

The Nomination Committee's proposals and motivated statement for decisions at the Annual Shareholders' Meeting of Raketech Group Holding Plc to be held on 20 May 2026

Composition of the Nomination Committee

The Nomination Committee of Raketech Group Holding Plc (the "**Company**") is composed of five members as follows:

- Joel Lindeman, appointed by Provobis Holding AB, chairman;
- Erik Skarp, appointed by Light Showdown Limited;
- Charlie Larsson, appointed by Chalex AB;
- Edward Licari, appointed by Akterbog Holding Limited; and
- Kathryn Moore Baker, Chair of the Board of the Company.

The Nomination Committee has been working in accordance with the requirements set out in the Swedish Code of Corporate Governance and in accordance with the resolutions adopted by the Annual General Meeting of the Company held on 20 May 2025.

Proposal of the Nomination Committee

Proposal as to the number of members of the Board to be appointed

The Nomination Committee proposes that the Board be composed of five (5) members, reducing the number from six (6) of last year.

Proposal as to the members of the Board of Directors to be appointed

The current Board of Directors is comprised of Kathryn Moore Baker, Clare Boynton, Erik Skarp, Marina Andersson, Patrick Jonker, and Magnus Alebo, all of whom will retire at the Annual Shareholders' Meeting of the Company to be held on 20 May 2026 in terms of article 107 of the Articles.

Kathryn Moore Baker, Marina Andersson and Patrick Jonker have declared to the Nomination Committee that they will not stand for re-election as members of the Board.

The Nomination Committee proposes to re-elect Clare Boynton, Erik Skarp, and Magnus Alebo as members of the Board of Directors of the Company for the period until the end of the next annual general meeting.

In addition, the Nomination Committee proposes to elect Peter Ekmark and Måns Svalborn as new members of the Board of Directors of the Company for the period until the end of the next annual general meeting.

The Nomination Committee further proposes to elect Peter Ekmark as Chairman of the Board of Directors of the Company for the period until the end of the next annual general meeting.

Proposal as to the remuneration of the members of the Board of Directors

The Nomination Committee proposes that the remuneration to the Directors of the Company shall be reduced by 50 percent compared to last year and be paid as follows:

- (a) EUR 25,000 to the Chairman; and
- (b) EUR 15,000 to each of the other Directors.

The Nomination Committee proposes that the remuneration of the members of the Committees shall be reduced accordingly and be as follows:

- (a) EUR 5,000 to the Chairs respectively of the Audit Committee and of the Remuneration Committee; and
- (b) EUR 1,500 to any other member of the Audit Committee and the Remuneration Committee besides the relevant Chairs.

It is proposed that any Director who holds an operational role in the Company or its subsidiaries and receives a salary or consultancy fee in respect of such role shall receive no compensation for work carried out as a member of the Board of Directors or any of its committees. It is noted, for the avoidance of doubt, that Magnus Alebo currently falls within this category.

Proposal as to the auditor to be appointed

PricewaterhouseCoopers Malta is proposed to be re-elected as the Company's auditor for the period until the end of the next annual general meeting. The proposed auditor is in accordance with the Audit Committee's recommendation.

Proposal as to the remuneration of the auditor

The Nomination Committee proposes that the auditor's fees shall be payable in accordance with approved invoices.

Proposal for the composition and work of the nomination committee

The Nomination Committee proposes that the procedure for appointment of the Company's Nomination Committee shall remain substantially unchanged, so that the current process and principles shall continue to be applicable for appointing the Nomination Committee after the next annual general meeting.

Motivated opinion

As part of its duties, the Nomination Committee has maintained ongoing dialogue with the Board members and carried out an evaluation of the Board's effectiveness and composition. Prior to the Annual General Meeting, the Nomination Committee held meetings and maintained ongoing contact in the process of preparing its proposals. The Committee has taken into account the outcome of the Board evaluation, conducted discussions with Board members, and assessed the Company's strategic needs. The Committee has carefully considered factors such as qualifications, competence, experience and the overall diversity of expertise among Board members, as well as the appropriate size of the Board of Directors. Additionally, the Nomination Committee has applied section 4.1 of the Swedish Code of Corporate Governance.

The overall assessment concluded that the Board is functioning effectively. In light of the Company's current phase, strategic priorities and the need to balance continuity with renewal, the Nomination Committee considers it appropriate to reduce the number of Board members from six (6) to five (5) and to propose two new members alongside three re-elected members. The proposed changes are intended to strengthen the Board's capabilities in strategic leadership, financial oversight and operational execution, while maintaining strong company-specific and industry knowledge.

The Nomination Committee considers that the proposed Board composition provides a well-balanced mix of expertise, industry knowledge, leadership experience and company-specific understanding, contributing to the Company's strategic direction and long-term value creation.

In particular:

- Clare Boynton contributes significant financial and governance expertise, with a strong background as a finance director across multiple industries. She has extensive experience from senior finance roles at leading international companies. As Chair of the Audit Committee, she has played an important role in strengthening the Company's financial oversight, internal controls and governance framework.
- Erik Skarp, co-founder of Raketech, brings extensive entrepreneurial and leadership experience within the online gaming and affiliate marketing sectors. As founder and former CEO of Bethard and co-founder of Together Gaming, he has demonstrated strong capabilities in building and scaling digital businesses. His long-standing involvement with the Company provides valuable historical perspective and deep understanding of its strategic direction and operational model.
- Magnus Alebo brings extensive operational and commercial experience from the online gaming and digital marketing sectors. He has held senior leadership roles including CEO of Hero Gaming, Managing Director at Mr Green, and International

Marketing Director at William Hill. His experience in driving growth, managing brands and leading international marketing operations provides valuable insight into customer acquisition, brand strategy and performance-driven business models. In addition, his entrepreneurial background as co-founder of Casumba Media further strengthens the Board's understanding of affiliate and digital marketing dynamics.

- Peter Ekmark, proposed as Chairman of the Board, brings extensive executive leadership and board-level experience within the online gaming and digital sectors. He has held several senior roles, including Chief Executive Officer positions at PlayStar and Internet Vikings, as well as Group CEO of Harvest Technology plc. His background also includes senior commercial and product leadership roles at major industry players such as William Hill, Jackpotjoy Group and Kindred Group. Mr. Ekmark combines deep industry knowledge with strong expertise in digital strategy, business development and operational scaling across international markets. In addition, his experience as a board member and advisor provides a solid foundation in corporate governance. The Nomination Committee considers that his leadership profile and strategic capabilities make him well suited to assume the role of Chairman and to guide the Company through its next phase of development.
- Måns Svalborn brings extensive financial, regulatory and company-specific expertise. He has served as Chief Financial Officer of Raketech since 2019 and has played a central role in the Company's financial management, strategic development and corporate transactions. Mr. Svalborn combines deep knowledge of the Company and its operations with broad experience in financial control, regulatory reporting, governance and capital structure matters. The Nomination Committee further notes his valuable experience in supporting strategic and M&A-related initiatives. As he will have stepped down from his executive role before the proposed appointment takes effect, the Committee considers that he will bring continuity, financial discipline and valuable company insight to the Board's work.

The Nomination Committee determines that the proposed Board members together hold extensive experience from business leadership, finance, governance, digital business development, online gaming, affiliate marketing, customer acquisition and operational scaling. Collectively, the proposed Board covers key competence areas including financial oversight, strategic leadership, digital business development, marketing and customer acquisition, as well as company-specific and industry knowledge.

Overall, the Nomination Committee considers that the proposed Board of Directors has an appropriate composition in relation to the Company's strategy, operations and current market environment. The combined experience and competencies of the proposed members are expected to support effective governance, sound decision-making and the Company's long-term value creation.

The Nomination Committee also acknowledges that gender diversity remains a priority. Following the proposed changes, one of the five proposed Board members is a woman, corresponding to 20 percent female representation. In the current proposal, the Nomination Committee has made a balanced assessment between achieving a more even gender distribution and ensuring that the Board composition reflects the competencies required to support the Company's strategic priorities. While the proposed composition results in a lower level of gender diversity compared to the previous year, the Committee considers that the overall competence and experience of the proposed Board members appropriately meet the Company's current needs. The Nomination Committee remains committed to improving gender balance and will continue to actively strive for greater gender representation in future Board appointments.

In accordance with the Audit Committee's recommendation, PricewaterhouseCoopers Malta shall be re-elected as the Company's auditor.

Remuneration of the Chairman of the Board, Chairpersons of the various Committees, other Board members and members of the various Committees shall be reduced by 50 percent compared to the previous year. The Nomination Committee considers the proposed remuneration to be appropriate in light of the Company's current circumstances and in line with market practice.

The Nomination Committee has assessed whether the proposed members of the Board of Directors are to be considered independent of the Company, the executive management and the major shareholders. The Nomination Committee considers that all proposed members of the Board of Directors are independent of the major shareholders. Måns Svalborn served as Chief Financial Officer of the Company until 30 April 2026 and is therefore not considered independent of the Company and its executive management. Following the end of his employment, he no longer has any employment relationship with the Company or its subsidiaries. The other proposed directors are considered independent of the Company and its executive management.

Further information regarding the proposed members of the Board of Directors and auditor is available on the Company's website, www.raketech.com.