

## Reasoned statement of the Nomination Committee in respect of the AGM of Inwido AB on 15 May 2025

The Nomination Committee of Inwido consists of Chairman Oscar Bergman, Swedbank Robur Fonder, Jan Särilvik, Fjärde AP-fonden, Sara Christensen, Första AP-fonden, and Per Bertland, Chairman of the Board.

The Nomination Committee has addressed all issues that it is the Nomination Committee's responsibility to address according to the Swedish Code of Corporate Governance (the "Code"). Shareholders have been able to contribute suggestions to the Nomination Committee via e-mail. No suggestions have been received.

The Nomination Committee proposes that the number of Board members shall be five (without elected deputies), and that Per Bertland, Mikael Jonson, Kerstin Lindell, Henriette Schütze, and Anders Wassberg are re-elected. The Nomination Committee proposes that the current Chairman of the Board be elected Chairman of the Board also for the coming year.

The Nomination Committee has, during its work in respect of the AGM, taken into account the strategic issues that the Board and the company are facing the years to come and based the assessment of the Board's composition and size on this. A report on the Board's work was received from the Chairman of the Board and all Board members were interviewed. The Nomination Committee has discussed the requirements that should be imposed on the Board members, including the requirement of independent members, and taken into account the number of board assignments in other companies of each Board member. In particular the strategy, objectives and requirements that the future direction of Inwido will impose on the Board have been observed. The Nomination Committee has, in respect of its proposal, also taken into account and followed the recommendations set forth in the Code.

The Nomination Committee have applied rule 4.1 of the Code as diversity policy in the development of the proposal for Board members and is of the opinion that the proposal entails a Board composition that will continue to display such diversity and breadth in terms of competence, experience and background as is necessary with respect to the company's situation, strategic development and future direction. In respect of the matter of gender equality between the Board members, the Nomination Committee concludes that if the AGM resolves in accordance with the Nomination Committee's proposal, 40 per cent of the Board members will be women.

The Nomination Committee has also concluded that the proposed Board meets applicable requirements regarding independence. All the proposed Board members have been considered independent in relation to the company and the senior executives, as well as in relation to the major shareholders of the company.

The Nomination Committee has compared the Board's remuneration with comparable companies and proposes a slight increase in the fees in order for these to continue to be competitive and in line with the market. It is proposed that the fees for work in the Board's committees be increased relatively more than the regular fees, in order for these to be proportionate in relation to an increased workload in the committees.

The Nomination Committee's proposal to the Annual General Meeting regarding the re-election of Ernst & Young AB as auditing company follows the Audit Committee's recommendation.

Finally, the Nomination Committee proposes an update of the proposal for the Annual General Meeting's instructions to the Nomination Committee. The update aims to adapt the instructions to developments in practice since the current instructions were adopted in 2021, and to offer the Nomination Committee more flexibility in its internal organization.

**The Nomination Committee of Inwido AB (publ)**

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