

## Reasoned statement of the Nomination Committee in respect of the AGM of Inwido AB on 5 May 2020

The Nomination Committee of Inwido consists of Chairman Thomas Wuolikainen, Fjärde AP-fonden, Anna Sundberg, Handelsbanken Fonder AB, Bo Lundgren, Swedbank Robur Fonder and Georg Brunstam, Chairman of the Board.

Shareholders have been able to contribute suggestions to the Nomination Committee via e-mail. No suggestions have been received.

The Nomination Committee proposes that the number of Board members shall be five (without elected deputies) and that Georg Brunstam, Kerstin Lindell, Henriette Schütze, Christer Wahlquist and Anders Wassberg are re-elected. Benny Ernstson has declined re-election. The Nomination Committee proposes that the present Chairman, Georg Brunstam, is re-elected as Chairman of the Board.

At the Extraordinary General Meeting in January 2020, Kerstin Lindell and Christer Wahlquist were elected as new Board members in the company. The Nomination Committee finds that the work in the Board works well and that the relatively newly composed Board that is now proposed for re-election, taking into account the company's business, phase of development and other relevant circumstances, has the breadth of qualifications and experience required in order to continue to lead the company in a successful way.

The Nomination Committee has, during its work in respect of the AGM, taken into account the strategic issues that the Board and the company are facing the years to come and based the assessment of the Board's composition and size on this. The Nomination Committee has discussed the requirements that should be imposed the Board members, including the requirement of independent members, and taken into account the number of board assignments in other companies of each Board member. In particular the strategy, objectives and requirements that the future direction of Inwido will impose on the Board have been observed. The Nomination Committee has, in respect of its proposal, also taken into account and followed the recommendations set forth in the Swedish Code of Corporate Governance (the "Code").

The Nomination Committee have applied rule 4.1 of the Code as diversity policy in the development of the proposal for Board members and is of the opinion that the proposal entails a Board composition that will continue to display such diversity and breadth in terms of competence, experience and background as is necessary with respect to the company's situation, strategic development and future direction. In respect of the matter of gender equality between the Board members, the Nomination Committee concludes that if the AGM resolves in accordance with the Nomination Committee's proposal, 40 per cent of the Board members will be women.

Finally, the Nomination Committee has concluded that the proposed Board meets applicable requirements regarding independence. All of the members have been considered independent in relation to the company and the senior executives, as well as in relation to the major shareholders of the company.