Chair), Karin Gunnarsson, Hans Peter Havdal, and Jonas Hård (elected April 25, 2024). The members of the committee may not be employed by the company. At least one member must have accounting or auditing skills. The committee shall appoint one of its members as its Chair. The audit committee shall, without it affecting the responsibilities and tasks of the Board of Directors, for example: monitor the company's financial and sustainability reporting; monitor the efficiency of the company's internal controls, internal auditing and risk management; inform itself of the auditing of the annual and sustainability reports and the consolidated financial statements; scrutinize and monitor the impartiality and independence of the auditors and pay close attention to whether the auditors are providing other services besides audit services for the company; and assist in drawing up proposals for the general meeting's decision on the appointment of auditors. The audit committee shall meet regularly with the company's auditors. The audit committee has no decision-making powers.

NAMES OF THE BOARD MEMBERS	ATTENDANCE/TOTAL NUMBER OF MEETINGS		
Ulf Liljedahl	4/4		
Karin Gunnarsson	4/4		
Hans Peter Havdal	4/4		
Jonas Hård (elected April 25, 2024)	2/4		

#### THE REMUNERATION COMMITTEE

Bulten has a remuneration committee consisting of three members: Hans Gustavsson (Chair until April 25, 2024), Ulf Liljedahl (Chair from April 25, 2024), Christina Hallin, Malin Ruijsenaars (elected April 25, 2024). The remuneration committee shall prepare matters concerning remuneration policies, remuneration and other employment terms for the President and CEO and all members of the company's management. In addition, the remuneration committee shall monitor and evaluate programs for variable remuneration to the company management that are ongoing and that are terminated during the year, and follow and evaluate the application of guidelines for remuneration to senior executives as adopted by the AGM, as well as applicable remuneration structures and levels in the company. The Chair of the Board may be the chair of the committee. Other members of the committee shall be independent of the company and the company management. The members of the committee must together possess the requisite knowledge and experience in matters relating to the remuneration of senior executives. The remuneration committee has no specific decision-making powers.

NAMES OF THE BOARD MEMBERS	ATTENDANCE/TOTAL NUMBER OF MEETINGS		
Hans Gustavsson (resigned April 25, 2024)	2/4		
Ulf Liljedahl	4/4		
Christina Hallin	4/4		
Malin Ruijsenaars (elected April 25, 2024)	2/4		

# THE PRESIDENT AND CEO AND OTHER SENIOR EXECUTIVES

The President and CEO reports to the Board of Directors and is primarily responsible for the company's day-to-day administration and operations. The division of responsibilities between the Board of Directors and the President and CEO is set out in the rules of procedure for the Board and the instructions for the President and CEO. The President and CEO is also responsible for drafting reports and compiling information from the management ahead of Board meetings and for presenting the material at the meetings. Under the instructions for financial reporting, the President and CEO is responsible for financial and other reporting in the company and is thus required to ensure that the Board obtains sufficient information to enable it to continuously evaluate Bulten's profit and financial position and sustainable development. The President and CEO is therefore required to inform the Board of the company's development, sales volume, profit and financial position, liquidity and credit situation, important business events and other events or circumstances, knowledge of which cannot be assumed to be unimportant to the company's shareholders and directors. The President and CEO and other senior executives are presented in more detail in the section headed 'Board of Directors, senior executives and auditors' on pages 81-82.

# REMUNERATION TO THE BOARD OF DIRECTORS AND SENIOR EXECUTIVES

#### Remuneration to the Board

Fees and other remuneration to elected members of the Board, including the Chair, are determined by the AGM. The AGM on April 25, 2024 resolved that a total fixed remuneration of SEK 2,495,000 shall be paid to the Board of Directors for the period until the next AGM, of which SEK 500,000 shall be paid to the Chair and SEK 335,000 to each of the other Board members who are elected at a shareholder meeting and not employed by the company. A condition of payment is that the Board member is elected at the AGM and not employed by the company. In addition to the above, the AGM also decided that a fixed remuneration of SEK 100,000 should be paid to the Chair of the audit committee and SEK 45,000 to the other members of the committee. Remuneration committee and SEK 10.000 to the other members of the other members of the committee.

The members of the company's Board shall not be entitled to any benefits once they cease to be members of the Board.

For further information about remuneration to Board members, see Note 8 to this annual report.

#### Remuneration for senior executives

Pursuant to the decision of the AGM on April 25, 2024, which is valid for up to four years if no new guidelines are adopted, the following guidelines shall generally apply to remuneration and other terms of employment for the President and CEO and other senior executives. Salaries and other terms and conditions of employment shall be such that Bulten can constantly attract and retain competent senior executives at a reasonable cost to the company. Remuneration at Bulten shall be based on the nature of the role, performance, competitiveness and fairness. Bulten uses what is referred to as a post evaluation system under license via an independent, external globally represented company and thereby receives relevant market data that enables it to evaluate the total remuneration of senior executives. The evaluation of senior executives' performance and total compensation does not include any interested parties other than the Board of Directors. That includes employee representatives and general meetings.

Remuneration for senior executives comprises an annual salary, variable remuneration, pension and other benefits. Every senior executive shall be offered an annual salary in line with market conditions and based on their responsibility, expertise and performance. The Annual General Meeting may also, if a resolution has been made to this effect, submit an offer of a long-term incentive program such as a share or share price related incentive program. These incentive programs are intended to contribute to long-term value growth and provide a joint interest in share value growth for shareholders and employees.

All senior executives may, from time to time, be offered cash bonuses. For the President and CEO and other senior executives, remuneration is proposed by the remuneration committee and adopted by the Board. For the President and CEO, variable short-term remuneration (STI) is capped at 60% of annual salary and variable long-term remuneration (LTI) is capped at 30% of annual salary. For other senior executives, variable remuneration (STI) is capped at 40% of annual salary and variable long-term remuneration (LTI) is capped at 25% of annual salary. Variable remuneration is based on performance in relation to established targets. During 2024, the STI included a sustainability target.

For further information on remuneration of senior executives, see Note 8 in this Annual Report, as well as the remuneration report to the Annual General Meeting at https://www.bulten.com/en/investors/corporate-governance/annual-general-meeting/annual-general-meeting-2025/. Bulten does not report comparative data, such as the CEO's salary increase in relation to the average salary increase for all employees, since those details are not considered to provide relevant information due to market differences and different total compensation systems in different countries.

#### **EXECUTIVE MANAGEMENT**

In 2024, the executive management consisted of eight members: the President and CEO, Chief Financial Officer (CFO), President Region Europe, President Region Asia, Chief Technology Office (CTO), Senior Vice President HR and Sustainability, Senior Vice President Purchasing and Quality, Senior Vice President Corporate Communications and IR. The executive management team meets monthly to follow up business and financial results. Great importance is attached to maintaining close contact with the operational business. See page 82.

#### **INTERNAL AUDIT**

A special function for internal audits has not been established within Bulten. The Board makes an assessment each year whether to establish a special function for internal auditing. In 2024 the Board decided that this was not necessary. In reaching this decision the Board decided that internal controls are primarily exercised through the following:

- operations managers at various levels
- local and central finance functions
- Group evaluation of subsidiaries' self-assessments of internal control
- Group evaluation of specific areas
- the executive management team's supervising controllers

In light of the above points together and considering the size of the company, the Board believes that it is not economically viable to set up an additional administrative function.

#### INTERNAL CONTROL

This section contains the Board's annual report on how internal control in relation to financial reporting is organised. The basis for this description is the Swedish Code of Corporate Governance's rules and guidelines prepared by task forces within the Confederation of Swedish Enterprise and FAR SRS.

The Board's responsibility for internal control is established in the Swedish Companies Act and internal control regarding financial reporting is covered by the Board's reporting instructions for the President and CEO. Bulten's financial reporting complies with the laws and rules for companies listed on the Stockholm stock exchange and the local rules that apply in all of the countries where business is carried out.

In addition to external rules and recommendations there are internal instructions, guidelines and systems as well as the internal delegation of responsibility and authority with the overall aim of providing good control over financial reporting.

#### Control environment

The control environment forms the basis for internal control. Bulten's control environment comprises, among other things, an organizational structure, instructions, policies, guidelines, reporting and defined areas of responsibility. The Board has overall responsibility for internal control in relation to financial reporting. The Board has established written procedures outlining the Board's responsibility and regulating the Board's and its committees' division of responsibilities. The Board has appointed an audit committee with the main task of safeguarding established policies for financial reporting and compliance with internal control. This committee is also responsible for maintaining appropriate relations with the company's auditors. The Board has also prepared instructions for the President and CEO and has agreed how economic reporting shall be submitted to the Board of Bulten AB (publ). The Group's Chief Financial Officer (CFO) reports the results of his or her efforts relating to internal control to the audit committee. The results of the audit committee's work in the form of observations, recommendations and proposals for decisions and measures are reported regularly to the Board. Bulten AB's significant steering documents in the form of policies, guidelines and manuals, to the extent they relate to financial reporting, are kept up to date and communicated through relevant channels to the companies in the Group. Systems and procedures have been established to supply the management with the necessary reports about business results in relation to established targets. Information systems have been established as necessary to ensure that reliable and up-to-date information is provided so that the management can perform its duties correctly and efficiently.

#### Risk assessment

Bulten's risk assessment regarding financial reporting aims to identify and evaluate the most significant risks that affect internal control relating to financial reporting of the Group's companies, business areas and processes.

The most significant risks relating to financial reporting that are identified in the Group's internal control activities are handled through control structures based on the reporting of non-compliance with established targets or norms for, for example, the valuation of inventories and other significant assets.

# Internal control in relation to financial reporting

Financial reports are generated monthly, quarterly and annually for the Group and subsidiaries. In connection with reporting, comprehensive analyses and associated comments are prepared along with up-to-date forecasts aimed at ensuring, among other things, that financial reporting is accurate. Finance staff and controllers with functional responsibility for accounts, reports and the analysis of financial development work at the Group and unit levels.

Bulten's internal control activities aim to ensure that the Group meets its objectives for financial reporting.

# Financial reporting shall:

- be correct and complete, and meet all applicable laws, rules and recommendations;
- provide a fair description of the company's business; and
- support a rational and informed valuation of the business.

In addition to these three objectives, internal financial reporting shall support proper business decision-making at all levels of the Group.

#### Information and communication

Internal information and communication aim to create awareness among the Group's employees of internal and external control instruments as well as of authorities and responsibilities. Information and communication about internal control instruments for financial reporting are accessible to all affected employees. The key tools for this are Bulten's manuals, policies, intranet and training activities.

#### Control activities

The Group's Chief Financial Officer (CFO) plays a key role in analyzing and monitoring the Group's financial reporting and results. The Parent Company has additional functions for the systematic analysis and follow-up of the financial reporting of the Group and subsidiaries.

A Group-wide internal control program for key processes at the subsidiary and Group levels has been implemented. The internal control program covers essential processes and aims to ensure that appropriate controls are designed and implemented to prevent errors in financial reporting.

The Group's reporting units also conduct regular self-assessments regarding the effectiveness of internal control in relation to financial reporting. The assessments are reported to the executive management, which summarizes the results for the audit committee to discuss measures and ongoing monitoring.

### Follow-up of financial information

The Board publishes, and has responsibility for, the company's financial reporting. The audit committee supports the Board by preparing activities that assure the quality of the company's financial reporting. This is partly achieved by the audit committee checking the financial information and the company's financial controls.

The Board is informed monthly about business development, profit, financial position and cash flow. Outcomes and internal forecasts are assessed and monitored.

All of the Group's companies report financial information in accordance with an established format and established accounting policies. In connection with this reporting, an analysis and risk assessment of the financial situation are carried out.

#### **AUDITORS**

Bulten's auditors are PricewaterhouseCoopers AB (PwC), with Johan Palmgren being the certified public accountant in charge of the audit. PwC audits Bulten AB (publ) and all major subsidiaries. Each year the audit includes a statutory audit of Bulten AB's annual accounts, a statutory audit of the Parent Company and all major subsidiaries, an audit of internal report packages, an audit of the year-end closing and a general review of one interim report. Reviews of internal control are included as part of the work.

During the second quarter a meeting was held with the executive management to determine an audit plan and to analyze the organization, operations, business processes and balance sheet items for the purpose of identifying areas with an elevated risk of errors in financial reporting.

In addition, a meeting was held with the audit committee for the reconciliation of strategy and aims. The auditor also attends at least one Board meeting each year pursuant to the rules of procedure of the audit committee meeting.

A general review of the year-end closing is performed for the period January to September. In October an early warning review is performed of the nine-month accounts, followed by an early warning meeting with the executive management where important questions for the annual closing are raised. A review and audit of the annual closing and annual accounts are performed between January and February.

During 2024, in addition to the audit engagement, Bulten mainly consulted PwC on taxes, transfer price matters and accounting matters. The expensed remuneration to PwC in 2024 is shown in Note 9 on page 108.

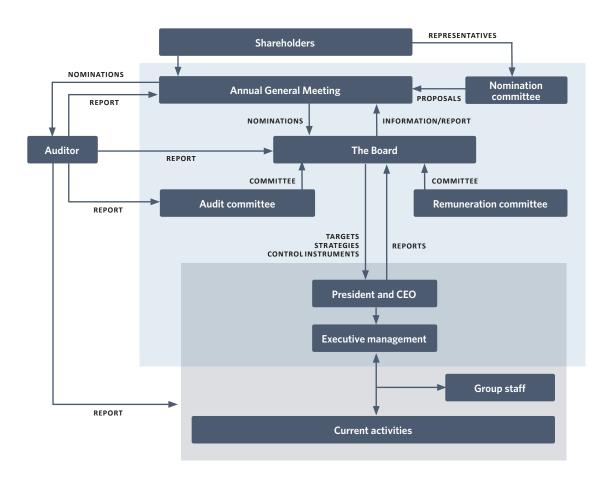
PwC has an obligation to examine its independence prior to decisions to provide independent advice to Bulten in addition to its auditing assignments.

In accordance with the company's articles of association, the company shall have at least one, and at most two, auditors, and at most two deputy auditors. In accordance with the articles of association, the mandate period for the auditors shall be one year.

#### COMMUNICATION

The company's information to shareholders and other stakeholders is supplied via the annual report, interim reports and press releases. All external information is published on the company's website at www.bulten.se.

# OVERVIEW OF CORPORATE GOVERNANCE



# THE BOARD

















	ULF LILJEDAHL	KARIN GUNNARSSON	CHRISTINA HALLIN	HANS PETER HAVDAL	JONAS HÅRD	MALIN RUIJSENAARS	HARRI ÅMAN	NIKLAS MALMBERG
	Chair of the Board and Chair of the Audit Committee	Board member	Board member and Chair of the Remuneration Committee	Board member	Board member	Board member	Employee representative for Unionen	Employee representative for IF Metall (deputy)
Year elected	2015	2020	2020	2013	2023	2024	2020	2020
Current employment	President and CEO of Volito AB	Own business focused on corporate governance and consulting	Own business focused on corporate governance and consulting	COO of Hexagon Composites	Own business focused on industrial consulting	Chief People and Culture Officer at tretton37 Group	Production planner at Bulten's Hallstahammar facility	Tool maker at Bulten's Hallstahammar facility
Born	1965	1962	1960	1964	1971	1971	1968	1974
Education	MBA	MBA	Masters in Engineering	Masters in Engineering	Master of Business Administration (MBA)	BA in the HR program, Master of European Studies and post-graduate studies		
Nationality	Swedish	Swedish	Swedish	Norwegian	Swedish	Swedish	Swedish	Swedish
Other duties	Several board assignments for companies in the Volito Group and board member of Konecranes Plc	Board member of Ependion AB, Concentric AB, and others	Board member of SEM AB and Norbit ASA	None	Board member of Epen- dion AB and several start-up companies	Board member of Vitec Software Group and Probi AB	None	None
Independent of the company and corporate management	Yes	Yes	Yes	Yes	Yes	Yes	-	-
Independent of the company's major shareholders	No	Yes	Yes	Yes	Yes	Yes	-	-
Previous experience	Senior positions at Husqvarna, Cardo Group and Alfa Laval	Senior positions at Hexpol AB, Telelogic AB and Trelleborg AB	Senior positions at AB Volvo and CEO of SEM AB	Senior positions at Kongsberg Automotive and Semcon	Senior positions at Autoliv, Nobia Group and Electrolux	Senior positions and HR roles at Axis Communications AB, Daimler, and others	-	-
Shareholding at February 28, 2025	-	5,000	1,500	2,650	2,500	-	-	-

# **EXECUTIVE MANAGEMENT AND AUDITORS**



**AXEL BERNTSSON** 













sition	President and CEO	

ANNA ÅKERBLAD

MARKUS BAUM

MICHAEL RICHARDS

EMMY PAVLOVIC

MARLENE DYBECK

**ULRIKA HULTGREN** 

**CLAES LINDROTH** 

Current position	President and CEO (since 22 January 2025)	CFO	President Region Europe	President Region Asia	СТО	SVP HR and Sustainability	SVP Corporate Communications and IR	SVP Purchasing and Quality
Employed in company	2025	2021	2020	2024	2020	2016	2021	2017
Education	MSc Industrial Economics	MBA	Doctor of Business Administration	MSc Industrial Administration (MBA)	Doctor of Engineering Materials Science, MSc Chemical Engineering with Physics	Executive MBA and university studies in Behavioral Science	BA in Communication	Mechanical Engineer
Previous experience	Extensive experience from the industrial sector, including CEO of Absolent Air Care Group, senior positions at ESAB and CPS Color, and as a management consultant at Accenture	Extensive experience from companies in the manufacturing industry, including CFO at Absolent Group and Axel Christiernsson, and a consultant and auditor at Deloitte	Extensive experience from the fastener indus- try and the automotive supply chain through several senior positions at Nedschroef, Benteler, TMD Friction, and Visteon	Extensive experience from manufacturing and sales in several industries, also solid experience working in Asia. Previous positions at Husqvarna, Positec, Arc International, Modine Manufacturing, and Engineered Machine Products	Extensive experience from the fastener industry and technology area through senior roles at Nedschroef, Aston Harald, Arcam, and Volvo	Extensive experience from industrial com- panies and in HR and sustainability, including HR Director at Volvo Cars, Hultafors Group and Gunnebo	Extensive experience from various industries as Head of Communi- cations at NEVS and Tamro, and responsible for corporate commu- nications at Castellum, SKF, and AstraZeneca	Extensive experience from industrial companies and purchasing, including through several senior roles at Shiloh, Volvo Cars, Norsk Hydro, and Raufoss
Born	1980	1975	1978	1968	1980	1966	1971	1962
Nationality	Swedish	Swedish	German	American	Swedish	Swedish	Swedish	Swedish
Other duties	Chair of the Board of Magström AB	None	None	None	None	None	None	Chair of the Board of SAMS (Swedish Association for Material Sourcing)
Shareholding at	200,000 stock options	3,977	9,154	-	2,402	8,657	1,811	12,175

### JOHAN PALMGREN

February 28, 2025

PricewaterhouseCoopers AB, Chief Auditor

**In current position:** Auditor in the company since 2020

Education: Certified Public Accountant Born: 1974 Nationality: Swedish

Other assignments: Chief Auditor for HMS Networks AB (publ) and Troax Group AB (publ), among others

# **SIGNATURES**

Gothenburg, March 26, 2025

Ulf Liljedahl Chair of the Board Karin Gunnarsson Board member

Christina Hallin Board member

Hans Peter Havdal Board member

Jonas Hård Board member Malin Ruijsenaars Board member

Harri Åman Employee representative

Niklas Malmberg Employee representative

Axel Berntsson President and CEO

# THE AUDITOR'S OPINION ON THE CORPORATE GOVERNANCE REPORT

To the Annual General Meeting of the shareholders of Bulten AB (publ), corporate identity number 556668-2141.

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.

# Assignments and division of responsibility

It is the Board of Directors that is responsible for the Corporate Governance Report for the year 2024 presented on pages 75 to 83 and its preparation in accordance with the Annual Accounts Act.

# Focus and scope of the audit

Our review has been conducted in accordance with FAR's statement RevU 16 'Auditor's review of the corporate governance report'. This means that our review of the corporate governance report has a different focus and is substantially smaller in scope than the focus and scope of an audit in accordance with International Standards on Auditing and generally accepted auditing standards in Sweden. We believe that this review provides a sufficient basis for our opinion.

#### Statement

A corporate governance report has been prepared. Information in accordance with Chapter 6, section 6, second paragraph, points 2 to 6 of the Annual Accounts Act and Chapter 7, section 31, second paragraph of the same Act are consistent with the annual report and the consolidated accounts and are in accordance with the Annual Accounts Act.

> Gothenburg, March 26, 2025 PricewaterhouseCoopers AB

Johan Palmgren Authorized Public Accountant