

*This English version is an unofficial translation of the Swedish original. In case of any discrepancies, the Swedish original shall prevail.*

### **The board of directors' reasoned statement pursuant to Chapter 19, Section 22 of the Swedish Companies Act**

With reference to the board of directors' proposal to the 2026 annual general meeting of Sinch AB (publ), 556882–8908 (the “**Company**”), to authorize the board of directors to resolve on acquisitions of own shares, the board of directors hereby submits the following statement pursuant to Chapter 19, Section 22 of the Swedish Companies Act (2005:551).

The nature and scope of the business is stated in the Company's articles of association and in the annual report for the financial year 2025. The business that is carried out by the Company and the group does not involve any risks beyond what is present or likely to be present in the industry or the risks generally associated with the conduct of business. The Company's and the group's financial situation as of 31 December 2025 is stated in the annual report for the financial year 2025. The annual report also states which principles have been applied when determining the value of assets, provisions, and liabilities.

As of 31 December 2025, non-restricted equity amounted to MSEK 27,766 and the equity ratio amounted to 57 per cent. Regarding the group's equity as of 31 December 2025, MSEK 7 is attributable to assets and liabilities being valued at fair value in accordance with Chapter 4, Section 14 a of the Swedish Annual Accounts Act (1995:1554).

The amount payable by the Company upon utilisation of the authorization depends on whether, and in such case to what extent, the board of directors decides to utilise the authorization and at what share price. Assuming full utilisation of the proposed authorization at a share price of SEK 25.37 per share, *i.e.* the closing price of the Company's share on Nasdaq Stockholm on 7 April 2026, the total purchase price would amount to approximately MSEK 1,820. This amount corresponds to approximately 6.6 per cent of the Company's non-restricted equity as of 31 December 2025, and the group's equity ratio, calculated on the basis of the group's financial position as of 31 December 2025, would then amount to approximately 52 per cent. Neither the Company's nor the group's financial position give rise to any assessment other than that the Company and the group can continue its business and that the Company and the group can be expected to fulfil their short-term and long-term duties and obligations.

Based on the above, the board of directors considers that the proposed authorization for the board of directors to resolve on acquisitions of own shares is justifiable in view of the requirements that the nature, scope and risks of the business place on the size of the Company's and the group's equity, as well as the Company's and the group's need for consolidation, liquidity and their financial

position in general. The board of directors will however, before each and any potential decision to utilise the proposed authorization, conduct a new assessment pursuant to Chapter 19, Section 22 of the Swedish Companies Act. The board of directors will thereby only resolve to acquire own shares if, and to the extent, the board of directors deems this to be justifiable as required pursuant to the Swedish Companies Act.

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Stockholm in April 2026

**Sinch AB (publ)**

*The board of directors*