



Hamberg Förvaltning's proposal and motivation at Betsson AB Extraordinary General Meeting on October 25th, 2021

Proposal of Board etc.

It is proposed that Jan Nord, Fredrik Carlsson, Johan Lundberg and Eva Leach shall be re-elected, and that Pontus Lindwall and Peter Hamberg shall be newly elected as members of the Board of Directors until the conclusion of the next Annual General Meeting. It is also proposed that Johan Lundberg shall be elected Chairman of the Board.

It is proposed that the remuneration to Board member Peter Hamberg shall be SEK 235,000 (corresponding to half of the fees received by Board members elected at the Annual General Meeting on 5 May 2021). Pontus Lindwall, in his capacity as CEO of Betsson, will not receive any Board remuneration.

Board remuneration, in accordance with a resolution at the Annual General Meeting on May 5th, 2021, shall be paid to the resigning Board members and the resigning Chairman of the Board with one twelfth for each commenced month of the term of office between the Annual General Meeting and the Extraordinary General Meeting.

Motivated statement regarding proposal to the Board

Composition of the Board

The structure of the Board shall be characterised by versatility and breadth and reflect the various skills, experiences and backgrounds required for the company's operations, current development stage and other conditions.

Hamberg Förvaltning AB wants to ensure that the CEO and founder Pontus Lindwall remains involved in Betsson and has assessed that Betsson will benefit from having active owner representation on the Board. This ensures that the Board's initiatives work well in terms of strategic planning, risk, sustainability, control, and governance. Hamberg Förvaltning AB assesses that the proposed Board composition is appropriate in relation to the company's operations, development stage and other conditions. Hamberg Förvaltning AB would like the Nomination Committee to work towards more equal gender distribution on the Board ahead of the 2022 Annual General Meeting.

If the shareholders at the Extraordinary General Meeting vote in favour of our proposal for a new Board, four members of the Board's six members will be independent in relation to the company's main owners and five members will be independent in relation to the company and its management team.



CEO as Board member

Hamberg Förvaltning's assessment is that it would benefit the company that Pontus Lindwall, also the CEO, founder and owner of Betsson, is elected as a Board member. According to the Swedish Code of Corporate Governance, a maximum of one of the Board members elected by

the Annual General Meeting may work in the company's management or in the management of its subsidiaries. This position is most often occupied by the CEO. Hamberg Förvaltning AB considers it particularly important that Pontus Lindwall's long experience and unique knowledge of both Betsson and its operations, and the global gaming market, remain with the company in the future as well. Pontus Lindwall's continued involvement in Betsson is ensured by him taking a seat on the company's Board again.

Active owner responsibility via Board position

There is a positive view in Swedish society and among institutional investors on major shareholders taking special responsibility for the listed companies by actively participating in the management of companies from a Board position. Hamberg Förvaltning wants to take active owner responsibility and has assessed that it would benefit Betsson to have active owner responsibility via a Board position. Hamberg Förvaltning AB is the largest shareholder in the company in terms of votes and proposes that Peter Hamberg, CEO of Hamberg Förvaltning AB, be elected as a new Board member. Peter has many years of experience from the international gaming industry, including as a Board member of NetEnt during 2008-2020.

Information about proposed Board members

Pontus Lindwall, President and CEO Betsson AB

Born 1965, residence Stockholm, Sweden. Employed by the Betsson Group since 1991. Board member 2011 - 2018. Chairman of the Board 2011 - 2015 and 2016 - 2017. Previously CEO and President 1998 - 2011 and July 2015 - February 2016.

Other assignments: Infrea AB, Nya Solporten Fastighets AB, Fibbl AB, Mostphotos AB and several companies within the Betsson Group.

Background: Extended experience from the gambling industry, both offline and within online gaming. Founder of NetEnt, CEO and President of Cherryföretagen.

Education: Master of Science, Engineering from the Royal Institute of Technology (KTH), Stockholm.

Dependent in relation to major owners, dependent in relation to the company and its management

Peter Hamberg, CEO Hamberg Förvaltning AB

Born 1973, residence Ekerö, Sverige. Major shareholder in Betsson through his family for over 50 years.

Other assignments: Board member of Hamberg Förvaltning AB, Solporten Fastighets AB, ABG Fastena Livsmedelsfastigheter AB and the owner companies Pamir Intressenter (A, B, D, and E).



Background: Extensive experience from the gambling industry, both offline and within online gaming, and among other things Board member of NetEnt during 2008-2020.

Education: Bachelor's degree in International Business with a focus on finance from San Francisco State University.

Dependent in relation to major owners, independent in relation to the company and its management team.

For information on other Board members, please refer to Betsson's website betssonab.com.

Proposal for instructions for the nomination committee

The shareholder Hamberg Förvaltning AB proposes that the instructions for the Nomination Committee be adjusted so that the Chairman of the Board shall not be a part of the Nomination Committee. Hamberg Förvaltning AB proposes that the first paragraph in the instructions for the Nomination Committee be replaced with the following:

“The Nomination Committee for the 2022 Annual General Meeting 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 waives 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 Chairman of the Board shall no longer be part of the Nomination Committee's work. The Nomination Committee's term of office extends until a new Nomination Committee has been appointed.”

Stockholm October 18th, 2021

Jenny Rosberg, Chairman Advisory Board, Hamberg Förvaltning AB

About Hamberg Förvaltning AB

In the holdings where Hamberg Förvaltning is a major shareholder, we operate as an active owner, where the board work in the portfolio companies is an important platform for value creation. Our strong balance sheet and cash flow give us the opportunity to support companies we have invested in and take advantage of investment opportunities. Hamberg Förvaltning works to ensure that the portfolio companies comply with the Swedish Code of Corporate Governance. More information: hambergforvaltning.se