

## **The nomination committee's proposal to the general meeting 2022 of NCAB Group AB (publ)**

The nomination committee of NCAB Group AB ("**NCAB**") before the annual general meeting 2022 is composed by Ulrik Grönvall (Swedbank Robur and chairman of the nomination committee), Per Hesselmark (R12 Kapital), Henrik Schmidt (Montanaro Asset Management), Christoffer Geijer (SEB Investment Management) and Christian Salamon (chairman of the Company).

### ***The nomination committee's proposal for the chairman of the annual general meeting***

The nomination committee proposes that attorney at law Emma Norburg from Advokatfirma DLA Piper is appointed chairman of the annual general meeting, and if she is unavailable, the person Emma Norburg appoints.

### ***The nomination committee's proposal for appointment of the board of directors and chairman of the board of directors and remuneration for the board of directors***

The nomination committee hereby proposes the following regarding the board of directors of NCAB:

- that the board of directors shall consist of eight directors appointed by the general meeting without deputy directors,
- that all current directors, Christian Salamon, Peter Kruk, Jan-Olof Dahlén, Per Hesselmark, Magdalena Persson, Hans Ramel, Gunilla Rudebjer and Hans Ståhl are re-elected for the period until the next annual general meeting has been held,
- that Christian Salamon is re-elected as chairman of the board and
- that the remuneration of the board of directors is set to SEK 3,725,000 (3,125,000) in total to be allocated with SEK 700,000 (700,000) to the chairman of the board and SEK 350,000 (350,000) to the directors of the board with a major shareholding who are not employees of the group and SEK 525,000 (350,000) to other directors of the board who are not employees of the group. Further, SEK 175,000 (150,000) shall be allocated to the chairman of the audit committee and SEK 75,000 (50,000) to each of the members of the audit committee who are not employees of the group and SEK 25,000 (25,000) to each of the members of the remuneration committee who are not employees of the group.

A presentation of the proposed directors is set out below. The nomination committee's explanatory statement will be made available on the NCAB's website, [www.ncabgroup.com](http://www.ncabgroup.com).

### ***The nomination committee's proposal for appointment of auditor and remuneration to the auditor***

The nomination committee proposes re-election of ÖhrlingsPriceWaterhouseCoopers AB. The auditing firm has declared that if the annual general meeting resolves in accordance with the proposal, Johan Engstam will be appointed as auditor in charge.

Remuneration to the auditors is proposed to be paid according to approved account.

The nomination committee's proposal is in conformity with the audit committee's recommendation.

### ***The nomination committee's proposal for nomination committee before the annual general meeting 2023***

The nomination committee proposes that nomination committee before the annual general meeting 2023 shall be appointed according to the attached proposal.

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Stockholm March 2022  
NCAB Group AB (publ)  
The nomination committee