

The nomination committee's report to the annual general meeting 2026 in Terranet AB (publ)

Composition of the nomination committee

At the company's annual general meeting (AGM) in 2021, a new instruction for the nomination committee was adopted, regulating how the nomination committee shall be composed. The instruction is set out below:

- The nomination committee, which shall be appointed for the period until a new nomination committee has been appointed, shall consist of four members, who shall be appointed as follows: the chairman of the board shall, before the end of the third quarter of the financial year, contact the three largest shareholders in the company, who shall then each appoint one member to the nomination committee. If any of the largest shareholders refrains from appointing a member, the chairman of the board shall invite the shareholder next in order of size to appoint a member. The analysis of ownership shall be based on the register of shareholders maintained by Euroclear Sweden AB as of 31 August 2021 and on any other circumstances known to the chairman of the board. In the event that several shareholders refrain from exercising their right to appoint members of the nomination committee, the chairman of the board shall not be required to contact more than eight shareholders, unless this is necessary in order to form a nomination committee consisting of at least three members.
- If a member resigns from the nomination committee before its assignment has been completed, the shareholder who appointed the resigning member shall appoint a successor.
- If any significant change in the ownership structure occurs after the nomination committee has been constituted, the chairman of the board shall consult the major shareholders regarding any potential changes to the composition of the nomination committee. However, any changes in shareholdings occurring later than three months prior to the annual general meeting shall not result in any changes to the composition of the nomination committee, unless special circumstances apply.
- One of the members of the nomination committee shall be the chairman of the board. The member representing the shareholder with the largest number of votes shall be appointed chairman of the nomination committee, unless the

members agree otherwise.

- If, at any time, the nomination committee consists of fewer than three members, it shall nevertheless remain authorised to perform the duties assigned to it under these principles.
- Information regarding the composition of the nomination committee shall be published on the company's website in good time, but no later than six months prior to the annual general meeting. Information shall also be provided on how shareholders can contact and submit proposals to the nomination committee. Any changes to the composition of the nomination committee shall be announced immediately.
- The nomination committee shall provide the company with proposals for board members in such time that the company can present these proposals in the notice convening the general meeting at which the election is to take place.
- The nomination committee shall perform the duties assigned to it under the Swedish corporate governance code.
- No remuneration shall be paid to the members of the nomination committee. However, the nomination committee shall be entitled to charge the company for reasonable costs incurred in the performance of its duties.

The nomination committee, as of the annual general meeting 2026, consists of the following persons:

- Mario Pereira, chairman of the nomination committee, own holdings,
- Kristian Mårtensson, own holdings,
- Morten Skovsby Jensen, own holdings, and
- Torgny Hellström, chairman of the board

The nomination committee's report on its work

The nomination committee's tasks have been to prepare, for the annual general meeting 2026, proposals regarding the chairman of the annual general meeting, the chairman of the board, other board members, and the auditor, as well as remuneration for the board and the auditor.

During the year, the nomination committee has evaluated the work of the board and each individual member. The evaluation has been carried out through individual meetings with the members. The nomination committee has also reviewed the chairman's report on the work of the board. The nomination committee's conclusion is that the work of the

board has functioned well and has been conducted in line with the company's objectives and strategies.

Proposals regarding the board of directors

- The board of directors shall consist of five members with no deputy members.
- Re-election of the members Torgny Hellström, Magnus Edman, Mats Fägerhag, Uwe Brandenburg, and new election of Torsten Bernström. Anders Blom has declined re-election.
- Torgny Hellström is proposed as chairman of the board.

Information on Torsten Bernström

Torsten Bernström, a Swedish citizen born in 1966, holds a master's degree from the Stockholm School of Economics, is a lieutenant colonel in the reserve, and serves as Vice President Defence & Security at CGI, a global provider of IT and business process services.

Torsten has 30 years of experience in senior positions within the IT, defence and security industries, as well as within the Swedish Armed Forces and the Swedish Defence Materiel Administration. As an officer, Torsten has been trained by and has served within NATO. He brings expertise and experience in IT and defence.

Proposals regarding remuneration to the board of directors

The nomination committee proposes that board remuneration shall be paid in the amount of SEK 195,000 (SEK 185,000 the previous year) to each of the members elected by the general meeting who are not employed by the company or the group, and SEK 515,000 (SEK 495,000 the previous year) to the chairman of the board, in total SEK 1,295,000 (SEK 1,235,000 the previous year).

The nomination committee further proposes that remuneration of SEK 30,000 (SEK 27,500 the previous year) shall be paid to each of the members of the remuneration committee (maximum three members), in total SEK 90,000 (SEK 82,500 the previous year).

The nomination committee also proposes that remuneration of SEK 70,000 (SEK 65,000 the previous year) shall be paid to each of the members of the audit committee (maximum two members), and SEK 120,000 (SEK 110,000 the previous year) to its chairman, in total SEK 260,000 (SEK 240,000 the previous year).

Reasoned statement regarding the composition and remuneration of the board of directors

The nomination committee has found that the board of directors should be supplemented in order to strengthen its expertise and experience, particularly within the defence sector. The composition of the board meets the requirements placed on a modern and technology-intensive company such as Terranet AB. The combined experience and expertise provide a desirable diversity and breadth.

The nomination committee has also, in its work, sought to achieve a more balanced gender distribution on the board but has not identified more relevant and interested candidates in relation to the proposed members.

The adjustment of the remuneration is justified by the increasing workload expected, as well as the nomination committee's intention to attract and retain competence through competitive remuneration.

Independence of the board of directors

A majority of the members of the board of directors elected by the general meeting shall be independent in relation to the company and the company's management. At least two of the members who are independent in relation to the company and the company's management shall also be independent in relation to the company's major shareholders. The entire board of directors is considered independent in relation to the company, the company's management, and the company's major shareholders.

The nomination committee therefore considers that the proposed board of directors meets the requirements regarding independence.

Proposal regarding auditor

The nomination committee proposes the registered audit firm Ernst & Young AB for the period until the end of the annual general meeting 2027. Ernst & Young AB has announced that the authorised public accountant Martin Henriksson will serve as auditor in charge.

Fees to the auditor shall be paid in accordance with approved invoices.

Proposal regarding the chairman of the annual general meeting 2026

The nomination committee proposes that lawyer Mark Falkner of Eversheds Sutherland Advokatbyrå AB be elected chairman of the meeting and keeper of the minutes, or, in his absence, a person appointed by him.

Lund, April 2026