

*English translation is for convenience purposes only.*

## **The nomination committee's motivated opinion regarding the proposed board of directors in Senzime AB (publ) and report of how the nomination committee conducted its work**

### **Composition of the nomination committee**

Prior to the annual general meeting in Senzime AB (publ) 2022, the nomination committee was established through the chairman of the board, contacting the shareholders that as of September 1, 2022 were the three largest shareholders, and offered them to each appoint a member of the committee.

The nomination committee has consisted of Adam Dahlberg, representing the Crafoord family, Gabriel Urwitz representing AB Segulah and Malin Björkmo representing Handelsbanken Fonder. Philip Siberg, chairman of the board in Senzime AB, has also formed part of the committee. Adam Dahlberg was appointed chairman of the committee.

### **Report on the nomination committee's work prior to the AGM 2022**

The nomination committee has held three meetings.

The nomination committee has interviewed all members of the board and conducted a board evaluation. The nomination committee has also discussed the board's work with the company's CEO, Pia Renaudin.

The chairman of the board has informed the nomination committee of the diversity policy applicable for the company, which corresponds to paragraph 4.1 of the Swedish Code of Corporate Governance.

The nomination committee has addressed all the issues that the committee should address pursuant to the Swedish Code of Corporate Governance. This is elaborated in more detail below.

Further, for the purpose of enabling the company to fulfill its information obligations towards its shareholders, the nomination committee has also informed the company of how the committee's work has proceeded and of the proposals which the committee has resolved to propose.

### **Motivation of proposals to the board of directors**

The nomination committee motivates its proposal for board of directors in accordance with the following.

When assessing the appropriate size and composition of the board of directors, the nomination committee has taken into account the competence and experience of individual members and especially assessed how the members complement each other and that the board, as a group, possesses the required variety with regard to both experience and competence. Independence issues and continuity have also been taken into account. Based on the information from the board's work that the nomination committee has received, the committee assesses that the board of directors functions well and in its entirety possesses broad competence and experience relevant to the company's operations and the various geographical markets in which the company operates.

The nomination committee has considered the appropriate size of the board of directors and assessed that five members is appropriate, taken the company's operations and strategy into account.

In light of the above, the nomination committee has proposed that the number of board members shall be five and proposed re-election of Philip Siberg, Sorin J. Brull, Adam Dahlberg, Lennart Kalén and Eva Walde. According to the nomination committee, these individuals possess a solid competence and experience. The nomination committee has proposed Philip Siberg as chairman of the board.

In summary, the committee finds the board of directors to meet the relevant requirements and to be appropriate with regard to the company's operations, goals, stage of development and other circumstances. In its work, the nomination committee has taken into account that the company aim for an even gender ratio in the board. When preparing its proposal, the nomination committee has applied the diversity policy applicable to the company.

In order to be able to assess whether the proposed board members are to be regarded as independent in relation to the company and the company management and the company's major shareholders, respectively, the committee has collected information about the proposed board members. The nomination committee has assessed that Adam Dahlberg is to be considered as independent in relation to the company and the management, but dependent in relation to the company's major shareholders. Further, the committee has assessed that Sorin J. Brull is dependent in relation to the company and the management, but independent in relation to the company's major shareholders. Other proposed members of the board have been regarded as independent in relation to the company, the company management and the company's major shareholders.

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Uppsala in April 2022

The nomination committee of Senzime AB (publ)