

## Board's statement in accordance with Chapter 20, Section 13 of the Swedish Companies Act (2005:551) regarding the second redemption procedure

The Board of Directors of Betsson AB (publ) ("the Company"), with the registered organisation number 556090-4251, in accordance with Chapter 20, Section 13, Paragraph 4 of the Swedish Companies Act (2005:551) ("the Companies Act") hereby issues the following statement on the proposal to reduce the Company's share capital by the repurchase of shares with reimbursement to shareholders.

The Board of Directors proposes two separate automatic redemption procedures. The proposal under this item relates to the second of these two procedures (the "Second Redemption Procedure"). A separate statement in accordance with Chapter 20, Section 13, Paragraph 4 of the Companies Act is available for the first redemption procedure (the "First Redemption Procedure").

The Board's proposal concerning the reduction of the share capital means that the Company's share capital will be reduced by EUR 4,710,084.654 by withdrawing 15,911,000 series A shares, 121,571,405 series B shares and 5,247,433 series C shares for repayment to the shareholders. If the Board uses the existing issuing authorisation, the number of shares included in the repurchase may increase. With reference to such subscription for new shares as may take place prior to the date of record of the stock split, the proposal for a resolution to reduce the share capital shall be deemed to be amended thus: that the amount of reduction shall be increased by EUR 0.033 for each such new share in the Company. Furthermore, the number of shares subject to redemption shall be increased by the corresponding number of new shares. In the event that an exercise under existing incentive programs takes place before the record date for the share splits, the number of series B shares shall be increased, and series C shares shall be decreased as a result of the Board's decision to convert shares of series C to shares of series B. If such a conversion takes place, the number of series B shares that are subject to redemption in accordance with the above shall increase by the number of shares that the Board decides to convert. The number of series C shares shall decrease correspondingly.

The proposed reimbursement under the Second Redemption Procedure amounts to EUR 0.3225 per share. If the Company, at the time of the repurchase, still holds the number of shares that the Company currently holds, i.e., 196,433 shares of series B and 5,247,433 shares of series C, the redemption payment will amount to approximately EUR 44.3 million, constituting approximately 6.0 percent of the Company's unrestricted capital and about 5.8 percent of the Group's capital as of 31 December 2023. Provided that the First Redemption Procedure has been completed, the redemption proceeds for the two redemption procedures will amount to a total of approximately EUR 88.5 million, constituting approximately 12.0 percent of the Company's unrestricted equity and approximately 11.7 percent of the Group's capital as of 31 December 2023.

The Annual Report for 2023 shows, inter alia, that the Group's solvency amounted to approximately 63.3 percent. The Board's proposal entails a reduction of the Company's share capital of EUR 4,710,084.654, from EUR 9,420,169.308 to EUR 4,710,084.654.

In order to bring about a time-effective repurchase procedure without the need for permission from The Swedish Companies Registration Office or the ordinary courts, the Board proposes that the Company's General Meeting resolves at least to restore the Company's share capital to at least its original amount by increasing the Company's share capital by EUR 4,710,084.654 through a bonus issue, without issuing new shares, by transferring the amount issued from the Company's unrestricted equity to the Company's share capital.

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All in all, the Board's proposal on the Second Redemption Procedure means that distributable funds in the Company will reduce by approximately EUR 44.3 million to about EUR 649.6 million in accordance with the Company's balance sheet as of 31 December 2023.

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Stockholm April 2024

**Betsson AB (publ)**

*Board of Directors*

Johan Lundberg

Eva de Falck

Peter Hamberg

Eva Leach

Pontus Lindwall

Louise Nylén

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