

Instructions for the Nomination Committee of Nobia AB (publ)

1. Number of members

The Nomination Committee shall comprise at least three (3) members representing the largest shareholders of the Company. The members are to be elected at the Annual General Meeting for the period until the conclusion of the following Annual General Meeting. The Chairman of the Nomination Committee shall also be appointed at the Annual General Meeting.

The Chairman of the Nomination Committee shall convene the first meeting of the Nomination Committee.

The Nomination Committee is entitled to appoint an additional two (2) co-opted members. Co-opted members shall assist the Nomination Committee in performing its duties but have no voting rights. The Chairman of the Board may only be a member of the Nomination Committee as a co-opted member.

The Nomination Committee shall appoint replacements for any members prematurely leaving the Committee in accordance with item 2 (iv) below.

2. Changes to the Nomination Committee

The Nomination Committee is to remain unchanged unless:

- (i) a member dies or wishes to step down prematurely, in which case such a request to leave the Committee shall be sent to the Chairman of the Nomination Committee (or if the Chairman him/herself wishes to step down, to another Nomination Committee member), and receipt of this request shall entail that the request has been executed, or
- (ii) a shareholder wishes to replace their representative on the Nomination Committee with another individual, in which case such a request (containing the two names of the individuals in question) shall be sent to the Chairman of the Nomination Committee (or if the Chairman him/herself wishes to step down, to another Nomination Committee member), and receipt of this request shall entail that the request has been executed, or
- (iii) a shareholder whose representative is a member of the Nomination Committee sells his/her holdings in the Company, in which case the member representing such a shareholder is deemed to have automatically left the Nomination Committee, or
- (iv) the Nomination Committee decides itself to offer vacant positions on the Nomination Committee to shareholders or representatives of shareholders to reflect the ownership of the Company.

Changes to the Nomination Committee shall be published immediately.

3. Duties of the Nomination Committee

The Nomination Committee shall prepare and present proposals to the Chairman of the Board well in advance of (but not later than six weeks prior to) the Annual General Meeting regarding:

- election of the Chairman and other members of the Company's Board of Directors,
- Board fees, divided between the Chairman and the other members, and any remuneration for Committee work,
- the election of and fees to auditors and deputy auditors (where applicable),
- the election of the Chairman of the Annual General Meeting, and

- the election of members of the Company's Nomination Committee for the period from the end of the Annual General Meeting until the conclusion of the following Annual General Meeting.

In addition, the Nomination Committee is to decide on whether to make any changes to these instructions in accordance with item 7 below.

The Nomination Committee's proposals shall be presented in the notice of the Annual General Meeting. In connection with the publication of the notice of the Annual General Meeting, the Nomination Committee shall ensure that the Nomination Committee's proposals, explanatory statement and information regarding how the Nomination Committee has performed its duties are published on the Company's website. In performing its other duties, the Nomination Committee shall fulfil the requirements on Nomination Committees in accordance with the Swedish Corporate Governance Code.

4. Quorum

The Nomination Committee forms a quorum when at least three (3) members are present. The Nomination Committee's decision is the decision for which more than half of the members present vote in favour. If the number of votes is equal, the decision supported by the Chairman shall apply.

5. Attendance at Annual General Meeting

Representatives of the Nomination Committee should always attend the Annual General Meeting and present the reasons for the Nomination Committee's proposals.

6. Fees

No remuneration is payable to members of the Nomination Committee. The Nomination Committee is entitled to charge the Company with costs associated with, for example, recruitment consultants or other expenses necessary for the Nomination Committee to complete its assignments.

7. Changes to these instructions

The present instructions for the Nomination Committee shall apply until the Annual General Meeting resolves on any changes thereof. It is the duty of the Nomination Committee, prior to the Annual General Meeting, to take a standpoint on whether the Committee finds it necessary to propose any changes to the principles in question and, where applicable, to present proposals to the Annual General Meeting in accordance with item 3 above.