

The nomination committee's proposal and reasoned statement for the 2025 Annual General Meeting in INVISIO AB (publ)

1. The nomination committee's composition and work

In accordance with the nomination committee's instruction, the nomination committee consists of Elisabet Jamal Bergström, appointed by SEB Asset Management, Chairman of the nomination committee, Casper Lorenzen, appointed by William Demant Invest, Jesper Birch-Jensen, appointed by Swedbank Robur Fonder, and the Chairman of the board, Annika Andersson.

The nomination committee has held three meetings and also had several contacts between the meetings. As a basis for its work, the nomination committee has, among other things, individually interviewed the members of the board and the company's CEO as well as reviewed the Chairman of the board's report on the board's work and the company's goals and strategies. In addition, the nomination committee has reviewed an internal evaluation of the board's work.

2. The nomination committee's proposal

The nomination committee hereby declare the following proposals to the 2025 Annual General Meeting in INVISIO.

2.1 Chairman of the Annual General Meeting

The Chairman of the board, Annika Andersson, is proposed as Chairman of the Annual General Meeting 2025.

2.2 Members of the board

The nomination committee proposes that the number of board members shall remain unchanged with six (6) ordinary members elected by the general meeting, with no deputies.

Annika Andersson, Martin Krupicka, Ulrika Hagdahl, Charlott Samuelsson, Hannu Saastamoinen and Nicklas Hansen are proposed for re-election as members of the board.

2.3 Chairman of the board

The nomination committee proposes re-election of Annika Andersson as Chairman of the board.

2.4 Remuneration to the board

The nomination committee has conducted a review of the remuneration paid, including a comparison with other companies of similar size and market value. Based on this, the nomination committee proposes that the remuneration to the Chairman of the board shall increase from SEK 750,000 to SEK 790,000 and to each of the other members of the board from SEK 300,000 to SEK 325,000. The nomination committee proposes a remuneration of SEK 150,000 (SEK 145,000) to the Chairman of the audit committee and SEK 65,000 (SEK 63,000) each to the Chairman of the remuneration committee and to the Chairman of the committee for cyber security as well as SEK 65,000 (SEK 63,000) each to two members of the audit committee and SEK 45,000 (SEK 42,000) to one member of the remuneration committee and to two members of the committee for cyber security.

The nomination committee recommends that board members shall own shares in the company at a value corresponding to at least one year's board remuneration (excluding committee remuneration).

2.5 Auditor

The nomination committee has taken part of the audit committee's presented alternatives and recommendation regarding the election of auditor, which is based on the auditor procurement conducted prior to the Annual General Meeting 2025, which concludes that the nomination committee shall propose that the registered firm Öhrlings PricewaterhouseCoopers AB ("**PwC**") is elected as auditor for the period until the end of the next Annual General Meeting. PwC has informed that, if the general meeting follows the nomination committee's proposal, the authorised public accountant Johan Rönnbäck will be appointed as auditor in charge.

2.6 Remuneration to the auditor

Remuneration to the auditor shall be paid in accordance with approved invoices.

3. The nomination committee's reasoned statement

The nomination committee views its task as ensuring that the composition of the board is such that it can successfully meet the challenges that INVISIO faces today and in the future.

The nomination committee has in its considerations, taking into account the company's strategy and business model, analysed the board's need for relevant knowledge, experience and networks in terms of product development, marketing, strategic development and general entrepreneurship. In its deliberations preceding the presentation of the nomination committee's proposals, the nomination committee has also taken into account the evaluation of the board's work, interviews with board members and what the nomination committee has learnt about the company's operations, goals and strategies.

According to the Swedish Corporate Governance Code (the "**Code**"), when assessing the composition of the board and in its proposal to the Annual General Meeting, the nomination committee must pay particular attention to the requirement for diversity and breadth on the board and endeavour to achieve gender balance. The nomination committee applies rule 4.1 of the Code as its diversity policy. The nomination committee considers gender equality to be of importance and its long-term ambition is to have a good balance between men and women on the board. According to the nomination committee's proposal, the board consists of an equal number of men and women.

The nomination committee's board proposal represents a group with technical, commercial and financial expertise, with experience in business development, growth, internationalisation and sustainability. The proposed board is well qualified and focused on ensuring that INVISIO's operations are conducted in a sustainable manner in all respects.

3.1 The board members independence

All board members are considered independent in relation to the company and its management. Nicklas Hansen is not independent in relation to one of the major shareholders, while the other board members are independent also in relation to the major shareholders.

4. Principles for the appointment of the nomination committee and its work

The instruction for the appointment of the nomination committee and its work were adopted at the Annual General Meeting 2020 and are valid without a confirmatory resolution at each general meeting and until a future general meeting resolves to change it. The nomination committee has not proposed any changes to the nomination committee's instruction.

Stockholm in April 2025

INVISIO AB (publ)

The nomination committee