

This is a translation of the Swedish version. If there are any discrepancies, the Swedish version shall take precedence.

The Nomination Committee's proposals and motivated statement to the 2024 Annual General Meeting of Stillfront Group AB (publ)

In accordance with the principles adopted by the 2023 Annual General Meeting, the Nomination Committee of Stillfront Group AB (publ) (“**Stillfront**” or the “**Company**”) ahead of the 2024 Annual General Meeting has the following composition:

Anna Magnusson, appointed by Första AP Fonden, Chair of the Nomination Committee

Niklas Johansson, appointed by Handelsbanken Fonder

Patrik Jönsson, appointed by SEB Fonder

Katarina G. Bonde, Chair of Stillfront (adjunct)

Shareholders have had the opportunity to submit proposals and opinions to the Nomination Committee in accordance with the instructions set out on Stillfront's website.

The Nomination Committee hereby proposes the following.

Proposal of the Chair of the general meeting

The Nomination Committee proposes that the Chair of the board of directors of Stillfront, Katarina G. Bonde, is appointed as Chair of the 2024 Annual General Meeting.

Proposal on the number of directors of the board

The Nomination Committee proposes that the board of directors shall consist of six directors with no deputy directors.

Proposals for remuneration

The Nomination Committee proposes that the remuneration to the board of directors shall, for the period until the 2025 Annual General Meeting, be SEK 780,000 (SEK 750,000) for the Chair of the board of directors and SEK 315,000 (300,000) for each of the other board members.

In addition to the board remuneration, the Chair of the Audit Committee shall, for the period until the 2025 Annual General Meeting, receive a remuneration of SEK 250,000 (SEK 250,000) and the other members of the Audit Committee shall receive a remuneration of SEK 100,000 (SEK 75,000).

In addition to the board remuneration, the Chair of the HR Committee shall, for the period until the 2025 Annual General Meeting, receive a remuneration of SEK 100,000 (last year the remuneration to the Chair of the former Remuneration Committee was SEK 70,000) and the other members of the HR Committee shall receive a remuneration of SEK 50,000 (last year the remuneration to the other member of the former Remuneration Committee was SEK 35,000).

The Nomination Committee proposes that the fees to the auditor shall be paid against approved invoices.

Proposal for appointment of the board of directors

The Nomination Committee proposes that Katarina G. Bonde, Erik Forsberg, Marcus Jacobs and David Nordberg shall be re-elected as members of the board of directors of Stillfront until the close of the 2025 Annual General Meeting.

The Nomination Committee proposes that Maria Hedengren and Lars-Johan Jarnheimer are elected as new members of the board of directors of Stillfront until the close of the 2025 Annual General Meeting. Maria Hedengren has 25 years of experience from leading positions in international growth companies, including CFO of NetEnt and iZettle and CEO of Ready, and is currently active on several boards, as an investor and as

a venture partner at a global venture capital company. Lars-Johan Jarnheimer has more than 40 years of experience from multinational companies such as Tele2 and Millicom, H&M, IKEA and the media company Egmont Group. He is currently Chair of the board of directors of Telia Company, Inka Holding (IKEA), Elite Hotels and Arvid Nordqvist, and board member of SAS. A more detailed presentation of the proposed new board members is available in [Appendix 1](#).

The Nomination Committee proposes that Katarina G. Bonde is re-elected as Chair of the board of directors of Stillfront until the close of the 2025 Annual General Meeting.

Birgitta Henriksson and Ulrika Viklund have informed the Nomination Committee that they will not be available for re-election at the 2024 Annual General Meeting.

The presentation of the nominated board members, accompanied by an assessment of their independence in relation to the Company, its senior management and major shareholders, is available in [Appendix 1](#).

Proposal for appointment of auditor

The Nomination Committee proposes re-election of the auditing firm Öhrlings PricewaterhouseCoopers AB. Öhrlings PricewaterhouseCoopers AB has declared that, if the general meeting resolves in accordance with the proposal, Nicklas Kullberg will continue as auditor-in-charge. The Nomination Committee's proposal corresponds to the recommendation of the Audit Committee.

Description of the Nomination Committee's work ahead of the 2024 Annual General Meeting

As of 5 April 2024, the Nomination Committee has held four meetings ahead of the 2024 Annual General Meeting at which minutes have been kept. In addition to these meetings, additional contacts have been held on an on-going basis when necessary. The Nomination Committee has worked in accordance with the requirements set out in the Swedish Corporate Governance Code (the “**Code**”) and the principles adopted at the 2023 Annual General Meeting. The Nomination Committee has in its work applied section 4.1 of the Code as its diversity policy. Further, the Nomination Committee considers it important that the proposed board members can devote the necessary time required to fulfil their respective tasks in the board and the Nomination Committee has therefore reviewed the results of the board members' evaluation of the board work and has had individual meetings with both existing and newly proposed board members.

The Nomination Committee has had contacts with the Chair of the Audit Committee for evaluation of the quality and efficiency of the auditor's work as well as to receive the Audit Committee's recommendation in relation to the proposal of auditor and auditor remuneration.

Further, the Nomination Committee has engaged a reputable director recruitment agency in the search of new board members.

The Nomination Committee's motivated statement regarding its proposals

The Nomination Committee's assessments regarding the proposed board composition

The Nomination Committee has, when preparing its proposals to the 2024 Annual General Meeting, considered i.a. that the board of directors shall have a composition that reflects the nature of Stillfront's business, current stage of growth, and strategic direction. The Nomination Committee has noted from the evaluation of the board of directors' work that the board members have a high board meeting attendance and that they are well prepared at the meetings. The Nomination Committee recognizes the importance of diversity on the board, as well as a range of qualifications, experience, skills and background and has therefore implemented a rigorous process designed to identify and consider diverse candidates. As part of its efforts to find the most competent board members, the Nomination Committee has strived for an even gender distribution and has actively sought out qualified female candidates and encouraged their consideration for board positions.

All board assignments in the Company are to be based on merit with the prime consideration being to maintain and enhance the board of directors' overall competence and functioning as an efficient decision-

making and sound governance body. The Nomination Committee's opinion is that the proposed board of directors collectively exhibits diversity and a breadth of qualifications and experiences within areas of importance to Stillfront, such as gaming industry knowledge and financial, operational, corporate governance, capital markets and sustainability expertise. The Nomination Committee has furthermore discussed the importance of a continued focus on the Company's CSR and ESG work and hence experience within this field has been considered. It is recognized that, although attempts have been made to achieve an equal gender balance on the board, the proposed board of directors does not reflect an even gender distribution (the proportion of women is 33.33%).

The Nomination Committee's assessment regarding the proposed board members' independence

According to the Code, a majority of the members of the board of directors elected by the general meeting are to be independent of the Company and its senior management. At least two of the members of the board of directors who are independent in relation to the Company and its senior management are also to be independent in relation to the Company's major shareholders.

The Nomination Committee's opinion is that the proposed board of directors fulfils the requirements pursuant to the Code regarding board members' independence.

The Nomination Committee's assessment regarding the proposed board remuneration

The Nomination Committee's view is that the remuneration levels shall be in line with market board remuneration in order to ensure that Stillfront can attract and retain board members with the relevant qualifications. The Nomination Committee has benchmarked its remuneration proposal on the basis of an evaluation of board remunerations for comparable companies in Sweden. Regarding the HR Committee's remuneration, the Nomination Committee has observed that the committee's responsibilities have broadened beyond those of the former Remuneration Committee, leading to a greater workload for its members that justifies an increased compensation.

APPENDIX 1
Presentation of the proposed board members
(incl. assessment of independence)

Katarina G. Bonde, born 1958

Board member since 2018 and Chair of the Board since 2023. Chair the HR Committee.

Education: M.Sc. Physics and Mathematics, KTH Royal Institute of Technology, Mathematics and Social history, Salem College, North Carolina, Economics, Stockholm University.

Former positions, selection: Chair of the board – Opus Group AB (publ), IMINT Image Intelligence AB, JonDeTech Sensors AB (publ), JonDeTech Licensing AB, Allihoopa AB, Reason Studios AB, AddSecure Group AB, Propellerhead Inressenter AB, Flatfrog Laboratories AB and Nepa AB, board member – ACQ Bure AB (publ), Sjätte AP-fonden, Nordax Group AB, Nordax Bank AB (publ), Avega Group AB, Fingerprint Cards AB, IMINT Incentive AB, Micro Systemation AB (publ), Carlsquare AB, Aptilo Holding AB and MD International AB, CEO and Chair of the board – UniSite Software, Global Sales & Marketing – Captura Software Inc., Marketing Director – Dun & Bradstreet Software Inc.

Other significant professional commitments: Chair of the board – Stratsys AB, Mentimeter AB, and Zimpler Holding AB, board member – Mycronic AB (publ) and Ysäter AB.

Independent in relation to the Company and the Company management: Yes.

Independent in relation to the major shareholders: Yes.

Holdings of financial instruments in Stillfront 45,000 shares.

Erik Forsberg, born 1971

Board member since 2018. Chair of the Audit Committee.

Education: Master of Science Business and Administration, Stockholm School of Economics.

Former positions, selection: CFO – Intrum AB, CFO – Cision AB and Business Area CFO, Group Treasurer and Business Controller – EF Education.

Other significant professional commitments: Chair of the board – Collectia Group (Care Bidco Aps DK) and Lectogo AB, board member – Enento Group Plc, board member and owner – Deltalite AB.

Independent in relation to the Company and the Company management: Yes.

Independent in relation to the major shareholders: Yes.

Holdings of financial instruments in Stillfront 65,000 shares. Senior unsecured bond holding corresponding to SEK 1,250,000.

Maria Hedengren, born 1970

Proposed new board member.

Education: University of Gothenburg, Accounting and Financing, Business Administration

Former positions, selection: CEO - Ready International AB (publ), CFO - iZettle AB, Chair of the board - Her Company AB, board member and Chair of the audit committee - Fishbrain AB, board member and member of the audit committee - NetEnt AB (publ) and board member - Swedish Esports Federation.

Other significant professional commitments: Chair of the board of directors - Feminvest Holding AB and The Future is Female AB, board member and member of the audit committee - Mips AB, advisory board member and senior advisor - STJ Advisors, founder of Oxygen First and Venture Partner - Eight Roads Venture.

Independent in relation to the Company and the Company management: Yes.

Independent in relation to the major shareholders: Yes.

Holdings of financial instruments in Stillfront: 22,000 shares.

Marcus Jacobs, born 1975

Board member since 2022. Member of the HR Committee.

Education: M.Sc. General Law Stockholm University, M.Sc Business Law, Linköping University, Bachelor in Economics, Stockholm University.

Former positions, selection: Member of the Executive Management – King (various positions), Director of Monetization – Electronic Arts, CCO – Embark Studios, board member – Castus Group AB.

Other significant professional commitments: Chief Product Officer and co-founder – Cult of the North, CEO and owner – Steelmind AB, Chair of the board – Sidledes AB (Strafe), board member – Jumpgate AB, Infundo AB and Anglais Holding AB (Learnifier).

Independent in relation to the Company and the Company management: Yes.

Independent in relation to the major shareholders: Yes.

Holdings of financial instruments in Stillfront 72,000 shares.

Lars-Johan Jarnheimer, born 1960

Proposed new board member.

Education: Bachelor of Science in Business Administration and Economics from Lund and Växjö University.

Former positions, selection: Chair of the board – Egmont International Holdings AS, Qliro Group, BRIS and Eniro AB, board member – Millicom International Cellular S.A, MTG Modern Times Group AB, Nelly NLY AB, Invik and Apoteket AB. CEO – Tele2, deputy CEO – Industriförvaltnings AB and various positions within H&M.

Other significant professional commitments: Chair of the board – Telia Company AB, Ingka Holding B.V (IKEA), Arvid Nordqvist HAB and Elite Hotels. board member – SAS AB and Grimaldi Industries.

Independent in relation to the Company and the Company management: Yes.

Independent in relation to the major shareholders: Yes.

Holdings of financial instruments in Stillfront: 5,000 shares.

David Nordberg, born 1974

Board member since 2023.

Education: Master's degree in marketing, Stockholm University, Architecture & Design studies, KTH Royal Institute of Technology

Former positions, selection: CPO – Stryda, CMO – Mr Green, Interim CCO – Glorious Games Group, CMO – Mag Interactive, Senior Marketing Director – Electronic Arts, CPO – King, Sales and Marketing Director – Svenska Spel. Board member – Sidledes AB (Strafe).

Other significant professional commitments: CEO – North M AB, various assignments within marketing, leadership and executive coaching

Independent in relation to the Company and the Company management: Yes.

Independent in relation to the major shareholders: Yes.

Holdings of financial instruments in Stillfront 7,000 shares.