

The Nomination Committee's proposal and motivated statement to the Annual General Meeting on 10 May 2022 in Betsson AB (publ)

Prior to the Annual General Meeting on 10 May 2022 in Betsson AB, the Nomination Committee consisted of the following members:

- Jenny Rosberg, appointed by the Hamberg family and Hamberg Förvaltning AB, also the Chairman of the Nomination Committee
- Lars Kling, appointed by the Kling family and companies
- Karin Källström, appointed by Berit Lindwall

Proposal for the Board of Directors and more

According to Betsson AB's Articles of Association, the Board shall consist of a minimum of three board members and a maximum of ten board members. The Nomination Committee proposes that the Board shall consist of seven board members until the end of the Annual General Meeting 2023.

For the Annual General Meeting 2022, the following board members are proposed for re-election; Johan Lundberg, Eva Leach, Pontus Lindwall and Peter Hamberg including new election of Eva de Falck, Louise Nylén and Tristan Sjöberg. Johan Lundberg is proposed to be re-elected as Chairman of the Board of Directors. Fredric Carlsson has declined re-election.

It is proposed that board fees shall be paid with an unchanged amount of SEK 470,000 to each board member and SEK 940,000 to the Chairman of the Board. In addition, the

Nomination Committee proposes a total fee of SEK 255,000 to the members of the Audit Committee, of which SEK 125,000 shall be allotted the Chairman of the Audit Committee and a total fee of SEK 225,000 to the members of the Remuneration Committee, of which SEK 110,000 shall be allotted to the Chairman of the Remuneration Committee. This means that the board fees amount to, in total, SEK 3,770,000. Pontus Lindwall in his capacity as CEO of Betsson AB shall not receive any board fees.

Motivated statement regarding the proposal for the Board of Directors

The composition of the Board shall be characterized by versatility and breadth and reflect the various competencies, experiences and backgrounds required for the Company's operations, development stage and other conditions. The Nomination Committee makes the assessment that Betsson benefits from having active shareholder responsibility in the Board. The Nomination Committee also wants to ensure that the Board's work functions well regarding strategic planning, risk management, sustainability, control, and governance. It is the Nomination Committee's assessment that the proposed composition of the Board is appropriate in relation to the Company's operations, development stage and other conditions. If the Annual General Meeting approves the Nomination Committee's proposal, four board members, including the Chairman, out of the Board's seven board members, will be independent in relation to major owners and six board members will be independent in relation to the Company and its management, which, in the Nomination Committee's opinion, complies with the Swedish Code of Corporate Governance's (the Code) requirements for independence.

Active ownership through board representation

There is a positive view in both the Swedish society and among institutional investors that major shareholders are to take responsibility by actively participating in the management of listed companies through representation in the Board of Directors. The Nomination Committee in Betsson AB wants to ensure active ownership responsibility and has assessed that it would benefit the Company to have active owners through board representation. The Nomination Committee therefore proposes re-election of Peter Hamberg and Pontus Lindwall as well as new election of Tristan Sjöberg. Tristan has more than 25 years of international experience in the gaming industry, both offline via Knutsson Casino, the TCS JohnHuxley Group, where he currently holds the position as Vice Chairman and IGO Ltd, and online with Sponsio Ltd (Ladbrokes). Tristan holds an M.B.A. from Oxford University and a Ph.D. from the University of East Anglia.

CEO as a director

The Nomination Committee makes the assessment that it benefits Betsson AB that Pontus Lindwall, CEO, founder and shareholder in the Company, also holds a position as board

member and therefore proposes re-election of Pontus Lindwall. According to the Code, no more than 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 held by the CEO. The Nomination Committee considers it particularly important that Pontus' long experience and unique knowledge of Betsson and its operations as well as the global gaming industry shall be attributed to the Board.

New independent board members

The Nomination Committee proposes new election of Eva de Falck and Louise Nylén to the Board. Eva de Falck has a long and solid career, i.a. as General Counsel and member of the Group Management for Swedbank and several senior positions within Handelsbanken. She is currently a senior consultant and advisor as well as a board member of Skandiabanken, where she is Chairman of the board's risk and audit committee. She is also Chairman in the board of Tessin Nordic Holding AB (publ) and a board member of Contemporary Wines. She has previous board experience from, among others, several savings banks and has a law degree from Stockholm University.

Louise Nylén has an international career and is currently CEO of Dynamic Code. She has previously held leading positions, including the position as CMO at Trustly and deputy CEO and CMO at LeoVegas. Louise has previous board experience from Nelly.com. She has a master's degree in Finance from the Stockholm School of Economics.

Composition and independence of the Board of Directors

The Nomination Committee proposes that the Board consists of seven board members, of which four of the board members, including the Chairman of the Board, are independent in relation to the Company's management and major owners. If the proposal is approved by the Annual General Meeting, this will result in a gender distribution where three of the Board's seven board members are women.

Information on the proposed board members is presented in Appendix A.

Auditor

The Nomination Committee proposes re-election of the auditing firm PricewaterhouseCoopers AB as the Company's auditor for the period up to the end of the 2023 Annual General Meeting. The Nomination Committee's proposal is aligned with the Audit Committee's recommendation.

The Nomination Committee proposes that the auditor shall be remunerated based on invoices approved by the Company.

Chairman of the Annual General Meeting

The Nomination Committee proposes that Jörgen S. Axelsson, lawyer, Setterwalls law firm, shall be appointed as chairman of the Annual General Meeting.

Proposal for instruction to the Nomination Committee

The instruction to the Nomination Committee were most recently adopted in connection with the Extraordinary General Meeting in October 2021. For the 2022 Annual General Meeting, the Nomination Committee proposes two changes to the instructions, namely that;

- The Nomination Committee shall prepare and submit proposals to the Annual General Meeting for a decision on principles for the appointment of the Nomination Committee if a change in existing principles is proposed and that
- The instruction to the Nomination Committee shall apply until the Annual General Meeting decides to adopt a new instruction.

The new wording of the instruction to the Nomination Committee follows below with changes in italics.

INSTRUCTION TO THE NOMINATION COMMITTEE

The Nomination Committee 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 Chairman 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.

The Nomination Committee shall be constituted based on known ownership of the Company as of 31 August. In the event of major changes in the shareholding of the Company after the establishment of the Nomination Committee, the composition of the Nomination Committee may be changed in accordance with the above principles. Such changes shall be made public immediately.

The Nomination Committee shall prepare and at the Annual General Meeting present proposals regarding the election of Chairman of the Board of Directors along with other members of the Board of Directors, remuneration of the members of the Board of Directors divided between the Chairman and other members and, where appropriate, compensation for work in committees, election of and fees to the auditors, establishment of the principles

regarding election of the Nomination Committee *if changes to the existing principles are proposed*, and election of Chairman at the Annual General Meeting.

The Nomination Committee shall, upon approval by the Chairman of the Board of Directors, 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.

This instruction is valid until the General Meeting decides to adopt a new instruction.

Account of how the Nomination Committee has conducted its work

The Nomination Committee has held a total of eight minuted meetings. These meetings have mainly been devoted to taking part in the evaluation of the composition of the current Board, interviews with existing board members, interviews with candidates to the Board and discussions on other issues that the Nomination Committee shall prepare and submit proposals for according to the instruction. The Nomination Committee has applied section 4.1 of the Code regarding diversity policy in its nomination work. This application, as well as the consideration of the Company's current and future potential as well as challenges, has resulted in the Nomination Committee's proposal to the Annual General Meeting regarding the election of board members.

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Stockholm, March 21, 2022

The Nomination Committee in Betsson AB (publ)

Presentation of board members for re-election and new election

JOHAN LUNDBERG

Chairman of the Board

Born 1977, domiciled in Stockholm, Sweden.

Board member in Betsson AB since 2018.

Member of the Audit Committee and the Remuneration Committee.

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

Background: Founding partner in NFT Ventures, one of Europe's leading FinTech investors and senior positions in, among others, MasterCard.

Education: Johan has a master's degree from Stockholm University and an MBA from the Stockholm School of Economics.

Independent in relation to the Company and its management and to major shareholders.

Shareholding: 20,000 B shares.

EVA LEACH

Board member

Born 1980, domiciled in Enskede, Sweden.

Board member of Betsson AB since 2019.

Member of the Remuneration Committee.

Other assignments: CMO at Sambla Group

Background: Long-term experience from digital marketing. Eva has held senior positions, including board member in NutraQ, COO for Lifesum AB, MD with responsibility for online sales at Lowcosttravelgroup, Head of Marketing at Holiday Autos and Senior Ecommerce Service Manager at Hilton Worldwide.

Education: Degree in Economics from Halmstad University and the University of Lincoln in the United Kingdom.

Independent in relation to the Company and its management and to major shareholders.

Shareholding: 0.

PONTUS LINDWALL

Board member, also CEO

Born 1965, domiciled in Stockholm, Sweden.

Board member of Betsson AB 2011–2018 and since 2021.

Chairman of the Board 2011–2015 and 2016 – September 2017.

Other assignments: Board member of Net Entertainment NE AB (publ.), Nya Solporten Fastighets AB, Mostphotos AB, Chairman in Fibbl AB, and board member in several internal subsidiary boards.

Background: Many years of experience from the gaming industry, both offline and online gaming, including as founder of Net Entertainment, President and CEO of Cherryföretagen. Employed in the Group since 1991.

Education: Master of Science in Engineering from KTH, Stockholm.

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

Shareholding: 415,000 Class A shares, 985,000 Class B shares (including own holdings and through related parties) and 680,000 call options.

PETER HAMBERG

Board member

Born 1973, domiciled in Ekerö, Sweden.

Board member of Betsson AB since 2021.

Member of the Audit Committee.

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

Background: Many years of experience from the gaming industry, both offline and online gaming, including as a 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.

Shareholding: 5,098,500 Class A shares and 691,900 Class B shares (includes own holdings and through related parties).

EVA DE FALCK

Born 1960, domiciled in Stockholm, Sweden.

Assignments: Skandiabanken, board member and chairman of the board's risk and audit committee, chairman of Tessin Nordic Holding AB, board member of Contemporary Wines AB and CEO and chairman of de Falck Consulting AB.

Education: Bachelor of Laws. Stockholm University, Business Administration and EU Law, Stockholm University.

Independent in relation to major owners, independent in relation to the Company and its management.

Shareholding: 0.

LOUISE NYLÉN

Born 1976, domiciled in Nacka, Sweden.

Assignment: CEO, Dynamic Code AB.

Education: Master's degree in finance, Stockholm School of Economics, IMD Business School, University of Economics, Prague.

Independent in relation to major owners, independent in relation to the Company and its management.

Shareholding: 0.

TRISTAN SJÖBERG

Born 1971, domiciled in Singapore.

Assignments: Chairman and CEO of TCSJOHNHUXLEY Group and board member of Barramundi Group Ltd listed on Euronext Growth Oslo as well as board positions in Pata Pata AB, Crib Goch Investment Ltd, Knutsson Trotting Inc. and subsidiaries within TCS JohnHuxley group.

Education: MBA in Business Administration from the University of Oxford, PhD from the University of East Anglia, Bachelor of Science from the University of Wales.

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

Shareholding: Shareholding: 3,010,000 Class A shares and 3,690,000 Class B shares (includes own holdings and related parties).