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The Nomination Committees proposals to the Annual General Meeting 2021 of Knowit

Background

In accordance with the instruction of the Nomination Committee of Knowit, three major shareholders have appointed members to the Nomination Committee of Knowit and thus together with the Chair of the Board formed the Nomination Committee of the company. The Nomination Committee consists of Lennart Francke, Swedbank Robur fonder (the Chair), Malin Björkmo, Handelsbanken Fonder, Jan Särilvik, Nordea Fonder, and Jon Risfelt, the Chair of the Board of Knowit.

The proposals of the Nomination Committee

On the items on which the Nomination Committee, accordance with its instructions, is to submit proposals to the annual general meeting the Nomination Committee proposes the following:

1. The Chair of the Board, Jon Risfelt, or if he is prevented from attending, the person the Nomination Committee proposes instead, is proposed as the Chair of the General Meeting.
2. The Board is proposed to consist unchanged of six members without deputy board members. All Board members are proposed to be re-elected, namely Gunilla Asker, Stefan Gardefjord, Camilla Monefeldt Kirstein, Kia Orback-Pettersson, Peder Ramel and Jon Risfelt. The Nomination Committee also proposes the re-election of Jon Risfelt as the Chair of the Board of Knowit.
3. The Nomination Committee proposes that board fees and remuneration for committee work be paid as follows:
 - the Chair of the Board: SEK 700,000 (575,000)
 - each of the other Board members: SEK 260,000 (235,000)
 - chair of the audit committee: SEK 130,000 (100,000)
 - member of the audit committee: SEK 65,000 (50,000)
 - chair of the remuneration committee: SEK 70,000 (50,000)
 - member of the remuneration committee: SEK 35,000 (=)
4. It is proposed that the registered accounting firm KPMG shall be re-elected as the Company's auditor. KPMG has informed that Helena Arvidsson Älgne will in that case continue as the auditor-in-charge.
5. Fees to the auditor shall be paid in accordance with approved invoices.

No amendments are proposed in the instruction of the Nomination Committee of Knowit. The instruction shall only be considered at a general meeting if it is proposed that it is amended.

The Nomination Committee's work and reasoned statement

In its work of preparing proposals for the Annual General Meeting 2021, the Nomination Committee has had three meetings and several contacts via email and telephone. The independent members of the Nomination Committee have also interviewed each of the Board members and met with the CEO of Knowit in order to review the company's operations and strategy.

The proposed Board has a composition well adapted to the needs and challenges of the company, where each of the Board members contributes with relevant experience and competence. The Board is characterized by versatility and breadth and has an overall competence that responds well to the operations, development stage and other conditions of Knowit. The board work in Knowit is well-functioning and has obviously been successful during the year.

The Nomination Committee has applied a diversity policy in accordance with Rule 4.1 of the Swedish Corporate Governance Code. The Nomination Committee's proposal to the General Meeting means that Knowit will have an equal Board with three women and three men.

All Board members are independent in relation to the company, the company management and in relation to major shareholders in the company and they fulfill the requirements that are set on Board members of a listed company.

Information about all proposed Board members is available on the company's webpage www.knowit.se.

As usual, the Nomination Committee has compared the level of board and committee fees with other similar companies. Based on this, the Nomination Committee proposes balanced increases in the fees to the Chair of the Board and the Board members and in the fees for committee work. Last year's proposal regarding fee increases was withdrawn by the Nomination Committee in light of the uncertainty that arose due to the pandemic.

With Helena Arvidsson Älgne as the auditor-in-charge, KPMG has been the auditor of Knowit for two years and performs its assignment well. With the approval of the audit committee, the Nomination Committee proposes that KPMG be re-elected as the auditor of Knowit.

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The Nomination Committee