

The Nomination Committee's proposal and motivated statement to the Annual General Meeting on 10 May 2023 in Betsson AB (publ)

Background

Prior to the Annual General Meeting 2023 in Betsson AB (publ) ("Betsson" or the "Company"), the Nomination Committee has consisted of the following members:

- Jenny Rosberg, appointed by Hamberg Förvaltning AB among others and also the Chairman of the Nomination Committee;
- Mats Axell, appointed by Knutsson Holdings AB among others; and
- Karin Källström, appointed by Berit Lindwall.

Proposal for the Board of Directors, etc.

According to Betsson's Articles of Association, the Board of Directors (the "Board") shall consist of a minimum of three 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 2024.

For the Annual General Meeting 2023, the following Board members are proposed for re-election: Eva de Falck, Peter Hamberg, Eva Leach, Pontus Lindwall, Johan Lundberg, Louise Nylén and Tristan Sjöberg. Johan Lundberg is proposed to be re-elected as Chairman of the Board.

It is proposed that Board fees shall be unchanged and paid with an 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 to 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, shall not receive any Board fees.

Motivated statement regarding the proposal for the Board

The composition of the Board shall be characterised 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 on 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 Swedish society and among institutional investors that major shareholders are to take responsibility by actively participating in the management of listed companies through representation on the Board. The Nomination Committee in Betsson 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, Pontus Lindwall and Tristan Sjöberg.

CEO as a director

The Nomination Committee makes the assessment that it benefits Betsson 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 Lindwall's long experience and unique knowledge of Betsson and its operations, as well as the global gaming industry, shall be attributed to the Board.

Composition and independence of the Board

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 that the Company should have one registered public accounting firm as auditor and that PricewaterhouseCoopers AB is re-elected as the Company's auditor for the period up to the end of the 2024 Annual General Meeting. Provided that the Annual General Meeting decides in accordance with the Nomination Committee's proposal, PricewaterhouseCoopers AB has informed the Company that Aleksander Lyckow will continue as the auditor in charge. 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 2023.

Instruction to the Nomination Committee

The instruction for the Nomination Committee was adopted at the Annual General Meeting 2022 and apply until the Annual General Meeting decides to adopt a new instruction. The Nomination Committee has not seen any reasons to propose any changes.

Description of the Nomination Committee's work

The Nomination Committee has held a total of five minutes kept meetings. At these meetings, the main focus has been on reviewing the evaluation of the current Board's composition, the competence of the Board members, interviews with existing Board members, review of the list of candidates and potential candidates for the Board, as well as discussions about the other topics that the Nomination Committee, according to its instruction and the Code, must prepare and submit proposals for.

The Nomination Committee has applied section 4.1 of the Code regarding its diversity policy in its nomination work. The application of such, as well as the consideration of the Company's current and future opportunities and challenges, has resulted in the Nomination Committee's proposal to the Annual General Meeting 2023 regarding the election of Board Members.

Stockholm, 12 January 2023

The Nomination Committee of Betsson AB (publ)

Presentation of Board members for re-election

JOHAN LUNDBERG

Position: Chairman of the Board of Directors, Chairman of the Remuneration Committee and member of the Audit Committee

Elected to the Board: 2018

Born: 1977

Residence: Stockholm, Sweden

Current assignments: Board member of Ölands Bank, Loomis AB, Svolder AB, CoinShares International Ltd and NFT Ventures AB, as well as associated companies in the NFT Ventures Group.

Work experience: Founding partner of NFT Ventures, one of Europe's leading FinTech investors, and executive positions in MasterCard and other companies.

Education: Masters degree from Stockholm University and MBA from Stockholm School of Economics.

Independence: Independent in relation to the Company and its management as well as to major shareholders.

Shareholding in Betsson: 20,000 B shares

EVA LEACH

Position: Board member and member of the Remuneration Committee

Elected to the Board: 2019

Born: 1980

Residence: Stockholm, Sverige

Work experience: CMO of Sambla AB, COO of Lifesum AB. MD online sales at Lowcosttravelgroup, Head of Marketing at Holiday Autos and Senior Ecommerce Service Manager at Hilton Worldwide.

Education: BA in Business from Halmstad College and BA (Hons) from Lincoln University, UK.

Independence: Independent in relation to the Company and its management as well as to major shareholders.

Shareholding in Betsson: -

PONTUS LINDWALL

Position: President and Chief Executive Officer and Board member

Elected to the Board: 2021

Born: 1965

Residence: Stockholm, Sverige

Current assignments: Board member of Fibbl AB, Infrea AB, Mostphotos AB and Solporten Fastighets AB.

Work experience: Extensive experience from the gaming industry, both offline and online. Founder and Board member of Net Entertainment (NetEnt), CEO and President of Cherryföretagen. Board member of Betsson 2011-2018, Chairman 2011-2015 and 2016-2017. Employed by the Betsson Group since 1991.

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

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

Shareholding in Betsson: 415,000 A shares, 1,145,000 B shares and 824,000 warrants. EUR 2 million in the 2022/2025 Betsson bond.

PETER HAMBERG

Position: Board member and member of the Audit Committee

Elected to the Board: 2021

Born: 1973

Residence: Ekerö, Sverige

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

Work experience: Extensive experience from the gaming industry, both offline and online, among others as Board member of NetEnt during 2008-2020.

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

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

Shareholding in Betsson: 5,098,500 A shares and 691,700 B shares

EVA DE FALCK

Position: Board member and Chair of the Audit Committee

Elected: 2022

Born: 1960

Residence: Stockholm, Sverige

Current assignments: Board member and Chair of the Risk and Audit Committee of Skandiabanken. Chair of the Board and Chair of the Risk and Audit Committee of Tessin Nordic Holding AB. CEO and Chair of the Board of de Falck Consulting AB. Senior Legal Advisor for Team Olivia AB and Sevensco AB.

Work experience: More than 20 years of experience from leading positions in the finance industry, among others as legal counsel and commercial manager at Handelsbanken and group legal counsel at Swedbank. Chair of the Board of Ölands Bank and Board member of Sparbanken Rekarne, Swedbank Hypotek AB, Swedbank Asset Management Luxemburg S.A., etc.

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

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

Shareholding in Betsson: -

LOUISE NYLÉN

Position: Board member and member of the Remuneration Committee

Elected to the Board: 2022

Born: 1976

Residence: Nacka, Sverige

Current assignments: CEO of Dignio AS.

Work experience: Many years of experience from business management and senior roles in strategy and business development, among others as CEO of Dynamic Code AB, CMO and deputy CEO of Leo Vegas, CMO of Trustly, and Senior Director and Head of Region Europe at OSM Group AB.

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

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

Shareholding in Betsson: -

TRISTAN SJÖBERG

Position: Board member

Elected to the Board: 2022

Born: 1971

Residence: Singapore

Current assignments: Partner and owner of Knutsson Holdings AB. Chair and CEO of TCSJOHNHUXLEY Group and Board member of Barramundi Group Ltd, Pata Pata AB, Crib Goch Investment Ltd, Knutsson Trotting Inc. and subsidiaries within TCSJOHNHUXLEY Group.

Work experience: Many years of experience from the gaming industry, both offline and online, among others as Board member of International Gaming Operations Ltd and Sponsio Ltd.

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.

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

Shareholding in Betsson: 3,010,000 A shares and 3,720,000 B shares. EUR 500 000 in the 2022/2025 Betsson bond.

Shareholding in Betsson includes any holdings of shares and other financial instruments in the company owned by the candidate or the candidate's related natural or legal persons.