

Proposal and statement regarding dividends

The Board of Directors' proposal regarding dividends

On 29 April 2021, the Annual General Meeting of Nordnet AB (publ) resolved on dividends amounting to SEK 1.51 per share, and that the remaining net result would be carried forward.

The Board now proposes that the Extraordinary General Meeting resolves on dividends amounting to SEK 1.77 per share, which, together with the dividends resolved upon by the Annual General Meeting, equals 70 percent of the net result of year 2020.

As of 31 December 2020, the Company's unrestricted equity amounted to SEK 2 368 771 000. In accordance with the Annual General Meeting's decision, SEK 377 500 000 has been paid out as dividends. No other value transfers have been carried out since 31 December 2020. Hence, the amount available for distribution according to Chapter 17, Section 3 first Paragraph of the Swedish Companies Act (2005:551) amounts to SEK 1 991 271 000.

The Board proposes Thursday 16 December 2021 as record day. If the meeting resolves in accordance with this proposal, the dividend is expected to be distributed by Euroclear Sweden AB on 21 December 2021.

The Board of Directors' motivated statement on the above proposal, according to Chapter 18, Section 4 of the Swedish Companies Act

The Board of Directors hereby presents the following statement in accordance with Chapter 18, Section 4 of the Swedish Companies Act.

The Board's motivation as to why the proposed decision is compatible with the provisions in Chapter 17, Section 3, second and third Paragraphs of the Swedish Companies Act reads as follows.

- Since the Annual General Meeting's resolution on dividends on 29 April 2021, no value transfers have been resolved upon.
- The financial position of the Company and the group as per 30 September 2021 is presented in the interim report for January – September 2021. The report also describes the principles used for valuation of assets and liabilities. The capital requirement for the Company's consolidated situation, calculated as per 30 September 2021, equals a Common Equity Tier 1 capital ratio of 18.6 percent and a total capital ratio of 21.8 percent. The leverage ratio of the consolidated situation as per 30 September 2021 was 4.4 percent.
- The Company has, by issuance of Additional Tier 1 Capital (a so called AT 1 bond) strengthened the Tier 1 Capital ratio. The issuance was made on 9 November 2021 and amounted to SEK 600 million. The settlement day was 16 November 2021.



- After the now proposed dividend combined with the new AT 1 bond, the total capital ratio of the consolidated situation will increase with 1.0 percentage points from 21.8 percent to 22.8 percent, and the leverage ratio of the consolidated situation with 0.2 percentage points from 4.4 percent to 4.6 percent, based on the financial position of the Company as of 30 September 2021.
- The capital adequacy and liquidity of the Company and the group are deemed to be able to be maintained at a satisfactory level.
- The nature and scope of the business conducted by the Company and the group are set out in the Company's Articles of Association and submitted financial reports. The business does not entail risks beyond what occur and is assumed to occur in the industry, or beyond what is associated with conducting business activities in general.

The Board has considered the Company's and the group's consolidation needs through a comprehensive assessment of the Company's and the group's financial position and the Company's and the group's ability to meet their long-term obligations.

With reference to the above, and what has otherwise come to the attention of the Board, the Board's assessment is that the proposed dividend is justified considering the demands that the nature, scope and risks of the Company's and the group's business place on the size of the Company's and the group's own funds, and on the Company's and the group's consolidation needs, liquidity and financial positions in general.

Stockholm, November 2021
The Board of Directors, Nordnet AB (publ)