# Proposal from the Nomination Committee of Link Mobility Group Holding AS to the Annual General Shareholder Meeting May 31st, 2023.

#### The Nomination Committee and it's Work

The Nomination Committee of Link Mobility Group Holding AS is comprised of:

Tor Malmo (Chair) Oddny Svergja

The Nomination Committee has held conversations and interviews with the Chairman of the Board, Board members, the CEO and a selected number of Shareholders representing approx. 47 % of the Voting Shares of the Company.

Evaluation of the Board of Directors has followed the Code of Conduct for the Nomination Committee approved at the General Meeting May 31<sup>st</sup> 2022 with "The Norwegian Code of Practice for Corporate Governance" as a guideline. Input from Shareholders, administration and existing members of the Board of Directors has also been taken into consideration.

Factors in the committee's evaluation included the need for relevant and complimentary qualifications considering the Company's business, strategy, growth plans, geographical presence and continuity. In addition, the committee has also considered the need for a solid understanding and knowledge of Shareholder representation, independence and capacity.

# **The Board of Directors**

Chairman of the Board was elected at the EGM July 12<sup>th</sup> 2022. All the other Board of Directors were elected at AMG May 31<sup>st</sup>. The Board has until the AGM 2023 was composed of the following Members:

André Christensen Chairman of the Board

Jens Rugseth Board Member Robert Joseph Nicewicz Jr Board Member Sabrina Gosman Board Member Grethe Helene Viksaas Board Member Sara Katarina Murby Forste Board Member

# The Committees Proposal for Election of Board of Directors

The highlights from the Nomination Committees dialogue with Management, Board of Directors (only one of the two Abry members) and Shareholders can be summarized as follows:

- Last year's changes have provided a better-balanced Board compared to earlier representation of Shareholders
- New Chair has brought new, fresh dynamics into the Board
- Newly appointed CEO have a Board that cooperates well and aims for the same goals
- Back to basics strategy with focus on sales and growth
- Good and complementary competence blend, no obvious skill gaps
- Board members' experiences may have a value potential to management if made available
- The Board needs time to find its shape and realize its full potential

With emphasis on feedback from interviews including the major Shareholders, the Nomination Committees proposes to re-elect the existing Board of Directors without any complementation:

André Christensen	Chairman of the Board	Re-election
Jens Rugseth	Board Member	Re-election
Robert Joseph Nicewicz Jr	Board Member	Re-election
Sabrina Gosman	Board Member	Re-election
Grethe Helene Viksaas	Board Member	Re-election
Sara Katarina Murby Forste	Board Member	Re-election

#### **Election of Nomination Committee**

No wish for changes has been expressed by the main Shareholders. The Nomination Committee proposes re-election of the Committee:

Tor Malmo Chair Re-election Oddny Svergja Member Re-election

#### **Remuneration - Board of Directors**

For the term ending at AGM 2023 the following were resolved at the AGM and EGM 2022:

Chairman of the Board: NOK 600.000, Board Members: NOK 375.000, Board Members employed by the Company: NOK 75.000, -

The Nomination Committee is using the "Board Remuneration Survey" performed by The Norwegian Institute of Directors 2022, the recommendation is set in line with the survey's upper quartile level. For the term ending at AGM 2024 the following remuneration is proposed:

Chairman of the Board: NOK 650.000, Board Members: NOK 400.000, Board Members employed by the Company: NOK 80.000, -

Board of Directors who have been members for parts of the term will be remunerated on a pro-rata basis.

# **Remuneration - Nomination Committee**

For the term ending at AGM meeting 2023 the following were resolved at the AGM 2022:

Committee Chair: NOK 55.000, -Committee Member: NOK 35.000, -

In line with the Board remuneration the remuneration for the Nomination Committee has been adjusted accordingly to harmonize with the above-mentioned Survey.

For the term ending at AGM 2024 the following remuneration is proposed:

- Committee Chair: NOK 60.000, - Committee Member: NOK 40.000, -

# **Remuneration - Audit Committee**

The remuneration proposals for the Audit Committee and the Remuneration Committee the "Board Remuneration Survey" performed by The Norwegian Institute is used as a reference.

For the term ending at AGM meeting 2023 the following were resolved at the AGM 2022:

- Committee Chair: NOK 55.000, - Committee Member: NOK 40.000, -

For the term ending at AGM 2024 the following remuneration is proposed:

- Committee Chair: NOK 80.000, - Committee Member: NOK 55.000, -

# **Remuneration - Remuneration Committee**

For the t	erm ending a	t AGM mee	ting 2023 th	ne following	were resolved	l at the AGM 2022:
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Committee Chair: NOK 40.000, -Committee Member: NOK 30.000, -

For the term ending at AGM 2024 the following remuneration is proposed:

Committee Chair: NOK 60.000, -Committee Member: NOK 40.000, -

April 19<sup>th</sup>, 2023

Sign.

Chairman of the Nomination Committee