

The Work of the Nomination Committee ahead of the 2023 Annual General Meeting in Smart Eye Aktiebolag (publ)

In accordance with the principles for the appointment of the Nomination Committee adopted at Smart Eye's Annual General Meeting 2022, the Chairman of the Board of Directors contacted the largest shareholders in terms of votes to form a Nomination Committee consisting of four members. At the Nomination Committee's inaugural meeting, it was decided that the Chairman of the Board of Directors would be co-opted to most of the Nomination Committee's meetings. The Nomination Committee was composed as follows:

- Mary Irwin (familjen Krantz), Chairman of the Nomination Committee
- Linda Jöfelt (familjen Jöfelt)
- Jan Dworsky (Swedbank Robur)
- Ossian Ekdahl (Första AP-fonden)

The Nomination Committee is appointed by owners with an ownership of approximately 32% of the votes in Smart Eye.

During its work, the Nomination Committee held five recorded meetings and in between had ongoing contact. The Nomination Committee has interviewed all Board members and taken note of the Board of Directors' own evaluation.

The Nomination Committee's proposal for the Board of Directors

The Nomination Committee proposes to the Annual General Meeting:

- That the Board of Directors shall consist of seven members, without deputies.
- Re-election of Board members Mats Krantz, Magnus Jonsson, Lars Olofsson, Eva Elmstedt, Cecilia Wachtmeister and Anders Jöfelt.
- New election of Tobias Sjögren.
- Re-election of Anders Jöfelt as Chairman of the Board of Directors.

Tobias Sjögren is presented below and the other persons proposed by the Nomination Committee to the Board of Directors are presented on www.smarteye.se.

Reasoned statement

Based on the interviews with all Board members, the Nomination Committee has had discussions about the size and composition of the Board of Directors in terms of, for example, industry experience, competence and gender.

The Nomination Committee believes that the number of Board members should consist of at least five and a maximum of seven members over time. In order to ensure that this is maintained in the event of the resignation of several members at the same time and to ensure that the introduction of new members is as smooth as possible, the current number should be increased to seven. Therefore, the Nomination Committee developed a requirement profile for the member to be included in the Board of Directors.

The Nomination Committee has worked together with an external recruitment company to search for and evaluate candidates. The candidates have been selected partly by the recruitment company and partly by the Nomination Committee proposing its own people into the process.

In this work, the Nomination Committee chooses to propose to the AGM the election of Tobias Sjögren. Tobias Sjögren has been CEO of listed Starbreeze AB since 2020 with a background in the computer game industry since 1996 when he started as a programmer. He has worked as senior executive at listed companies such as DICE and Paradox and for the past 20 years has mainly worked in business development and management. Tobias has worked with international business relations since the start of his career and has also served on several boards for companies with a more technical focus, most

recently board member of Starbreeze 2019–2020. Tobias is independent in relation to both the Company and its management as well as to major shareholders.

The Nomination Committee considers that the proposed Board of Directors is composed of a broad and diverse group of people with relevant experience where the members complement each other well in terms of competence and experience. The proposed Board of Directors consists of five men and two women, as a diversity policy, the Nomination Committee has applied the Swedish Code of Corporate Governance (the “Code”), rule 4.1.

Remuneration to the Board of Directors

The Nomination Committee proposes to adjust the Board of Directors’ remuneration by approximately 3%. The Chairman of the Board of Directors did not participate in the decision regarding the remuneration of the function.

Auditors

The Nomination Committee proposes to Smart Eye that Deloitte be re-elected as auditor until the end of the Annual General Meeting 2024.

The Nomination Committee’s other proposals to the Annual General Meeting 2023

The Nomination Committee has resolved to propose to the Annual General Meeting 2023 that:

- The Chairman of the Board of Directors, Anders Jöfelt, is elected Chairman of the Board of Directors at the 2023 Annual General Meeting.
- Remuneration shall be paid in the amount of SEK 490,000 (SEK 473,000) to the Chairman of the Board of Directors, in the amount of SEK 350,000 (SEK 342,000) to the Deputy Chairman of the Board of Directors and in the amount of SEK 270,000 (SEK 263,000) to the other members. Remuneration is not paid to members who are employed by the Group.
- Remuneration shall be paid to the Audit Committee in the amount of SEK 140,000 (SEK 132,000) to the Chairman of the Committee and in the amount of SEK 55,000 (SEK 52,000) to each member (maximum 2 persons).
- Remuneration shall be paid to the Remuneration Committee in the amount of SEK 63,000 to the Chairman of the Committee and in the amount of SEK 42,000 to the other member (1 person).
- Remuneration to the auditor is paid in accordance with approved invoices.

Gothenburg in March 2023
Smart Eye Aktiebolag (publ)
The nomination committee