

# **Report on how the Nomination Committee has conducted its work and proposals for the Annual General Meeting 2026**

## **1. The Nomination Committee's work**

### **1.1 Composition**

The Nomination Committee consists of Johan Malm (Chairman, appointed by E. Öhman J:or Intressenter AB), Catharina Versteegh (appointed by Premiefinans K. Bohlin Aktiebolag), Sophie Larsén (appointed by AMF) and Tom Dinkelspiel (Chairman of the Board). The members of the committee have been appointed in accordance with the Instruction for the Nomination Committee (the "Instruction").

### **1.2 Contacts and meetings**

The Nomination Committee has, in addition to a number of informal contacts, held five (5) recorded meetings after the Annual General Meeting 2025 and up until the Annual General Meeting 2026. Remuneration has not been paid for the work on the Nomination Committee.

### **1.3 Evaluation of the Board's work**

During the autumn of 2025 a self-evaluation of the Board's work was conducted by means of a survey. The Nomination Committee has been informed of the results of the evaluation, which were essentially positive. In combination with the other information that the Nomination Committee has received, the assessment of the committee is that the ongoing work carried out by the Board is well-functioning.

## **2. The Nomination Committee's proposals for the Annual General Meeting 2026**

### **2.1 Chairman of the Annual General Meeting**

The Nomination Committee proposes Fredrik Lundén, member of the Swedish Bar Association and Partner at Cederquist law firm as chairman of the meeting.

## 2.2 Number of members of the Board

According to the Articles of Association, the Board shall consist of a minimum of three and a maximum of ten members. The Nomination Committee proposes that the Board should consist of nine (9) members, which represents an increase of one member in relation to the current meeting year.

## 2.3 Board

The Nomination Committee's proposal is that all members of the Board, that is Tom Dinkelspiel, Fredrik Bergström, Anna Bäck, Karitha Ericson, Therese Hillman, Charlotta Nilsson, Henrik Rättzén and Johan Åkerblom shall be re-elected as ordinary members of the Board for the period until the end of the next Annual General Meeting.

In addition, the Nomination Committee proposes new election of Lars-Åke Norling.

The Nomination Committee further proposes that Tom Dinkelspiel be re-elected as Chairman of the Board.

Regarding Lars-Åke Norling, who is proposed for new election, the Nomination Committee wishes to highlight the following.

Lars-Åke Norling is 57 years old and holds a Master of Science in Engineering Physics from Uppsala University. He holds a Master of Science in Systems Engineering from Case Western Reserve University and a Master of Business Administration from Gothenburg School of Economics.

Lars-Åke has extensive leadership experience within TMT (Technology, Media & Telecom) and, more specifically, solid experience as CEO in an international environment at two listed companies in Thailand and Malaysia, respectively, as well as serving as CEO of Telenor Sweden. Lars-Åke has solid experience in B2C and in leading companies where the digital customer experience and a high pace of innovation are essential success factors. He has been CEO and Group CEO of Nordnet since 2019 and has during that time developed a deep understanding of the financial markets, the Nordnet Group's operations and its products and services, as well as the financial and other regulations governing the Group's operations.

Lars-Åke is a member of the Board of Hargreaves Lansdown and is Chairman of the Board of Modular Finance Group AB. Among his previous board assignments, the most notable is his assignment as a Board member of Tele2 AB (publ) during the period 2018–2022.

It is the Nomination Committee's assessment that Lars-Åke Norling's broad business experience, both in Sweden and internationally, and his role as the successful CEO of the Nordnet Group make him a welcome addition to Nordnet's Board.

Information about the current members of the Board and auditor can be found in the annual report as well as on the company's website.

## **2.4 Remuneration of the Board of Directors**

The Nomination Committee's proposal is that remuneration for Board work is adjusted as follows for the usual term of office of twelve months.

- The remuneration to each member of the Board, except for the Chairman of the Board shall be SEK 540,000 each, representing an increase of just under five (5) percent in relation to the outgoing mandate period, i.e. the meeting year 2024 – 2025.
- The remuneration for the Chairman of the Board shall be SEK 1,080,000, which also corresponds to an increase of just under five (5) percent in relation to the outgoing mandate period, i.e. the meeting year 2024 – 2025.
- Remuneration for work in the Board's committees shall be increased by five (5) percent (rounded up to the nearest full thousand) in relation to the outgoing mandate period, i.e. the meeting year 2024 – 2025, resulting as follows.
  - SEK 166,000 to the Chairman and SEK 88,000 to other members of the Risk and Compliance Committee.
  - SEK 110,000 to the Chairman and SEK 66,000 to other members of the Audit Committee.
  - SEK 83,000 to the Chairman and SEK 44,000 to other members of the IT Committee.
  - SEK 44,000 to the Chairman and SEK 28,000 to other members of the Remuneration Committee.

## **2.5 Auditor and remuneration to the Auditor**

The Board's Audit Committee has, on behalf of the Nomination Committee, prepared a proposal for the election of auditors based on the assumption that the current auditor is not available for re-election. Under the leadership of the Audit Committee, a procurement process has been carried out, resulting in the Audit Committee deciding to propose to the Nomination Committee to propose that the Annual General Meeting elect the registered

auditing firm KPMG, with Mårten Asplund as the auditor in charge, for the period until the end of the Annual General Meeting to be held in 2027.

The Nomination Committee has decided to propose that the Annual General Meeting resolves in accordance with the Audit Committee's recommendation.

The Nomination Committee proposes that remuneration to the company's auditor, as previous years, shall be paid in accordance with approved invoices.

### **3. The Nomination Committee's motivated statement in accordance with Section 2.6 of the Swedish Corporate Governance Code, regarding proposals for the election of the Board**

As part of its assessment of the Board and its composition, the Nomination Committee has, as mentioned above, taken note of the results of the evaluation made of the Board's work in the autumn of 2025 as well as interviewed members of the Board and otherwise informed itself about how the Board's work is functioning. The Nomination Committee has stated that the members of the Board have a high level of commitment, with a high meeting attendance and that the Board's cooperation overall works well, both internally and in relation to the executive management. When composing the Board, the Nomination Committee has applied the rules on the composition of the Board stated in the Swedish Corporate Governance Code (the "Code"), including the rule on diversity, and taken into account that the Board shall exhibit diversity and breadth of qualifications, experience and background and the need for renewal. The Nomination Committee's view is that the competencies and experiences deemed important for Nordnet are well-represented in the proposed Board. Furthermore, the Nomination Committee assesses that the proposed Board has a composition and size that is appropriate for Nordnet's needs. The Nomination Committee has also assessed that the proposed members of the Board have the opportunity to invest sufficient time for the board assignment in Nordnet.

The Nomination Committee has found that the proposed Board meets the requirements for independence of members of the Board as stipulated in the Code. Seven of the Board's proposed nine members, namely Fredrik Bergström, Anna Bäck, Karitha Ericson, Therese Hillman, Charlotta Nilsson, Henrik Rättzén and Johan Åkerblom are independent in relation to both the company and the executive management as well as the company's major owners. All proposed members except Lars-Åke Norling are independent in relation to the company and its executive management.

The Nomination Committee has applied the provision in Section 4.1 of the Code as a diversity policy when preparing its proposal to the Board. The goal of the diversity policy is, with regard to the company's operations, phase of development and other relevant circumstances, that the Board shall have a composition characterized by versatility and breadth regarding the qualifications, experience and background of the members elected by the Annual General Meeting and that an even gender distribution shall be sought. The Nomination Committee considers that among the proposed members of the Board there is a diversity and breadth in terms of age, educational background, gender, qualifications, competence and the period of time during which they have held the assignment as member of Nordnet's board. Of the proposed members of the Board to be elected by the Annual General Meeting, four are women and five are men. Against this background and taking into account what is otherwise stated in Section 4.1 of the Code, the Nomination Committee considers that the Board, with the Nomination Committee's proposal, has an appropriate composition with regard to the company's operations, future development and other conditions.

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On behalf of the Nomination Committee  
Stockholm in March 2026

Johan Malm  
Chairman of the Nomination Committee