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## **THE NOMINATION COMMITTEE'S PROPOSALS AND REASONED OPINION BEFORE THE ANNUAL GENERAL MEETING 2022**

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In accordance with the resolution of the annual general meeting 2019, Erik Durhan, chair, (Nordea Fonder), Malin Björkmo (Handelsbanken Fonder), Per Trygg (Lannebo Fonder), Monica Åsmyr (Swedbank Robur Fonder), and Anders Nielsen, chair of the board of Concentric were all appointed members of the Nomination Committee in November 2021, in preparation for the annual general meeting 2022. The Nomination Committee represents about 29.8 percent of the shares and votes in the company.

No compensation has been paid to the Nomination Committee.

The proposals by the Nomination Committee to the annual general meeting 2022 and the reasoned opinion on the election of board members are as follows.

### **Election of chair of the annual general meeting**

The Nomination Committee proposes that Anders Nielsen, or if he is prevented from attending, the person the Nomination Committee proposes in his place, be elected chair of the general meeting.

### **Resolution on the number of board members**

The Nomination Committee proposes that the board shall be composed of seven board members elected at the general meeting, with no alternates, for the period until the next annual general meeting.

### **Resolution on fees to the board members and the auditor**

Fees to the board members for the period up to and including the annual general meeting 2023 is proposed to be paid as follows. The chair of the board will receive SEK 900,000 (previously SEK 800,000) and other board members will receive SEK 375,000 (previously SEK 350,000). In addition, the chair of the Compensation Committee will receive SEK 125,000 (previously SEK 100,000) and member of the Compensation Committee will receive unchanged SEK 50,000. Further, the Nomination Committee proposes that the chair of the Audit Committee will receive SEK 175,000 (previously SEK 150,000) and member of said committee will receive unchanged SEK 75,000.

The Nomination Committee has conducted an analysis of director fees and associated remuneration for committee work and compared them to similar companies based on several measures of size and complexity. The outcome of the analysis justifies, according to the Nomination Committee, an increase of said fees and remunerations.

Fees to the auditor for services performed are proposed to be paid against, by the company, approved current account

### **Election of the board members and chair of the board**

The Nomination Committee proposes re-election of the board members Karin Gunnarsson, Anders Nielsen, Susanna Schneeberger, Martin Sköld, Claes Magnus Åkesson, Petra Sundström and Joachim Rosenberg. It is proposed that Anders Nielsen be re-elected chair of the board.

Information about the proposed board members can be found on the company's website [www.concentricab.com](http://www.concentricab.com).

### **Election of auditor**

The Nomination Committee proposes that the company shall have one auditor with no deputy. The Nomination Committee proposes re-election of the registered accounting firm KPMG AB as the company's auditor until the end of the annual general meeting 2023. KPMG AB has notified the company that Joakim Thilstedt, authorised public accountant, will continue to be the auditor-in-charge of the company.

The Nomination Committee's proposal corresponds to the Audit Committee's recommendation. Neither the Nomination Committee nor the Audit Committee have been influenced by a third party and no clause of a contract entered into with a third party has influenced or restricted the choice of auditor.

### **The nomination committee's reasoned opinion regarding the proposal on election of board members**

To support its proposal on election of board members, the Nomination Committee has conducted a written evaluation of the work of the board members. The Nomination Committee has had two meetings and interviewed the chair of the board and all of the board members. The Nomination Committee has also had a number of contacts between meetings. The requirements that can be imposed on the board of Concentric have been discussed thoroughly. Questions of independency have been highlighted and how to achieve a gender balance has been discussed. During the preparation of its proposal on the composition of the board, the Nomination Committee has applied the requirement in Section 4.1 of the Swedish Corporate Governance Code regarding the strive for diversity, breadth and gender balance on the board.

The Nomination Committee has in its evaluation found that the present board has a good and appropriate constitution characterized by diversity and breadth regarding the members' competence, experience and background, that their work is up to standard, and that the board members together have a good, industrial and financial competence as well as extensive international experience. It was resolved to not propose any new board member at the general meeting 2022, as the assessment is that the board functions well and that it has the necessary competence considering, the company's business, strategic development, management and control as well as relevant aspects of sustainability for the company.

The proposed board meets the requirement on independence stipulated in the Swedish Corporate Governance Code. All proposed board members are considered independent of the company and its management, as well as of the company's larger shareholders.

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Stockholm in February 2022  
**Concentric AB (publ)**  
*The Nomination Committee*