

Corporate Governance Report

As required by the Swedish Annual Accounts Act and the Swedish Corporate Governance Code (Swedish Code), this Corporate Governance Report describes the organizational bodies, rules and other governance structures by which Husqvarna Group is controlled and operated. The Group's external auditors have reviewed this Report and their opinion has been included in the Auditors' Report.

Good corporate governance is a fundamental prerequisite not only to meet our obligations as a public company, but also to create value for shareholders in an efficient, responsible and sustainable manner. Husqvarna Group's corporate governance structures are defined in part by external laws (e.g., the Swedish Companies Act), in part by self-regulatory standards (e.g., the Swedish Code and the Nasdaq Nordic Main Market Rulebook for Issuers of Shares) and in part by internal rules (e.g., the Company's Articles of Association, Code of Conduct and Group policies). While not mandatory, Husqvarna Group has elected to comply with all aspects of the Swedish Code without exception.

Husqvarna Group has no deviations from the Swedish Code to report for the 2022 financial year. Nor has Husqvarna Group been subject to any rulings by Nasdaq Stockholm's Disciplinary Committee or decisions on breaches of sound practices in the stock market by the Swedish Securities Council. For more information, go to: www.husqvarnagroup.com.

The highest corporate decision-making body in Husqvarna AB (Company) is the Shareholders' General Meeting, which is normally held once per year in the form of the Annual General Meeting (AGM), but can also be in the form of an Extraordinary General Meeting under certain circumstances. The 2023 AGM will take place on Tuesday, April 4, 2023. The Company prepares the AGM agenda with input from its shareholders, who have the right to propose matters for consideration at the AGM.

Shareholders

The Company's shares have been traded on Nasdaq Stockholm since June 2006. At year-end 2022, the share capital amounted to SEK 1,153m, represented by 110,106,194 A-shares and 466,237,584 B-shares, each with a par value of SEK 2. Each A-share carries one vote and each B-share carries one tenth of a vote. As per the Articles of Association, holders of A-shares are entitled to request conversion of A-shares into B-shares on a 1:1 basis. During 2022, 982,796 A-shares were converted to an equivalent number of B-shares.

As of December 31, 2022, the number of shareholders was 81,052, of which foreign shareholders held approximately 41.4% of the outstanding share capital. Investor AB was the single largest shareholder with a holding of 16.8% of the share capital and 33.4% of the votes. L E Lundbergföretagen AB was the second-largest shareholder with a holding of 7.6% of the capital and 25.4% of the votes. For further information on the Company's shares and shareholders, see section "The share" on page 105.

Nomination Committee

In accordance with the Swedish Code, the Company is required to have a Nomination Committee. The primary responsibilities of which are to consider, and submit to the AGM, proposals and recommendations regarding:

- The Chair of the AGM;
- The number of elected Board members;
- The nominees for election to the Board;

- The Chair of the Board;
- Remuneration to Board members, including the Chair and remuneration for Board members' work on Board committees;
- Election of external auditors (when applicable);
- Remuneration to external auditors; and
- Changes to the process regarding the composition and tasks of the Nomination Committee (if applicable).

The AGM determines the process for establishing the Nomination Committee and its members. At the Company's 2013 AGM, it was resolved that the following process would apply until a subsequent AGM resolves otherwise:

- The Company shall have a Nomination Committee consisting of five members;
- The members shall consist of one representative of each of the four largest shareholders in the Company in terms of voting rights held as of the last banking day of August each year, with the fifth member being the Chair of the Board; and
- In the event that any of the four largest shareholders elect not to nominate a representative to the Nomination Committee, the right to appoint such a representative passes to the fifth largest shareholder and so on.

These rules established at the 2013 AGM have not been changed by any subsequent AGM and therefore continue to apply.

The formation of the Nomination Committee for the 2023 AGM was announced on September 14, 2022. The members of the Nomination Committee (and corresponding appointing shareholders) for the 2023 AGM are:

| Member | Appointing shareholder |
|----------------------------|--------------------------|
| Petra Hedengran (Chair) | Investor AB |
| Claes Boustedt | L E Lundbergföretagen AB |
| Fredrik Ahlin | If Skadeförsäkring AB |
| Henrik Didner | Didner & Gerge Fonder AB |
| Tom Johnstone ¹ | — |

¹ Chair of the Board of the Company.

The determination of the four largest shareholders for purposes of nominating representatives to the Nomination Committee was based on known holdings of voting rights as of August 31, 2022. Nomination Committee members do not receive compensation from the Company for their work on the Nomination Committee.

As noted above, one of the chief duties of the Nomination Committee is to make recommendations regarding the size and composition of the Board. Normally, the starting point for such recommendations is a survey conducted each year by the Chair of the Board to assess the Board's work, composition, qualifications, experience and efficiency (see section "The Board of Directors"). The results of this survey are shared and discussed with the Nomination Committee.

Based largely on the information provided by the Chair, the Nomination Committee determines whether the existing Board should be strengthened with additional expertise or if

there are any other reasons to make changes to the composition of the Board. In making such determinations and (if applicable) evaluating potential new candidates for the Board, the Nomination Committee takes into consideration the objective to achieve a gender balance in the Board.

The Nomination Committee has applied rule 4.1 of the Swedish Code as its diversity policy. In addition, the Nomination Committee takes into consideration the need to ensure that the independence requirements of the Swedish Code are met. These requirements stipulate that at least the majority of Board members must be independent from the Company and its management and that at least two (from such majority) are also independent of the Company's largest shareholders. The Nomination Committee also takes into account any proposals made to the Nomination Committee about the composition of the Board that may have been suggested by other shareholders. Shareholders who wish to submit proposals to the Nomination Committee may do so by sending an email to nominationcommittee@husqvarnagroup.com. While there is no formal deadline for proposals, it was recommended in the September 14, 2022 notice of the formation of the Nomination Committee that such proposals from shareholders should be received by the Company no later than February 7, 2023.

For the 2023 AGM, the Nomination Committee announced its required proposals along with the notice of the AGM, which was published on the Company's website on February 28, 2023. The Nomination Committee will present and elaborate on its work and proposals at the 2023 AGM.

The Annual General Meeting General

In accordance with the Swedish Companies Act, the AGM of the Company must be convened annually on a date not later than six months after the close of the preceding financial year, and is normally held in March or April.

According to the Company's Articles of Association, the AGM must be held in Jönköping or Stockholm, Sweden. The

Articles of Association also permit the Board to allow the shareholders to participate in the AGM over the internet and/or to allow voting by mail.

Shareholders who are individuals may attend the AGM in person or by proxy. Those Shareholders attending the meeting by proxy, including all corporate shareholders, must submit a valid power of attorney as well as other required documentation in due time before the AGM. This, together with information provided by Euroclear Sweden AB, allows the Company to compile a book of shareholders eligible to vote at the AGM. Following this compilation, voting certificates are sent to all shareholders attending the meeting, or their designated representatives. Voting certificates are proof of voting rights and also serve as an entrance card to the AGM.

The notice of the AGM (specifying its date, location, agenda, etc.) shall be made public at least four weeks and not more than six weeks prior to the AGM. The notice is published in the Swedish daily newspaper Svenska Dagbladet and in the Swedish Official Gazette (*Post- och Inrikes Tidningar*). The notice is also announced in a press release and on the Company's website at www.husqvarnagroup.com.

AGM agenda items and written documentation

The agenda for the AGM is reviewed and approved by the Board and consists of matters that are statutorily required, as well as other matters. Matters typically include:

- Election of Chair of the AGM¹;
- Adoption of statutory financial documentation;
- Discharge of liability for the Board members and CEO;
- Disposition of the Company's profit;
- Number of elected Board members¹;
- Remuneration to Board members, committee members and external auditors¹;
- Election of external auditor¹;
- Election of Chair of the Board¹;
- Election of Board members¹;
- Principles of remuneration for Group Management;

- Approval of Remuneration report;
- Adoption of long-term incentive programs (if applicable);
- Repurchase and transfer of the Company's own shares (if applicable);
- Authorization to resolve on the issuance of new shares (if applicable); and
- Such other matters as may be deemed necessary and appropriate by the Board.

¹ Indicates agenda items for which the Nomination Committee makes a proposal.

Shareholders may also, prior to the publication of the notice to attend the AGM, propose matters to be put on the AGM agenda.

At the AGM, the Chair of the Board presents a report on the Board's work during the preceding year, the CEO gives an overview of the Company's business and current priorities, and the auditors present their report and review of the Company's finances. If required, the Chair of the People & Sustainability Committee reports on remuneration to the Group's executive management (Group Management) and, if it is to be decided by the AGM, the Company's long-term incentive programs. Shareholders attending the AGM may also direct questions to the Chair of the Board, the CEO, the Nomination Committee, the Chair of the People & Sustainability Committee, the external auditors or any other Board member. Written documentation is presented at the AGM, normally in both English and Swedish. This documentation may be downloaded from the Company's website and is also sent to shareholders upon request.

Such documentation includes:

- The agenda for the AGM;
- Proposals from the Board and the Nomination Committee;
- The Remuneration report;
- The Nomination Committee's explanatory statement regarding the proposal for appointment of Board members; and

- The Board's report in relation to the proposed dividend and the proposal on the acquisition of the Company's own shares (if applicable).

The AGM is held in Swedish, but simultaneous translation into English is available. The minutes recorded at the AGM are normally published within a few days of the AGM, but not later than two weeks after the AGM. A press release including resolutions passed at the meeting is published immediately after the AGM.

The 2022 AGM

In 2022, due to the Covid-19 pandemic, the AGM was held on April 7, 2022 in accordance with so-called "mail-in voting procedures" pursuant to Section 22 of the temporary act on general meetings (2021:121).

The votes of 993 shareholders, representing 58% of the total number of shares and 78% of the total number of votes were represented at such an AGM. The AGM approved the following resolutions:

- To adopt the income statements and balance sheets for 2021;
- To discharge the Board and the CEO from liability for the financial year 2021;
- To establish the size of the Board at nine (9) elected members (including the CEO);
- To elect Tom Johnstone, Ingrid Bonde, Katarina Martinson, Bertrand Neuschwander, Daniel Nodhäll, Lars Pettersson, Christine Robins, Stefan Ranstrand and Henric Andersson as Directors of the Board;
- To appoint Tom Johnstone as Chair of the Board;
- To set Board remuneration at SEK 7,540,000 in total, of which SEK 2,175,000 was to be paid to the Chair of the Board and SEK 630,000 to each of the Board members elected by the AGM and not employed by the Company. Furthermore, to pay additional remuneration of SEK 280,000 to the Chair of the Audit Committee and SEK 180,000 to each of the other two members of the

Audit Committee, as well as SEK 145,000 to the Chair of the People & Sustainability Committee and SEK 85,000 to each of the other two members;

- To approve the Nomination Committee's proposal to elect KPMG as the Company's external auditors' and to pay auditor's fees on the basis of approved invoices;
- To approve the Remuneration Report;
- To set principles of remuneration to Husqvarna Group Management, based on fixed salary, variable salary, long-term incentives, pensions and other benefits;
- To establish a performance-based long-term incentive program for 2022, "LTI 2022", to be offered to a maximum of 135 senior managers, whereby, subject to the fulfillment of certain performance targets and other conditions during a three-year vesting period, the participants would have the right to receive certain B-shares;
- To authorize the Board, during the period up until the next AGM, to direct the Company to enter one or more equity swap agreements with a third party (e.g., a bank) for purposes of hedging the obligations of the Company, under the LTI 2022 and any previously resolved programs;
- To authorize the Board to approve the issue of not more than 57,634,377 new B-shares against payment in kind on one or more occasions during the period up to the 2023 AGM;

The 2023 AGM

The 2023 AGM of Husqvarna AB will be held at 4 p.m. on Tuesday, April 4, 2023 at the Elmia Congress Center, Elmiavägen 15 in Jönköping, Sweden. For more information regarding the 2023 AGM, see the section "Annual General Meeting 2023".

The Board of Directors

According to the Company's Articles of Association, the Board shall be comprised of no less than five and no more than ten elected Board members. The Articles of Association

do not contain any specific provisions concerning the appointment and dismissal of directors (or the method by which the Articles of Association may be amended), meaning that the rules otherwise stated in the Swedish Companies Act apply. At the 2022 AGM, nine members were elected to the Board (see section "Board of Directors and auditors"). One of such members subsequently resigned from the Board in 2022. In February 2023 the former Board member and CEO of the Company, Henric Andersson, passed away as a result of which only seven of such elected members remain on the Board as of the date of this report. In addition to the Board members elected by the AGM, Swedish trade unions have the statutory right to appoint two ordinary Board members with voting rights, as well as two deputies for such Board members.

In accordance with the Swedish Code, the principal tasks of the Board include:

- Appointing, evaluating and, if necessary, dismissing the CEO;
- Establishing the overall goals and strategy of the Company;
- Identifying how sustainability issues impact risks to and business opportunities for the Company;
- Defining appropriate guidelines to govern the Company's conduct in society, with the aim of ensuring its long-term value-creation capability;
- Ensuring that there is an appropriate system for follow-up and control of the Company's operations and of the risks to the Company that are associated with its operations;
- Ensuring that there is a satisfactory process for monitoring the Company's compliance with laws and other regulations relevant to the Company's operations, as well as the application of internal guidelines; and
- Ensuring that the Company's external communications are characterized by openness, and that they are accurate, reliable and relevant.

The Board has adopted the Board's Rules of Procedure for its internal activities, which include rules regarding the number of Board meetings, matters to be handled at regular Board meetings and the duties of the Chair of the Board. These Rules of Procedure are updated and adopted by the Board each year at the "Statutory Board Meeting" which is normally held immediately after the AGM. The Chair shall also ensure that the Board evaluates the CEO on a regular basis, at least once a year, where the CEO is not present.

The Board has also issued written instructions specifying when and how information required to enable the Board to evaluate the Company's and the Group's financial position shall be reported to the Board, as well as the distribution of duties between the Board and the CEO. The Board has established an Audit Committee and a People & Sustainability Committee, which are responsible for certain monitoring and oversight responsibilities on behalf of the Board, as more fully described below.

The Chair of the Board ensures that the Board's work and procedures are evaluated and discussed with Board members annually, and are brought to the attention of the Nomination Committee with the aim of developing the Board's working methods and efficiency. In 2022, such evaluation was conducted via an online anonymized questionnaire, together with individual interviews conducted by the Chair with each Board member. The results of such evaluation were presented to, and discussed with, the Nomination Committee as well as with the full Board. The Board members elected by the 2022 AGM fulfill the independence criteria set out by the Swedish Code, which require that the majority of such members be independent of the Company and its management, and that at least two (from this majority) be independent of the Company's largest shareholders.

Fees to Board Members

Fees to Board members, including fees for committee work, are set by the shareholders at the AGM. For information on fees to the Board in 2022, see note 4.

Board Meetings

According to the Board's Rules of Procedure, the Board shall hold at least four ordinary meetings and one statutory meeting per calendar year. In 2022, the Board held seventeen meetings, of which twelve were by video conference, two were physical meetings, and three were *per capsulam* (i.e. by unanimous written consent).

At Board meetings, the Company's CFO and General Counsel are also present. The General Counsel serves as the Board's secretary and records the minutes of the Board meetings. Other members of Group Management or other senior managers of the Company may also be asked to attend and report on significant matters.

When relevant, and at least quarterly, Group Management presents forecasts and key performance indicators, providing the Board with an overview of the financial development and expectations of the Company. The Company's budget is reviewed and approved once a year, generally in the fourth quarter. The Board also reviews the Company's significant litigation matters, follows up on the Company's compliance and risk-management work, and monitors the Company's progress regarding its sustainability agenda. The Board maintains an active oversight role in the Group's Enterprise Risk Management program, as more fully described in the "Risk Management" section of this Annual Report. In addition, the Company's external auditors meet with the Board once a year, without the presence of any member of Group Management.

The Audit Committee

In accordance with the Swedish Companies Act, the Board annually appoints an Audit Committee whose primary responsibilities are (a) to monitor the Company's financial reporting, (b) to oversee the effectiveness of the Company's internal control, internal audit, and risk management functions as they relate to financial reporting, (c) to review and supervise the Company's external auditors' impartiality and independence, and (d), when applicable to assist in the

preparation of proposals for the AGM's election of auditors. The Audit Committee may also exercise any other powers and carry out any other responsibilities delegated to it by the Board from time to time. The Board has adopted a charter for the Audit Committee, which is periodically updated and approved by the Board.

The Board determines the composition of the Audit Committee, which shall have at least two members, none of whom may be employed by the Company, and the majority of whom shall be independent in relation to the Company and its executive management. At least one of the members who is independent in relation to the Company and its executive management shall also be independent in relation to the Company's major shareholders. At least one of the members of the Audit Committee must have auditing or accounting skills. The Board appoints the Committee members annually at the Statutory Board Meeting or when a Committee member needs to be replaced.

The Audit Committee members appointed in April 2022 were Ingrid Bonde (Chair), Daniel Nodhäll and Katarina Martinson. Audit Committee meetings are also attended by the General Counsel (who keeps the minutes of the meetings), the Group CFO, the Group Head of Internal Audit, and the Company's external auditors. Other members of Group Management are invited periodically to report on specific matters, as relevant. The Audit Committee regularly reports on its findings and recommendations to the full Board and makes available to the Board the minutes of its meetings.

In 2022, the Audit Committee held six meetings, which fulfills its own charter rule that it shall meet at least four times per year. The Audit Committee meetings follow an adopted agenda plan, which includes a review of open issues, a treasury and tax update, and an internal audit update. The Audit Committee also reviews the Company's Interim Reports before they are submitted to the Board. The Committee meets frequently with the Company's external auditors who deliver reports on the audit. It also reviews the Company's compliance work and litigation activities on a quarterly basis.

The People & Sustainability Committee

The responsibilities of the People & Sustainability Committee (Committee) are to oversee:

- (a) management remuneration and talent management, and
- (b) the Company's Sustainability efforts.

This Committee is a "remuneration committee", within the meaning of the Swedish Code. The Committee shall consist of as many members as the Board determines, but no fewer than three members. The Board shall appoint the Committee members annually at the Statutory Board Meeting or when a Committee member needs to be replaced. Each Committee member shall satisfy applicable independence and other requirements of law and other regulations applicable to the Company from time to time. The Board shall appoint the Committee's Chair. The Committee's Secretary shall be the Company's Executive Vice President, People & Organization.

The Committee's Chair, in consultation with the Committee members, shall determine the schedule and frequency of the Committee meetings, provided that the Committee shall meet at least twice per calendar year. The Committee may, at its discretion, include in its meetings members of the Company's management (normally the CEO), the Company's external or internal auditors, and any other person whose presence the Committee believes to be necessary or appropriate. Notwithstanding the foregoing, the CEO or any other member of Group Management may not be present during voting or deliberations concerning his or her compensation or assessment. The Committee reports to the full Board of the Company after each of its meetings and as otherwise requested by the Chair of the Board and makes available to the Board the minutes of its meetings.

With respect to remuneration and talent-management matters, the Committee is assigned to perform the following general tasks:

- Preparing the Board's decisions on principles for remuneration and other terms of employment for the CEO and for other members of Group Management, and on remunera-

tion reporting, including such remuneration guidelines and remuneration reports as are required by applicable law (including the EU's Shareholder Rights Directive);

- Monitoring and evaluating programs for variable remuneration of Group Management – both ongoing programs and those that have ended during the year;
- Monitoring and evaluating the application of the remuneration guidelines that the AGM is legally obliged to establish as well as the current remuneration structures and levels in the Company; and
- Evaluating future talents for Group Management positions and monitoring succession-planning.

With respect to sustainability matters, the Committee is assigned to perform the following general tasks:

- Periodically reviewing the Group's overall efforts within the field of sustainability, including without limitation, approving (or recommending to the full Board for approval) any sustainability-related targets or changes to existing targets;
- Actively tracking progress towards the Group's previously established sustainability targets;
- Reviewing and commenting on the Group's annual "Sustainovate Progress Report" prior to submission to the full Board for approval; and
- Otherwise monitoring the Group's overall sustainability efforts, including a review of any material information in the press that may have a positive or negative impact on the public perception of the Group's commitment to sustainability.

The above tasks are supported by the Group's Head of Sustainability, who normally reports to the Committee (or the full Board) at least twice per year. The Committee members appointed in April 2022 were Lars Pettersson (Chair), Tom Johnstone and Bertrand Neuschwander. For more information on remuneration to Group Management, see note 4.

In 2022, the Committee held five meetings, which fulfills the charter criteria that it shall meet at least twice a year.

External Auditors

At the 2022 AGM, in accordance with the proposal of the Nomination Committee, KPMG AB was elected as auditor for the period from the 2022 AGM up until the end of the 2023 AGM. The Auditor-in-Charge is Joakim Thilstedt. The External Auditors attend the Company's Audit Committee meetings and meet with the full Board at least once per year without management being present.

In accordance with the resolutions passed at the 2022 AGM, the auditors' fee until the 2023 AGM shall be paid on the basis of approved invoices. For more information, see note 8.

Group Management Structure

Husqvarna Group has three separate reporting divisions: the Husqvarna Forest & Garden Division, the Gardena Division and the Husqvarna Construction Division. The Company's Group Management comprises of (a) the CEO, (b) the three divisional presidents and (c) the heads of the five Group Functions, in each case as shown in the chart on the next page.

Group Management, together, makes decisions on:

- The Group's strategic and business development;
- Allocation of responsibilities between the Group Functions and the respective divisions;
- Enhancing Group synergies;
- Internal financial and business follow-up;
- External financial reporting for Board approval;
- Group governance;
- Group staffing plans;
- Issue resolution;
- Budgets;
- External affairs;

- Board reporting;
- Progress on sustainability efforts;
- Risk management and mitigation (see section “Risk Management” in this Annual Report); and
- Group policies and guidelines.

Group Management normally meets physically on a quarterly basis, with a video meeting in each month in which there is no physical meeting.

Clear roles and responsibilities apply to each of the Group Functions as well as to the divisions as set forth in a Group Governance Policy. In general, the Group’s governance structure is designed so that decisions are made as close to operations as possible. Clear guidance has been provided to identify the level on which different types of decisions should be made. Changes to the governance structure (including applicable roles and responsibilities) can only be made by the decision of Group Management.

The CEO

The CEO is appointed by the Board and is responsible for the ongoing management of the Company in accordance with the Board’s guidelines and other instructions. This includes responsibility for financial reporting, preparation of information for decisions and ensuring that commitments, agreements and other legal documents comply with applicable laws and the Group’s Code of Conduct. The CEO also ensures compliance with the goals, policies and strategic plans approved by the Board and updates the Board on these when necessary. The CEO appoints (and where necessary dismisses) each member of Group Management, with input from the Board Chair.

The Divisional Presidents

Each of the three divisions has its own President, who in turn reports to the CEO. Each divisional President is responsible for the operational income statement and balance sheet for his/her respective division. However, all decisions made by a division are subject to the Group’s overall strategic goals

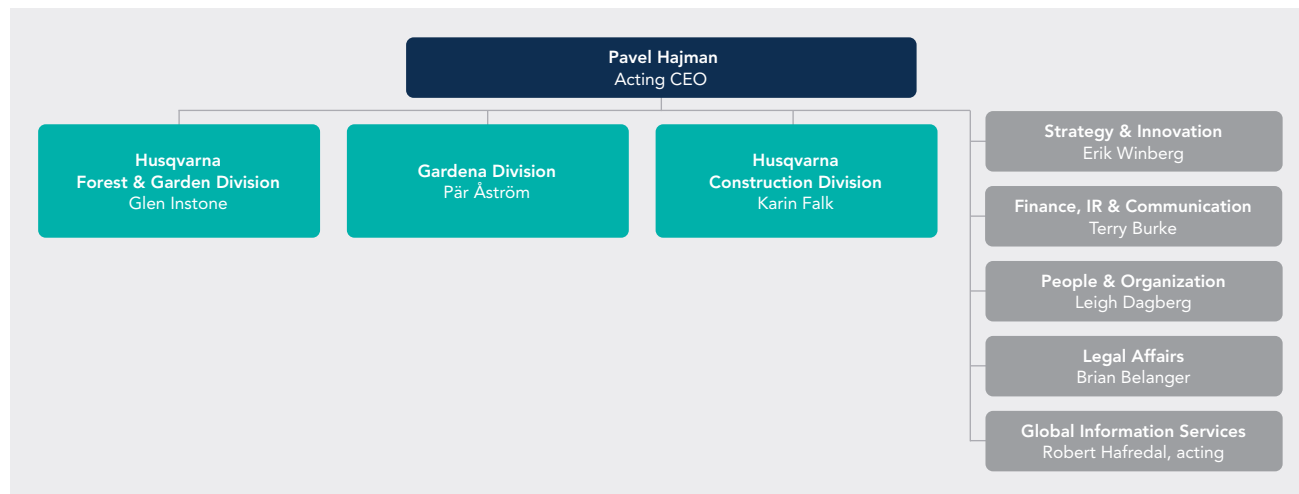
and policies. For more information about Husqvarna Group’s divisions, see the section “Divisions”.

The Group Function heads

Group Management includes the heads of the five “Group Functions” as described below. These functions are designed to support the divisions with forward-looking initiatives, to continue to capture certain Group synergies where appropriate and otherwise to discharge the corporate governance, compliance and oversight functions required of a listed company.

- 1. Strategy & Innovation.** This function, which is headed by Erik Winberg, has several areas of activity/responsibility, including Group-level Business Development, Technology & Innovation, Brand & Licensing, Sustainability, M&A and venture-capital investments. It also houses the Group’s sustainability efforts to ensure that sustainability is closely incorporated into the Company’s overall Group Strategy.
- 2. Global Information Services (IT).** This function, which is headed by Robert Hafredal, acting as from December 19, 2022, is primarily responsible for overseeing the Group’s Digital & IT strategy, systems & infrastructure and operational support. It provides Digital & IT services and solutions including IT security and also supports and collaborates with the Digital Development personnel in the divisions. The function’s organization comprises three delivery-focused groups aligned with the three divisions, with Digital Business Transformation, and with three governing groups, each with a designated focus area, in Enterprise Architecture, Infrastructure & Security and Common Systems & PMO.
- 3. Finance, IR & Communication.** This function, which is headed by the Group’s CFO, Terry Burke, has primary responsibility for the Group’s financial controlling and reporting. It also coordinates and collaborates with finance personnel working within the divisions. The function’s organization consists of a number of sub-groups including (a) Business Control, (b) Group Accounting, (c) Tax, (d) Treasury, (e) Internal Control, (f) Global Business Solutions and (g) Real Estate. It also includes the Group’s Investor Relations and Corporate Communication functions. The Internal Audit function sits within the Finance, IR & Communication function from an organizational (Human Resources) point of view, but reports directly to the Audit Committee of the Board in terms of functional oversight.
- 4. People & Organization (HR).** This function, which is headed by Leigh Dagberg, has primary responsibility for overseeing the Group’s HR initiatives within compensation & benefits, international assignments, talent attraction and acquisition, talent management, learning and development and HRIS (people management systems and data). The function is also responsible for providing Group coordination and oversight regarding Employee Health and Safety (EHS). The People & Organization function coordinates on a dotted-line basis with HR personnel located within the divisions.
- 5. Legal Affairs.** This function, which is headed by the Group’s General Counsel, Brian Belanger, is responsible for providing all relevant legal support to the Group and the divisions. Within the divisions, much of the legal support to the division’s business is provided by three “Divisional General Counsels” who sit on the respective division’s management teams, but report directly to the Group’s General Counsel. The Legal Affairs function also includes the Group’s (a) Risk Management, (b) IP Enforcement, (c) Compliance & Integrity and (d) Product Compliance & Safety sub-functions. Together with Group Finance, Group Legal also plays a leading role in maintaining appropriate Group Governance structures and policies, as well as ensuring compliance with applicable stock exchange rules.

Group Management Structure



Note regarding Governance of Climate-Related Risks (TCFD)

Please refer to the "Risk Management" section of this Annual Report for a description of (a) the Board's oversight of climate-related risks and opportunities, and (b) Group Management's role in assessing and managing risks and opportunities, as recommended by the Task Force on Climate-Related Financial Disclosures (TCFD).

External information

Husqvarna Group employs a series of procedures, controls and systems to ensure that the Group is able to provide the market with timely and accurate information to the extent required by applicable law and good corporate practice, including the disclosure requirements of the EU's Market Abuse Regulation (MAR) and the Nasdaq Nordic Main Market Rulebook for Issuers of Shares. The Board has delegated to the CEO and an internal Disclosure Committee comprised of the Group's CFO, General Counsel and Head of People & Organization (HR) the day-to-day responsibility for assessing whether insider information exists (within the

meaning of the MAR), and for ensuring that such information is promptly disclosed or, in exceptional circumstances, to delay such disclosure where necessary to protect the legitimate interests of the Company and otherwise permitted by applicable law.

Financial information is regularly issued in the form of:

- Interim Reports, published as press releases;
- Annual Reports;
- Press releases concerning news and important issues;
- Presentations and phone conferences for financial analysts, investors and media on the day of publication of the interim and year-end reports and in connection with the publication of other important information; and
- Presentations for financial analysts and investors in connection with capital market days and road shows, etc.

All reports, presentations and press releases are published on the Group's website at www.husqvarnagroup.com.

Internal Control Over Financial Reporting

The purpose of this section of the Annual Report is to provide shareholders and other interested parties with an understanding of how internal control is organized within Husqvarna Group. It is limited to internal control over financial reporting.

The description of the Group's internal control activities is based on the COSO framework (The Committee of Sponsoring Organizations of the Treadway Commission). The COSO framework comprises five key components that jointly facilitate achieving the objective of reliable financial reporting.

Control environment

According to the Swedish Companies Act, the Annual Accounts Act and the Swedish Code, the Board is ultimately responsible for establishing an effective internal control system, including that (a) the Company's approved policies for financial reporting and internal controls are applied, (b) the Company's financial reports are produced in accordance with applicable legislation, accounting standards and other requirements for listed companies, and (c) there is an appropriate system for follow-up and control of the Company's financial reporting. The Board of Husqvarna AB has established Rules of Procedure and clear instructions for its work, which also cover the responsibilities and activities of the Audit Committee. The primary responsibility of the Audit Committee is to support the Board's supervision of the audit and reporting processes and to ensure the quality of such processes. The activities performed by the Audit Committee during the year are described on page 50.

Responsibility for maintaining an effective control environment as well as the ongoing work on risk management and internal control over financial reporting is delegated to the CEO by the Board. This responsibility, in turn, is further delegated to Group Management, which sets the tone for influencing control awareness across the Group. Responsibility and authority are defined in instructions to the CEO, as well as within various internal policies, instructions, and guidelines.

Husqvarna Group has a dedicated Internal Control function. The objective of the Internal Control function is to provide support for Group Management and the management of the divisions, enabling them to continuously improve internal control relating to financial reporting. The Audit Committee is regularly informed of the results of the work performed by the Internal Control function.

Risk assessment

Risks relating to financial reporting are evaluated and monitored by the Board through the Audit Committee. An assessment of financial reporting risks is conducted annually. The purpose of the risk assessment is to identify risks that could result in a material misstatement in the financial reporting and to direct internal control activities to manage such risks in a proactive manner.

Control activities

Control activities mitigate the risks identified and ensure accurate and reliable financial reporting as well as process efficiency, and are an integrated part of the processes for accounting and financial reporting. The prerequisite is to ensure that all entities adhere to the accounting principles that are stipulated in the Husqvarna Accounting Manual. For key financial processes, the Group has established internal

control requirements for its reporting units. The Internal Control function is responsible for developing and maintaining the Husqvarna Internal Control Framework and for monitoring the Group's internal controls – with a primary focus on financial controls – to ensure they are maintained at the level required by law and good practice.

Communication

Governing documents such as policies, instructions, guidelines, and manuals are crucial in building a solid internal control environment.

These documents are intended to stipulate the vision and strategy of Husqvarna and point out the important procedures, activities, roles, and responsibilities within Husqvarna Group. One important governing document is the Group Code of Conduct, which highlights the importance of integrity and ethical values in all interactions with employees, business partners and other stakeholders. In addition, the Group's Governance Policy and the Internal Control Policy define the organizational structure, responsibilities, and the overall internal control environment. Guidelines for financial reporting and internal control requirements are communicated to employees through the group-wide intranet. The governance documents related to financial reporting, such as the Husqvarna Accounting Manual, are subject to regular reviews and updates. Changes in accounting procedures are communicated and explained in newsletters from the Group's Accounting Function and at regular meetings.

Monitoring activities

The Group Finance function is responsible for monitoring and follow-up on the reliability of the financial reporting. Furthermore, Country Officers are appointed by Husqvarna Group in each country where the Group has at least one

active subsidiary. The duties of Country Officers include safeguarding reliable financial reporting, compliance with laws and regulations and adherence to Group policies.

Group Management performs monthly reviews of the financial results for the Group and the divisions, as well as updated forecasts, strategic plans and ongoing business activities. Identified internal control deficiencies are communicated in a timely manner to the person responsible for taking corrective action and to the Board, if deemed material. Considerations made in the quarterly closings are reported to the Audit Committee before the financial reports are presented to the financial market.

On behalf of the Board, the Group Internal Audit function supports the development and improvement of internal control over financial reporting and reports directly to the Audit Committee. An annual internal audit plan based on an independent risk assessment is approved by the Board after an initial review by the Audit Committee. Based on this audit plan, Group Internal Audit performs independent and objective audits to evaluate and improve the effectiveness of Husqvarna Group's governance, risk management and internal controls.

Board of Directors and auditors



Tom Johnstone, CBE
Chair of the Board



Ingrid Bonde
Board member



Katarina Martinson
Board member



Bertrand Neuschwander
Board member

| | | | | |
|---|---|--|--|--|
| Name | <p>Tom Johnstone, CBE Ingrid Bonde Katarina Martinson Bertrand Neuschwander</p> | | | |
| Function | <p>Chair of the Board Board member Board member Board member</p> | | | |
| Born | <p>1955 1959 1981 1962</p> | | | |
| CV | <p>M. A., University of Glasgow, Scotland, Hon. Doc. in B.A., University of South Carolina, US. Hon. Doc. in Science, Cranfield University, UK. Member of the People & Sustainability Committee. MBA, Stockholm School of Economics, Sweden. Chair of the Audit Committee. M. Sc., Stockholm School of Economics, Sweden. Portfolio management for the Lundberg Family. Member of the Audit Committee. Graduate engineer, Institut National Agronomique de Paris-Grignon, France, with an MBA from INSEAD. Member of the People & Sustainability Committee.</p> | | | |
| Other major assignments | <p>Board Chair of Collegial AB, Combient AB and Wärtsilä Corporation. Board member of Investor AB, Northvolt AB and Volvo Cars. Board Chair of Apoteket AB, Alecta and TBD30 AB. Vice Board Chair of Telia Company AB. Board member of Securitas AB. Board Chair of Indutrade AB. Board member of L E Lundbergföretagen AB, AB Industrivärden, Fastighets AB LE-Lundberg, Förvaltnings AB Lunden, L E Lundberg Kapitalförvaltning AB and Fidelio AB. Board member of Serge Ferrari Group SA. Chair CPE. Supervisory Committee of IKKS Invest SAS and Scope Holding SAS.</p> | | | |
| Previous positions | <p>President & CEO of AB SKF 2003–2014. Executive Vice President of AB SKF 1999–2003. President Automotive Division, AB SKF 1995–2003. Senior management positions within AB SKF since 1987. Chair of Klimapolitiska Rådet (Swedish Climate Policy Council) 2018–2020. CFO and deputy CEO, Vattenfall AB 2012–2017. CEO and President AMF Pensionsförsäkring 2008–2012. Director General Finansinspektionen 2003–2008. Analyst at Handelsbanken Capital Markets 2008, Vice President at Strategas Research Partners LLC, New York, US 2006–2008, investment research at ISI, International Strategy & Investment Group, New York, US 2005–2006. Chief Operating Officer, Groupe SEB, France 2014–2019, Senior Executive Vice President for Business Units Brands, Innovation & Strategy, Groupe SEB 2012–2014, Senior Executive Vice President for Business Units Brands & Innovation, Groupe SEB 2010–2012, CEO, Devanlay/Lacoste 2004–2009, Chair and Chief Executive Officer, Aubert Group 2001–2004.</p> | | | |
| Holdings in Husqvarna on December 31, 2022 | <p>990 A-shares, 14,800 B-shares, and 384,024 call options¹ 6,000 B-shares 113,478 A-shares 378,737 B-shares 7,500 B-shares</p> | | | |
| Nationality/Elected | <p>UK, SE / 2006 SE / 2021 SE / 2012 FR / 2016</p> | | | |
| Total fees 2022, SEK | <p>2,260,000 910,000 810,000 715,000</p> | | | |
| Board meeting attendance | <p>17/17 16/17 17/17 17/17</p> | | | |
| People & Sustainability Committee attendance | <p>5/5 — — 5/5</p> | | | |
| Audit Committee attendance | <p>— 6/6 6/6 —</p> | | | |
| Independent of Husqvarna Group | <p>Yes Yes Yes Yes</p> | | | |
| Independent of major shareholders | <p>No Yes No Yes</p> | | | |

¹ Consisting of (a) 192,012 call options issued by Investor AB entitling to purchase Husqvarna B-shares and (b) 192,012 call options issued by L E Lundbergföretagen AB entitling to purchase Husqvarna B-shares.

Board of Directors and auditors, cont.



Daniel Nodhäll
Board member



Lars Pettersson
Board member



Christine Robins
Board member

| | | | |
|---|---|--|--|
| Name | Daniel Nodhäll | Lars Pettersson | Christine Robins |
| Function | Board member | Board member | Board member |
| Born | 1978 | 1954 | 1966 |
| CV | M. Sc., Stockholm School of Economics, Sweden. Managing Director, Head of Listed Companies at Investor AB. Member of the Audit Committee. | M. Sc. in Applied Physics, Material Sciences, Uppsala University, Sweden. Hon. Doc. at Uppsala University. Chair of the People & Sustainability Committee. | BBA in Marketing and Finance, University of Wisconsin, Madison, US and an MBA from Marquette University, Milwaukee, US. |
| Other major assignments | Board member of Electrolux Professional AB (publ) and SAAB AB. | Board member of AB Industrivärden, Indutrade AB and L E Lundbergföretagen AB. | |
| Previous positions | Analyst focused on the engineering sector at Investor AB since 2002. | President & CEO of AB Sandvik 2002–2011 and various positions within AB Sandvik 1978–2002. | Business Unit CEO at Newell Brands, US 2020–2023. President & CEO of Char-Broil LLC, Columbus, US 2014–2019. President & CEO of BodyMedia, Pittsburgh, US 2009–2014. President & CEO of Philips Oral Healthcare, Seattle, US 2005–2009. Marketing and Finance positions within S.C. Johnson company 1988–2005. |
| Holdings in Husqvarna on December 31, 2022 | 10,000 B-shares | 5,000 B-shares | American Depositary Receipts (ADR) B 1,866 |
| Nationality/Elected | SE / 2013 | SE / 2014 | US / 2017 |
| Total fees 2022, SEK | 810,000 | 775,000 | 630,000 |
| Board meeting attendance | 17/17 | 17/17 | 15/17 |
| People & Sustainability Committee attendance | — | 5/5 | — |
| Audit Committee attendance | 6/6 | — | — |
| Independent of Husqvarna Group | Yes | Yes | Yes |
| Independent of major shareholders | No | No | Yes |

Union Appointed Board Members and Deputies



Anders Krantz¹
Employee representative

Born 1973

CV Representative of the Federation of Salaried Employees in Industry and Services. Holdings in Husqvarna: 0 shares.



Anders Köhler
Deputy employee representative

Born 1973

CV Representative of the Federation of Salaried Employees in Industry and Services. Holdings in Husqvarna: 30 A-shares, 1,050 B-shares.



Daniel Tornberg²
Employee representative

Born 1977

CV Representative of the Swedish Confederation of Trade Unions. Holdings in Husqvarna: 245 B-shares.



Dan Byström²
Deputy employee representative

Born 1971

CV Representative of the Swedish Confederation of Trade Unions. Holdings in Husqvarna: 10 B-shares.

¹ Anders Krantz replaced Tina Helmke Hallberg on December 12, 2022.

² Daniel Tornberg was appointed as employee representative and Dan Byström was appointed deputy employee representative on September 12, 2022

Auditors

KPMG AB, Joakim Thilstedt, Authorized Public Accountant. Born 1967.

Other audit assignments include: Addtech, AFRY, Ahlsell, Concentric and Synsam.

Holdings in Husqvarna: 0 shares.

Group Management



| Name Function | Pavel Hajman Acting CEO* | Brian Belanger Executive Vice President Legal Affairs, General Counsel and Secretary to the Board | Terry Burke CFO and Executive Vice President Finance, IR & Communication | Leigh Dagberg Executive Vice President, People & Organization | Glen Instone President, Husqvarna Forest & Garden Division and Executive Vice President Husqvarna Group | Karin Falk President, Husqvarna Construction Division and Executive Vice President Husqvarna Group | Erik Winberg Executive Vice President, Strategy & Innovation | Pär Åström President, Gardena Division and Executive Vice President Husqvarna Group |
|---|--|--|--|---|--|--|---|---|
| Born | 1965 | 1969 | 1972 | 1970 | 1977 | 1965 | 1967 | 1972 |
| CV | M. Sc. in Industrial Engineering and Management, Linköping Institute of Technology, Sweden. Employed 2014. Member of Group Management since 2014. | J.D./LLM, Duke University School of Law. Employed 2006. Member of Group Management since 2015. | Chartered Certified Accountant (FCCA). Employed 2010. Member of Group Management since 2022. | M. Sc. in Organizational Behaviour, University of London, UK. B.A. in History, University of California, Berkeley, US. Employed 2013. Member of Group Management since 2018. | B.A. (Hons) in Accounting & Finance, University of Tees-side, UK. Chartered Institute of Management Accountants (ACMA). Employed 2002. Member of Group Management since 2018. | B. Sc. Business Administration and Economics, School of Economics and Law, Gothenburg, Sweden. Employed 2020. Member of Group Management since 2020. Board Member of Wärtsilä Corporation. | BSc in Economics at Stockholm School of Economics, Sweden. Employed 2021. Member of Group Management since 2021. | M. Sc. in Industrial Engineering & Management, KTH Royal Institute of Technology, Stockholm, Sweden. Employed 2013. Member of Group Management since 2015. |
| Previous positions | Senior Vice President, Group Operations Development 2018–2020. President, Husqvarna Division 2014–2018. Executive Vice President, Head of Asia/Pacific, Husqvarna Group 2014. President Assa Abloy AHG Greater China 2013–2014. Various positions in Seco Tools, President Asia/Pacific, Senior Vice President Group Business Development, Regional Director CEE, 1990–2013. | Vice President Legal Affairs Husqvarna Asia/Pacific Region 2009–2012, with temporary additional assignments as Acting General Counsel Husqvarna Americas 2013 and acting Head of Asia/Pacific Sales Region 2014. Associate General Counsel, Husqvarna Americas, 2006–2009, Partner, Cohen & Grigsby, P.C. 2000–2006. | Various positions in Husqvarna Group: VP Finance Husqvarna Forest & Garden Division 2017–2022. VP Finance Gardena Division 2014–2016. VP Finance Manufacturing/Supply Chain 2013–2014. Regional Business Controller 2010–2012. | Vice President and Head of People & Organization, Husqvarna Group 2018. Vice President Talent Management, Husqvarna Group 2013–2018. Manager, PwC Consulting 2012–2013. Partner and Consultant, MindShift 2002–2012. Head of Research & Consulting, Manager, Universum 1997–2000. Research Specialist and Product Developer, Information Express 1992–1996. | Various positions in Husqvarna Group; CFO and Executive Vice President Finance, IR & Communication 2018–2022. Vice President Global Sales & Services, Husqvarna Division 2016–2018, VP & CFO Husqvarna Division 2014–2017, VP & CFO EMEA, 2013–2014, VP & CFO Manufacturing, Logistics and Sourcing 2011–2013, VP & CFO Global Supply Chain 2009–2011. | Various positions in Volvo Group; Senior Vice President, Volvo Trucks Services & Customer Quality 2016–2020. Executive Vice President, Corporate Strategy & Brand Portfolio 2012–2016. President, Non-Automotive Purchasing 2008–2012. Volvo Car Corporation, Vice President, Volvo Car Customer Service 2006–2008. Volvo Car Corporation, President, Volvo Car Special Vehicles 2001–2006. Volvo Cars and Volvo Group, various positions 1988–2001. | Partner Normann Partners 2020–2021. Vice President Strategic Planning, Tetra Pak International 2011–2019. Vice President and Partner, Bain & Company Inc. Nordic 1996–2011. | Senior Vice President, Business Development, Husqvarna Group 2013–2018. Principal, Kearney Management Consultants 2007–2013. Kearney and Occam Associates Management Consulting 1998–2007 |
| Holdings in Husqvarna on December 31, 2022 | 120,698 B-shares | 78,350 B-shares | 20,409 B-shares | 30,360 B-shares | 55,914 B-shares | 4,080 B-shares | 0 shares | 100,516 B-shares |

* As per December 18, 2022, Pavel Hajman was appointed acting CEO.