

Motivated opinion regarding the nomination committee's of Bravida Holding AB (publ) proposals to the Annual General Meeting 2024

Background

The nomination committee of Bravida, consists of Joachim Spetz (chairman of the nomination committee, appointed by Swedbank Robur), Ben Heck (appointed by Mawer Investment Management) and Lovisa Runge (appointed by Fjärde AP-fonden). Fredrik Arp (chairman of the board) is an adjunct member of the Nomination Committee.

The nomination committee has held three meetings and has further had several discussions via email and telephone. The nomination committee has discussed and evaluated the board of directors' work and evaluated the remuneration rates to the board.

The nomination committee's proposals

The nomination committee makes the following proposals for Bravida's board of directors:

- that the board of directors shall consist of seven (7) board members with no deputy members,
- that the board members Fredrik Arp, Cecilia Daun Wennborg, Jan Johansson, Marie Nygren, Staffan Pålsson and Karin Stålhandske are re-elected and that Tero Kiviniemi is elected as a new member of the board, all for the period up until the end of the next Annual General Meeting, and
- that Fredrik Arp is re-elected as chairman of the board.

Presentation of Tero Kiviniemi

Born in: 1971

Educated as a civil engineer at Helsinki University of Technology. CEO and Group President of Destia Group Oy since 2018. Chairman of the Board at Destia Oy, Vice Chairman at the National Emergency Supply Agency, and board member at Mutual Pension Insurance Company Ilmarinen. Previously held several senior positions within the YIT Group, including Deputy CEO and Division Manager for the Property and Infrastructure business area. Tero Kiviniemi does not hold any shares in Bravida. He is considered independent in relation to the company, its management and the major shareholders in the company.

Motivated opinion

The nomination committee has as basis for its work been provided with an evaluation of the board of directors and its work. The nomination committee has also conducted interviews with some of the members of the board, individually, and the chairman of the board has given a report on how the board's work has been carried out. The size and composition of the board, as regards for example sector experience and competence, has been taken into account and evaluated.

Based on inter alia the above, the nomination committee has been given a very positive impression of the board of directors' work during 2023. Further, the nomination committee is of the opinion that the board members complement each other well as regards qualifications and experiences. In relation to the composition of the board of directors, the provisions of rule 4.1 of the Swedish

Corporate Governance Code has been applied as diversity policy and objective. The nomination committee has discussed diversity perspectives on the premise that this is of importance to the composition of the board and have thereby noted that the gender distribution in the board is equally distributed. The nomination committee will continue its process to, in a longer perspective, further strengthen the diversity of the board.

An adjustment to the fees for the board members has been proposed considering the nomination committee's evaluation of the fee levels in similar companies. The proposed adjustment is a raise of the fees for the chairman of SEK 60,000 (a raise of 4.51%) and SEK 25,000 (a raise of 4.76%) to each of the other directors. Further, an adjustment of the fees for the chairman of the audit committee of SEK 10,000 (a raise of 4.76%) and SEK 5,000 (a raise of 4.76%) for the other members of the audit committee has been proposed. In addition, an adjustment for the fees for the members of the remuneration committee of SEK 5,000 (a raise 4.35% for the chairman and 5.88% for the other members) has been proposed. The Nomination Committee proposes that auditors' fees shall be paid according to approved invoices.

In accordance with the recommendation of the audit committee based on an evaluation of the audit work of KPMG AB during the past year, the nomination committee proposes that the audit firm KPMG AB be re-elected as auditor. KPGM AB has informed Bravida that the authorised accountant Mattias Lötbörn will continue as auditor in charge, for the period until the next Annual General Meeting.

Based on the evaluation made, the nomination committee proposes that the Annual General Meeting 2024 re-elects Fredrik Arp, Cecilia Daun Wennborg, Jan Johansson, Marie Nygren, Staffan Pålsson and Karin Stålhandske as board members. Furthermore, the Nomination Committee proposes that the Annual General Meeting 2024 elects Tero Kiviniemi as a new board member. The nomination committee has assessed that the proposed seven-member board, represents adequate competencies and capacity. The nomination committee has further resolved to propose that Fredrik Arp is re-elected as chairman of the board of directors.

A presentation of the persons proposed by the nomination committee to be re-elected board members is available at www.bravida.se/en/.

Stockholm, March 2024
Bravida Holding AB (publ)
The nomination committee