

N.B. The English text is an unofficial translation.

Minutes kept at the Annual General Meeting in Betsson AB (publ), reg. no. 556090-4251 ("**Betsson**" or the "**Company**"), on Thursday 8 May 2025 in Stockholm

Participants: As listed in **Schedule 1**, indicating the number of shares and the number of votes for each eligible voter.

§ 1

The Annual General Meeting was declared open by the Chair of the Board of Directors Johan Lundberg. It was resolved to elect Jörgen S. Axelsson as the Chair to preside over today's Meeting. It was noted that the Chair had requested Alexandra Laurell to act as secretary to keep the minutes of the Meeting.

It was recorded that the shareholders had the opportunity to exercise their voting rights through postal voting before the General Meeting in accordance with the provisions of Chapter 7, Section 4a of the Swedish Companies Act (2005:551) and the Company's Articles of Association.

Presentation of the results of the postal voting for each agenda item covered by postal voting are included in **Schedule 2**. The schedule stipulates the number of votes for and against each proposed resolution, the number of votes abstained by shareholders listed in the voting list, the number of shares for which votes have been cast and the percentage of the share capital represented by these votes.

§ 2

It was resolved to approve the list in **Schedule 1** as the voting list for today's Annual General Meeting.

§ 3

It was resolved to approve the agenda that had previously been included in the notice of the Meeting.

§ 4

It was recorded that notice of the Meeting had been made by publication on the Company's website on 3 April 2025, and through advertisement in the Official Swedish Gazette (*Sw. Post- och Inrikes Tidningar*) on 7 April 2025. Information that the notice had been made was advertised in *Dagens Industri* on 7 April 2025.

The Meeting was declared duly convened.

§ 5

It was resolved that today's minutes should be verified, in addition to the Chair, by Gaétan Boyer and Michael Knutsson. It was recorded that the task of the verifiers also includes verifying the voting list and that the received postal votes are correctly reflected in the minutes of the Meeting.

§ 6

The Chief Executive Officer, Pontus Lindwall, presented and commented on the operations of the Group. The shareholders were given the opportunity to ask questions to the Chair of the Board of Directors and the Chief Executive Officer.

§ 7

The Board of Directors' and the Chief Executive Officer's annual report and consolidated accounts, including the balance sheets and income statements, for the financial year 2024, were presented.

The auditor's report and the consolidated auditor's report for the financial year 2024 were presented.

The authorised auditor Aleksander Lyckow from PricewaterhouseCoopers AB presented the auditor's report, the auditor's statement on the corporate governance report and the auditor's statement on whether the Annual General Meeting's guidelines on remuneration to senior executives has been followed. The shareholders were given the opportunity to ask questions.

§ 8

It was resolved to adopt the income statements and balance sheets of the parent Company and the Group for the financial year 2024 as included in the annual report.

§ 9

At the Annual General Meeting 2024, it was resolved to adopt guidelines for remuneration to senior executives. According to Chapter 8, Section 53a of the Swedish Companies Act (2005:551), the Board of Directors shall annually prepare a report on paid and outstanding remuneration covered by the guidelines.

The Board of Directors' remuneration report for the financial year 2024 was presented in accordance with the guidelines.

It was noted that the Board of Directors' remuneration report has been available on the Company's website, www.betssonab.com, for at least three weeks prior to the Annual General Meeting. Furthermore, it was noted that the auditor's statement in accordance with Chapter 8, Section 54 of the Companies Act, regarding whether the Annual General Meeting's guidelines on remuneration to senior executives has been followed, had been available on the Company's website for at least three weeks prior to the Annual General Meeting.

The Annual General Meeting resolved to approve the Board of Directors' remuneration report for the financial year 2024.

§ 10

It was resolved to approve the Board's proposal to distribute to shareholders EUR 0.66 per share of available profits divided into two separate payment occasions and an extra dividend of EUR 0.10 per share. This means that the first payment occasion amounts to EUR 0.43 (whereof EUR 0.10 is the extra dividend) and that the second payment amounts to EUR 0.33.

It was further resolved that the record date for the first payment shall be Monday 12 May 2025, and that the record date for the second payment shall be Wednesday 12 November 2025. It was noted that the dividend is scheduled to be distributed through Euroclear Sweden AB on Monday 19 May 2025, and Wednesday 19 November 2025.

It was further resolved that the remaining profits available to the Annual General Meeting should be carried forward.

§ 11

The Meeting resolved to grant discharge of liability for the members of the Board of Directors and the Chief Executive Officer for the management of the Company's operations for the financial year 2024.

It was recorded that the members of the Board of Directors as well as the Chief Executive Officer or any of their related parties, did not participate in the resolution to the extent that they represented their own or others' shares.

§ 12

Jenny Rosberg, Chair of the Nomination Committee, presented the Nomination Committee's proposal. The shareholders were given the opportunity to ask questions.

It was resolved that the Board of Directors, for the period up to the end of the next Annual General Meeting, in accordance with the proposal of the Nomination Committee, would consist of seven members without any substitutes. It was further resolved that the Company should have a registered audit firm as its auditor.

§ 13

The Annual General Meeting resolved, in accordance with the Nomination Committee's proposal, that remuneration to the Board of Directors shall amount to a total of SEK 4,147,000 to be distributed as follows: SEK 1,034,000 to the Chair of the Board of Directors and SEK 517,000 each to the other Board members. A remuneration of SEK 71,500 was resolved to the members of the Audit Committee and SEK 137,500 to the Chair of the Audit Committee. Further, a remuneration of SEK 63,250 was resolved to the members of the Remuneration Committee and SEK 121,000 to the Chair of the Remuneration Committee. It was noted that Pontus Lindwall, in his capacity as the Chief Executive Officer of Betsson, shall not receive any Board remuneration.

Furthermore, it was resolved that remuneration to the auditor shall be made in accordance with approved invoices.

§ 14

It was resolved, in accordance with the Nomination Committee's proposal, to re-elect Eva de Falck, Peter Hamberg, Eva Leach, Pontus Lindwall, Johan Lundberg, Louise Nylén and Tristan Sjöberg as Board members for the period up to the end of the next Annual General Meeting.

Johan Lundberg was re-elected as Chair of the Board of Directors.

Further, the Annual General Meeting resolved, in accordance with the Nomination Committee's proposal, to elect the registered auditors firm Öhrlings PricewaterhouseCoopers AB as the Company's auditor for the period up to the end of the Annual General Meeting 2026.

§ 15

It was resolved to adopt an instruction for the Nomination Committee as follows.

Instruction for the Nomination Committee of Betsson AB

1. The Nomination Committee of Betsson AB (publ) (the "Company") shall consist of members appointed by the three largest shareholders in terms of votes or known shareholder groups in the Company. If any of the three largest shareholders or known shareholder groups waive their right to appoint a member to the Nomination Committee, the next shareholder or known shareholder group in order of magnitude shall be given the opportunity to appoint a member to the Nomination Committee. The CEO or another person from the Company's management shall not be a member of the Nomination Committee. The Chair of the Board shall not be part of the Nomination Committee's work. The Nomination Committee's term of office extends until a new Nomination Committee has been appointed.
2. The Nomination Committee shall be constituted based on known ownership of the Company as of 31 August the year before the Annual General Meeting. Information about the composition of the Nomination Committee shall be disclosed through the interim report for the third quarter or separately announced no later than six months before the Annual General Meeting. The Chair of the Board shall convene the Nomination Committee to its inaugural meeting.
3. The Nomination Committee shall have a Chair. The Chair shall be appointed by the Nomination Committee at its inaugural meeting.
4. In the event of major changes in the shareholding of the Company after the formation of the Nomination Committee, the composition of the Nomination Committee may be changed in accordance with the above principles. A shareholder or known shareholder group who has appointed a Nomination Committee member have the right to discharge such member and appoint a new member of the Nomination Committee. Changes in the Nomination Committee shall be announced immediately.
5. That the Nomination Committee shall prepare proposals to the Annual General Meeting regarding the following matters, for decision:
 - a) Proposal for Chair for the Annual General Meeting
 - b) Proposal for Chair of the Board and other Board members
 - c) Proposal for Board fees with the breakdown between the Chair and other members of the Board as well as any compensation for committee work

- d) Proposal on Auditor
- e) Proposal on Auditor's fee

Furthermore, the Nomination Committee shall, when needed, submit a proposal for amendments to this instruction.

- 6. The Nomination Committee shall, upon approval by the Chair of the Board, be entitled to burden the Company with costs, for example, in respect of recruitment consultants or other costs necessary for the Nomination Committee to fulfil its duties.
- 7. This instruction is valid until the General Meeting decides to adopt a new instruction.

§ 16

The Board of Directors' proposal for the implementation of a performance share plan 2025 was presented. It was resolved, in accordance with the Board of Directors' proposal under item 16 a) to b) below, to implement a long-term incentive performance share plan (the "**Performance Share Plan 2025**"), including approximately 14 Senior Executives, consisting of the Chief Executive Officer, Group Management and Operational Management.

Background and reasons

The overall purpose of the Performance Share Plan 2025 is to create engagement, commitment, and motivation for the employees within the Betsson Group (the "**Group**") and align managements and shareholders' interests and thereby increase shareholder value and long-term value growth in the Company. The purpose of the Performance Share Plan 2025 is further to facilitate the recruitment and retention of employees with key competencies.

In light of the above, the Board of Directors assesses that the implementation of the Performance Share Plan 2025, as outlined below, will have a positive effect on the Group's future development and will, consequently, be beneficial for both the Company and the shareholders.

§ 16 a

It was resolved with the required majority to implement the Performance Share Plan 2025 open to approximately 14 Senior Executives, consisting of the Chief Executive Officer, Group Management and Operational Management of the Group (the "**Participants**") and that Performance Shares (as defined below) are allocated to the Participants on the terms and conditions set out below:

Terms and conditions applying to the Performance Share Plan 2025

- a) Each Participant will, free of charge, receive a performance share award under the Performance Share Plan 2025 ("**LTIP Award**"), entitling the Participant to receive an allocation of series B shares in Betsson (the "**Performance Shares**") from the Company.
- b) The allocation of Performance Shares is subject to the satisfaction of the conditions set out in subsection d), and that the Participant has retained his or her employment (unless special circumstances are at hand) during the Vesting Period. Any Performance Shares will be allocated as soon as practically possible after the expiration of the three-year vesting period beginning on 1 June 2025 (the "**Vesting Period**").

- c) The value of the LTIP Award at the time of grant in respect of each LTIP Award will amount to 225 percent of the gross annual fixed salary as of 1 January 2025 for the Participants, on an individual basis (the “**Base Salary**”). The share price used to calculate the value of the underlying series B in Betsson in respect of each LTIP Award, and hence the number of Performance Shares to which each LTIP Award entitles, shall be the volume-weighted average price paid for the series B in Betsson on Nasdaq Stockholm, during a period of ten trading days beginning immediately after the release of the Company’s interim report for the fourth quarter 2024 (the “**Grant Share Price**”).
- d) The allocation (if any) of an LTIP Award that will vest at the end of the Vesting Period is based on and subject to the satisfaction of the below performance conditions (the “**Performance Conditions**”). For each Performance Condition, the Board of Directors will set various target levels, which must be reached or exceeded in accordance with what is set out below during the time between 1 January 2025 – 31 December 2027 (the “**Performance Period**”). After the Vesting Period has expired, the Board of Directors shall publish the target levels and the degrees of fulfilment of the Performance Conditions.

Revenue

LTIP Award granted to a Participant will be subject to the Group’s actual total revenue reaching or exceeding the Group’s target revenue during the Performance Period, as determined by the Board of Directors (the “**Revenue Target**”). Vesting of Performance Shares related to the Revenue Target will occur, as per the table below.

Revenue Target levels				Pay-out levels (percentage of Base Salary)			
Min.	Level 1	Level 2	Max	Min	Level 1	Level 2	Max
97% of Revenue Target	101% of Revenue Target	106% of Revenue Target	112% of Revenue Target	6.7	13.3	41.7	71.7

Vesting of Performance Shares requires a specific target level to be reached or exceeded. In the event of an outcome between two target levels, no linear pro-rata vesting will occur.

EBIT

LTIP Award granted to a Participant will be subject to the Group’s actual total EBIT (earnings before interest and taxes) reaching or exceeding the Group’s target EBIT for the Performance Period as determined by the Board of Directors (the “**EBIT Target**”). Vesting of Performance Shares related to the EBIT Target will occur, as per the below table.

EBIT Target levels				Pay-out levels (percentage of Base Salary)			
Min	Level 1	Level 2	Max	Min	Level 1	Level 2	Max
97% of EBIT Target	101% of EBIT Target	106% of EBIT Target	112% of EBIT Target	6.7	13.3	41.7	71.7

Vesting of Performance Shares requires a specific target level to be reached or exceeded. In the event of an outcome between two target levels, no linear pro-rata vesting will occur.

Operating Cash Flow

LTIP Award granted to a Participant will be subject to the Group’s actual total operating cashflow reaching or exceeding the Group’s target operating cashflow for the Performance Period, as determined by the Board of Directors (the “**OPC Target**”). Vesting of Performance Shares related to the OPC Target will occur, as per the table below.

OPC Target levels				Pay-out levels (percentage of Base Salary)			
Min.	Level 1	Level 2	Max	Min	Level 1	Level 2	Max
97% of OPC Target	101% of OPC Target	106% of OPC Target	112% of OPC Target	6.7	13.3	41.7	71.7

Vesting of Performance Shares requires a specific target level to be reached or exceeded. In the event of an outcome between two target levels, no linear pro-rata vesting will occur.

ESG

LTIP Award granted to a Participant will be subject to the Group having an AA rating given by MSCI (Morgan Stanley Capital International) at the end of the Performance Period (the “**ESG Target**”). If the ESG Target is reached at the end of the Performance Period, pay-out related to the ESG Target will occur at 10 percent of the Base Salary.

- e) Performance Shares may be allocated only after the expiration of the Vesting Period unless the Board of Directors of the Company, in an individual case, resolves otherwise.
- f) The number of Performance Shares allocated will be reduced should the volume-weighted average price paid for the series B shares in Betsson on Nasdaq Stockholm during a period of ten trading days beginning immediately after the release of the Company’s interim report for the fourth quarter 2027 exceeds 200 percent of the Grant Share Price.
- g) In order for a Participant to be allocated Performance Shares, it is a condition that the Participant has undertaken to accept the terms of the Performance Share Plan 2025 (including, inter alia, conditions on malus and claw back), and with certain specific exemptions, that the Participant has been permanently employed within the Group during the entire Vesting Period. Specific exemptions apply should the Participant’s employment terminate due to redundancy, retirement, disability, or death, in which case the number of Performance Shares will be reduced pro-rata given the period that has elapsed at the date of termination. However, the Performance Shares, as a general rule, will not be transferred to the Participant until the end of the Vesting Period.
- h) If significant changes in the Group or in the market occur, which, in the opinion of the Board of Directors, would result in a situation where the conditions for allocation of Performance Shares become unreasonable, the Board of Directors shall be entitled to make adjustments to the Performance Share Plan 2025, including, among other things, to resolve on a reduced allocation of Performance Shares, or that no Performance Shares shall be allocated at all.
- i) The Board of Directors shall be authorised to establish the detailed terms and conditions for the Performance Share Plan 2025. The Board of Directors may, in that regard, make

necessary or appropriate adjustments to satisfy certain regulations or market conditions outside Sweden, including, among other things, to offer cash settlement.

- j) Participation in the Performance Share Plan 2025 presupposes that such participation is legally possible in the various jurisdictions concerned and that the administrative costs and financial efforts are reasonable in the opinion of the Board of Directors.
- k) The Performance Share Plan 2025 shall comprise no more than 658,404 series B shares in Betsson.
- l) The number of Performance Shares will be subject to recalculation as a result of intervening bonus issues, splits, rights issues and/or other similar corporate events. As per the terms of the Performance Share Plan 2025, the Performance Shares may further be subject to early vesting in case of change of control, merger, liquidation, or similar event.

Costs for the Performance Share Plan 2025 etc.

The costs for the Performance Share Plan 2025, which are charged in the profit and loss account, are calculated according to the accounting standard IFRS 2, and distributed on a linear basis over the Vesting Period. The calculation has been made based on the following assumptions: (i) a market price of the Betsson Share of SEK 162.91 (ii) an assessment of future volatility in respect of the Betsson Share of 30 percent, and (iii) full vesting of Performance Shares related to the fulfilment of the Performance Conditions will occur. In total, this can lead to maximum costs for the Performance Share Plan 2025 of approximately EUR 7.9 million, excluding social security costs. The costs for social security charges are calculated to be approximately EUR 1.2 million, assuming an annual share price increase of 10 percent during the Vesting Period. In addition to what is set forth above, the maximum costs for the Performance Share Plan 2025 have been based on a share price of SEK 162.91 at the time of the commencement of the Vesting Period, that the Performance Share Plan 2025 comprise approximately 14 participants in total and based on historical employee turnover for the Betsson Group of 0 percent. Based on the assumptions above, the annual costs for the Performance Share Plan 2025, including social security charges, corresponds to approximately 1.9 percent of Betsson's total annual employee costs. Final costs will depend on (inter alia) the actual price of the share at the beginning of the Vesting Period and satisfaction of the Performance Conditions.

If the Performance Share Plan 2025 had been implemented in 2024, if the Company had costs in accordance with the example in the preceding paragraph, and if the Performance Shares had been allocated in 2024 in accordance with the assumptions in the sample calculation, the earnings per share for the financial year 2024 had decreased by EUR 0.02 to EUR 1.30 and the shareholders' equity per share for the financial year 2024 had decreased by EUR 0.02 to EUR 6.30.

Dilution

Upon full allocation of Performance Shares, the number of shares under the Performance Share Plan 2025 amounts to 658,404 shares of series B in Betsson, corresponding to a dilution effect of approximately 0.5 percent of the share capital and approximately 0.2 percent of the votes. If all outstanding long-term incentive programs are included in the calculation, then the corresponding maximum level of dilution amounts to approximately 3.7 percent of the share capital and approximately 1.9 percent of the votes.

Delivery arrangements

The Board of Directors has considered different methods for transfer of shares under the Performance Share Plan 2025 to implement the Performance Share Plan 2025 in the most cost-

effective and flexible manner. Therefore, the Board of Directors proposes to resolve on the transfers of own shares of series B free of charge to the Participants of the Performance Share Plan 2025 in accordance with item 16 b) below.

Preparations of the proposal

The Company's Remuneration Committee has drafted the incentive schemes in consultation with external advisors and major shareholders. The incentive schemes have been reviewed and approved by the Board of Directors during the Board meetings held in the first quarter of 2025. The proposed incentive schemes are supported by the Company's major shareholders.

Performance Share Plan 2025 has been prepared in accordance with the Group's high requirement on low risk-appetite and long-term operational focus. Based on performed analyses, the Board assesses that the Performance Share Plan 2025 does not contribute to increased short-term risk-taking in the business.

The Board of Directors has established shareholding guidelines which recommend that Senior Executives, being the Chief Executive Officer, Group Management and Operational Management (thus affecting all Participants) accumulate personal holdings in Betsson shares corresponding to a value of 100 percent of the annual Base Salary for the respective employee. The personal holding of shares shall be established within five years, and it is recommended that the Senior Executives maintain shares of such a value for the duration of their employment with the Group.

§ 16 b

It was resolved with the required majority, that transfers of Betsson's own series B shares (which may include either series B shares held by the Company, series B shares acquired by the Company based on authorisation according to item 17 (or similar future authorisations), and/or series B shares held by the Company after conversion from series C shares) to the Participants may be made on the following terms:

- a) Transfers may be made only of series B shares in Betsson, whereby a maximum of 658,404 series B shares may be transferred free of charge to either (i) the Participants of the Performance Share Plan 2025, or (ii) subsidiaries within the Betsson Group and such subsidiaries shall be obligated to immediately transfer, free of charge, shares to Participants of the Performance Share Plan 2025.
- b) Right to acquire series B shares in Betsson free of charge shall – with deviation from the shareholders' preferential rights – be granted to such persons within the Group who are Participants in the Performance Share Plan 2025 and subsidiaries within the Betsson Group and such subsidiaries shall be obligated to immediately transfer the acquired shares, free of charge, to Participants of the Performance Share Plan 2025. The reason for the deviation from the shareholders' preferential rights is to ensure delivery of shares to Participants under the Performance Share Plan 2025.
- c) Transfers of series B shares in Betsson shall be made free of charge at the time and on the other terms that the Performance Share Plan 2025 Participants are entitled to be allocated shares.
- d) The number of series B shares in Betsson that may be transferred under the Performance Share Plan 2025 will be subject to recalculation as a result of intervening bonus issues, splits, rights issues and/or other similar corporate events in accordance with the terms of the Performance Share Plan 2025.

§ 17

It was resolved with the required majority, in accordance with the Board of Directors' proposal, to authorise the Board of Directors to purchase shares up until the next Annual General Meeting, on one or more occasions, to a total amount such that the Company's holding at no time exceeds 10 percent of all shares in the Company. Purchases shall be made on a regulated market where shares in the Company are listed and may only take place at a price within the price range registered at any given time, where the range is considered to be between the highest buy price and lowest sell price, or through a purchase offer aimed at all shareholders, where the purchase shall be made at a price which, at the time of the resolution, is equivalent to at least the applicable market value and at most 150 percent of the applicable market value.

Further, it was resolved that the Board of Directors shall be authorised, in a deviation from the shareholders' preferential right, to pass a resolution to transfer the Company's own shares as settlement for the acquisition of a company or business at a price equivalent to the market value at the time of transfer.

The authorisation to transfer own shares shall be limited so that the Board of Directors may not resolve to transfer more than 14.3 million series B shares, corresponding to approximately 10 percent of the capital and approximately 5 percent of the votes in the Company.

The authorisations aim at giving the Board of Directors more room to manoeuvre in its work with the Company's capital structure, and at creating flexibility in the Company's opportunities to acquire companies or businesses.

§ 18

It was resolved with the required majority, in accordance with the Board of Directors' proposal, to authorise the Board of Directors, on one or more occasions, up until the next Annual General Meeting, with or without departure from the shareholders' preferential right, against cash payment, capital contributed in kind or by set-off, to issue shares and/or convertibles, which means the issue or conversion of a maximum total of 14.3 million series B shares, corresponding to a dilution of approximately 10 percent of the capital and approximately 5 percent of the votes.

The authorisation as set out above shall be limited such that the Board of Directors may not resolve to issue shares and/or convertibles, which means the issue or conversion of a maximum total of 14.3 million series B shares.

The aim of the authorisation is to increase the Company's financial flexibility and to be able to make payments with own shares and/or convertibles in connection with any acquisitions of companies or businesses that the Company may make, and to regulate any supplementary purchase prices in connection with such acquisition. Cash issues, in deviation from the shareholders' preferential right, may only be made to finance purchase prices to be paid in cash in connection with an acquisition of a company or business. Set-off issues, in deviation from the shareholders' preferential right, may only be made in connection with the regulation of supplementary purchase prices because of acquiring a company or business. For issues where deviation is made from the shareholders' preferential right, the basis for establishing the issue price shall be the prevailing market conditions at the time when shares and/or convertibles are issued.

The Board of Directors, or such person that the Board of Directors may appoint, shall be authorised to make the minor adjustments in the resolution as may be required in connection with registration

at the Swedish Companies Registration Office and Euroclear Sweden and to perform such other measures required to execute the resolution.

§ 19

Since no further business was conducted, the Chair declared the Meeting adjourned.

As stated above:

Alexandra Laurell

Approved:

Jörgen S. Axelsson

Gaétan Boyer

Michael Knutsson