

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

## **The nomination committee's proposals, statement regarding the work of the nomination committee and reasoned statement regarding its proposals for members of the board of directors in Sinch AB (publ) ahead of the 2026 annual general meeting**

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The nomination committee of Sinch AB (publ) (“**Sinch**” or the “**Company**”) ahead of the 2026 annual general meeting consists of Jonas Fredriksson (who represents Neqst D2 AB), Martin Nilsson (who represents the Fourth Swedish National Pension Fund)<sup>1</sup>, Mikael Wiberg (who represents Alecta), Monica Åsmyr (who represents Swedbank Robur Fonder) as well as Erik Fröberg (chairman of the board of directors of the Company). Jonas Fredriksson is the chairman of the nomination committee.

### **The nomination committee's work**

Ahead of the 2026 annual general meeting, the nomination committee has held four meetings where minutes have been kept and has also had informal contacts. The nomination committee has been provided with an introduction to Sinch by the chairman of the board of directors, including a review of the evaluation of the work of the board of directors which has been conducted. The nomination committee has also held interviews with each board member. Particular attention has been paid to the composition of the board and how the board functions as a group. The nomination committee has also taken a position on the remuneration for the board of directors, the audit committee and the remuneration committee.

### **The nomination committee's proposals for chairman of the annual general meeting**

The nomination committee proposes that the chairman of the board Erik Fröberg, or, in his absence, the person designated by a representative of the nomination committee, is appointed as chairman of the annual general meeting.

### **The nomination committee's proposals regarding the number of members of the board of directors and deputy members, election of members of the board of directors, and election of chairman of the board of directors**

The nomination committee proposes that the board of directors shall consist of six members elected by a general meeting, with no deputy members, for the period until the close of the next annual general meeting. Furthermore, it proposes the re-election of Erik Fröberg, Björn Zethraeus, Renée Robinson Strömberg, Mattias

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<sup>1</sup> The Fourth Swedish National Pension Fund was originally represented by Thomas Wuolikainen, who was replaced by Martin Nilsson in January 2026.

Stenberg, Lena Almefelt and Kristina Willgård as members of the board of directors for the period until the close of the next annual general meeting.

Finally, the nomination committee proposes that Erik Fröberg shall be re-elected as chairman of the board of directors for the period until the close of the next annual general meeting.

### **Reasoned statement for the proposal**

The nomination committee has, to assist in its work, received an evaluation of the board of directors and its work based on a survey directed to all current members of the board of directors. The size and composition of the board of directors with regard to, *inter alia*, industry expertise and competence, has been discussed.

The nomination committee has in its work ahead of the annual general meeting aimed to ensure that the board of directors possesses the competence and experience necessary, taking into account the operations as well as the current developmental phase of Sinch, in order for the board of directors to continue to successfully manage the Company. The nomination committee has, in particular, valued the board of directors' need for diversity and breadth with respect to competence, experience and background, considering, among other things, the Company's strategic development, management and control. The nomination committee has discussed perspectives on diversity based on the view that diversity is essential in deciding on the composition of the board of directors and that a gender balance should be achieved. The nomination committee has applied section 4.1 of the Swedish Corporate Governance Code (the "**Code**") as its diversity policy.

The nomination committee is of the opinion that the proposed members of the board of directors represent a broad and diverse group of knowledgeable persons, well-motivated and suited for the tasks to be carried out by the board of directors of Sinch. The nomination committee is also of the opinion that the proposed members of the board of directors complement each other well with respect to competence and experience. The proposed board of directors comprises three male and three female members, and thus has an even gender balance.

The nomination committee adheres to the requirements set out in the Code. The nomination committee has, upon assessing the independence of the proposed members of the board of directors, found that the nomination committee's proposal meets the independence requirements set out in the Code.

A presentation of the proposed members of the board of directors (including the nomination committee's evaluation on their independence) is available on the Company's website (<https://investors.sinch.com>).

### **The nomination committee's proposals regarding remuneration to the board of directors**

The remuneration for each member of the board of directors elected by a general meeting who is not employed by the Company has from the 2025 annual general meeting and onwards amounted to SEK 700,000 annually. The chairman of the board of directors has received SEK 1,500,000 annually. Remuneration for work in the audit committee amounted to SEK 175,000 annually for members and SEK 350,000 annually for the chairman. Remuneration for work in the remuneration committee amounted to SEK 85,000 annually for members and SEK 175,000 annually for the chairman.

The nomination committee proposes unchanged remuneration to the board of directors as well as for work in the audit committee and the remuneration committee for the period until the close of the next annual general meeting.

### **The nomination committee's proposals regarding election of auditor**

The nomination committee proposes, in accordance with the recommendations of the audit committee, that a registered audit firm is elected as auditor with no deputy auditors and the re-election of the registered audit firm Deloitte AB as the Company's auditor for the period until the close of the next annual general meeting.

Ahead of the 2026 annual general meeting, the audit committee has conducted a tender process for audit services in accordance with the rules of the EU Audit Regulation and has, on this basis, presented its recommendation to the nomination committee. In its recommendation, the audit committee has set out two options regarding the appointment of the auditor and recommends, as its first choice, the re-election of Deloitte AB. The audit committee considers Deloitte AB to be the most suitable choice as Deloitte AB has offered the most competitive price for the audit services, has proven knowledge of the Company's structure and complexity, which contributes to a more efficient audit, and because continuation of the current audit assignment would minimise any potential transitional disruptions.

### **The nomination committee's proposals regarding remuneration to the auditor**

The nomination committee proposes that remuneration to the auditor is paid in accordance with approved invoices.

### **The nomination committee's proposal regarding the principles for the nomination committee's work and instruction for the nomination committee**

The nomination committee proposes no change to the principles for the work of the nomination committee and instructions for the nomination committee which were

adopted to apply until further notice at the annual general meeting 2025. These are available on the Company's website (<https://investors.sinch.com>).

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Stockholm in April 2026

**Sinch AB (publ)**

*The nomination committee*