

## Betsson AB's (publ)'s Nomination Committee's Motivated opinion for the Annual General Meeting on 11 June 2020

### Background, etc.

According to a resolution at the Annual General Meeting on 7 May 2019, Betsson shall have a Nomination Committee consisting of at least three members appointed by the three largest shareholders in terms of voting rights or known shareholder groupings in the Company. In addition, the Chairman of the Board shall be a member and convene the first meeting of the Nomination Committee. After consultation with the major shareholders of the Company, a nomination committee consisting of the following persons was constituted:

### Members of the Nomination Committee

- John Wattin, appointed by the Hamberg family and Hamberg Förvaltning AB
- Michael Knutsson, appointed by Knutsson Holdings AB, Chairman of the Nomination Committee
- Christoffer Lundström, appointed by Novobis AB and the Lundström family
- Patrick Svensk, Chairman of Betsson AB

### The Nomination Committee's proposal

#### *The Nomination Committee's proposal for the Board of Directors:*

- The Nomination Committee proposes re-election of Patrick Svensk, Jan Nord, Fredrik Carlsson, Johan Lundberg and Eva Leach as board members until the end of the next Annual General Meeting. The Nomination Committee proposes election of Louise Nylén and Andrew McCue as new board members. Kicki Wallje-Lund and Mathias Hedlund have declined re-election.

#### *Proposal for Chairman of the Board:*

- The Nomination Committee proposes that Patrick Svensk be re-elected Chairman of the Board.

### Motivated opinion

The Nomination Committee's starting point is that the composition of the Board of Directors shall be characterised by versatility and breadth and reflect the different competences, experiences and backgrounds of the members required for the Company's operations, stage of development and conditions in general. It also takes into account diversity in terms of personal qualities and other factors. The Nomination Committee has also assessed the Board's size and any need for renewal.

The Nomination Committee considers that the current Board of Directors possesses both financial and operational expertise.

The Committee has focused on competence in the areas of international gaming competence, digital marketing, international presence and strategic issues of an overarching nature when seeking candidates for the Board. The

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MAIL AND VISITING ADDRESS	PHONE FAX	SEAT OF THE BOARD OF DIRECTORS	EMAIL WEBSITE	ORG. No. VAT. REG. NR.
BETSSON AB (PUBL) REGERINGSGATAN 28 111 53 STOCKHOLM, SWEDEN	+46 (0)8 506 403 00 +46 (0)8 735 57 44	STOCKHOLM	INFO@BETSSONAB.COM WWW.BETSSONAB.COM	556090-4251 SE556090425101

Nomination Committee's ambition is that within the next few years, the proportion of female board members will be increased closer to the level as guided by the Swedish Corporate Governance Board. The Nomination Committee has therefore actively sought female candidates. The Nomination Committee proposes the election of Louise Nylén and Andrew McCue.

Louise Nylén has previously, among other things, held the roles of Chief Marketing Officer and deputy Chief Executive Officer at LeoVegas and will with his experience strengthen the Board's work with strategic advice regarding digital marketing as well as strategic matters. Andrew McCue, has previously, among other things, held the role of Chief Executive Officer of Paddy Power Betfair in Ireland and has been active in the online gambling industry for more than ten years. Andrew will contribute with his international and strategic experience of leading companies in expansion phases in new markets.

#### Independence

The Nomination Committee makes the following assessment of the independence of proposed persons in relation to the Company, the management and major shareholders:

- Patrick Svensk: independent in relation to the Company and management and independent to major shareholders
- Jan Nord: independent in relation to the Company and management and independent to major shareholders
- Fredrik Carlsson: independent in relation to the Company and management and independent to major shareholders
- Johan Lundberg: independent in relation to the Company and management and independent to major shareholders
- Eva Leach: independent in relation to the Company and management and independent to major shareholders
- Louise Nylén: independent in relation to the Company and management and independent to major shareholders
- Andrew McCue: independent in relation to the Company and management and independent to major shareholders

The Nomination Committee notes that the proposal for the composition of the Board meets the requirements of the Code with respect to independent members.

Detailed information about the persons proposed to be elected as board members is given below:

**Patrick Svensk**, Chairman of the Board, born 1966, Stockholm, Sweden

Member of the Board since 2005.

Other assignments: President and Chief Executive Officer, Bright Group, Chairman of the Board of Squid (Njuice AB), Board member of Svensk Media Group and Patos Konsult.

Relevant background: positions in listed companies. Patrick has, amongst other things, worked as SVP for MTG and as President and Chief Executive Officer of MTG Studios/Nice Entertainment Group, Zodiak Television, Kanal 5 and TV3 Sweden. Patrick holds an MBA from the Stockholm School of Economics.

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Shareholding: 16,500 Class B shares.

**Jan Nord**, board member, born 1955, Lidingö, Sweden

Member of the Board since 2015. Other assignments: Board member of Svenska Brassierier AB.

Relevant background: Creative Director with focus on brand strategy. Jan has many years of international experience with overall creative responsibility at H&M and Esprit over the past fifteen years. Prior to that, Jan ran the ad agency Nord & Co. Jan studied at Stockholm University.

Shareholding: does not hold any shares in Betsson AB.

**Fredrik Carlsson**, board member, born 1970, Gothenburg, Sweden

Other assignments: Chief Executive Officer of Sönerna Carlsson Family Office AB. Chairman of the Board of Sten A. Olsson's Pensionsstiftelse, Svolder AB and Solid Försäkringsaktiebolag and board member of Resurs Holding AB and Novobis AB.

Relevant background: Long experience from senior positions in international and Swedish operations, including Head of Analysis at SEB, Head of Equities at The Second Swedish National Pension Fund, VP of European Telecom, Media and Entertainment Groups at Bank of America Merrill Lynch in London and industry specialist in telecom and technology at HSBC Investment Bank in London. Fredrik holds an MBA from the Gothenburg School of Economics and has an MBA from Nijenrode University in Holland.

Shareholding: 10,000 Class B shares (includes holdings via companies and related parties).

**Johan Lundberg**, board member, born 1977, Stockholm, Sweden

Other assignments: Board member of Ölands Bank, Loomis AB and NFT Ventures AB and associated companies in the NFT Ventures sphere.

Relevant background: Founding partner in NFT Ventures one of Europe's leading FinTech investors and leading positions in MasterCard, among others. Johan holds a Master's degree from Stockholm University and an MBA from the Stockholm School of Economics.

Shareholding: 6,000 Class B shares.

**Eva Leach**, board member, born 1980, Gothenburg, Sweden

Other assignments: Chief Operating Officer, Lifesum AB and board member of NutraQ.

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Relevant bakgrund: Amongst other things, former Managing Director and head of online sales for Lowcosttravelgroup, Head of Marketing for Holiday Autos and Senior Ecommerce Service Manager for Hilton Worldwide.

Shareholding: does not hold any shares in Betsson AB.

**Louise Nylén**, proposed board member, born 1976, Stockholm, Sweden

Other assignments: Chief Marketing Officer at Trustly, board member, Nelly.com.

Relevant background: Chief Marketing Officer and deputy Chief Executive Officer of Leo Vegas Mobile Gaming Group.

Shareholding: 0 shares.

**Andrew McCue**, proposed board member, born 1974, Dublin, Ireland

Relevant background: Former Chief Executive Officer of Paddy Power Betfair with more than ten years of experience in the gaming industry.

Shareholding: 0 shares.

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Stockholm in May 2020

The Nomination Committee of Betsson AB (publ)

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