

Report on the work of the Nomination Committee, its proposals and reasoned statement to the Annual General Meeting of Fractal Gaming Group AB on May 19, 2026

General information about the Nomination Committee

At the Annual General Meeting held on May 20, 2025, it was resolved that the Nomination Committee of Fractal Gaming Group AB (the “**Company**” or “**Fractal**”) shall consist of representatives of the four largest shareholders as of September 30, 2025. The shareholders that have appointed members to the Nomination Committee represented approximately 55.5 per cent of the shares and votes in Fractal as of September 30, 2025. On November 5, 2025, it was announced that the Nomination Committee had been appointed for the Annual General Meeting to be held on May 19, 2026. The Nomination Committee of Fractal consisted of:

- Carl-Mikael Lindholm, appointed by Herenco Holding Aktiebolag,
- Philip W. Tadayoni, appointed by MediumInvest A/S,
- Daniel Johnsson, appointed by Långholmen Holding AB,
- Daniel Gabriel, appointed by Ramhill AB, and
- Hannes Wallin, chairman of the board.

As of February 10, 2026, MediumInvest A/S sold all its shares in the Company and Philip W. Tadayoni therefore resigned from the Nomination Committee and was replaced by Lars Lindgren, appointed by Axel Lindgren AB.

The Nomination Committee has been tasked with preparing proposals on the following matters to be submitted to Fractal’s Annual General Meeting on May 19, 2026:

- the number of board members to be elected by the Annual General Meeting,
- the election of the chairman of the board and other board members,
- board fees and any remuneration for committee work,
- the election of auditors (where applicable) and auditor fees,
- the election of chairman of the Annual General Meeting, and
- a proposal for principles for the appointment of the Nomination Committee for the 2027 Annual General Meeting.

The work of the Nomination Committee

The work has been carried out in accordance with the principles and instructions adopted by the general meeting and the Swedish Corporate Governance Code. The Nomination Committee has held four minuted meetings and, in addition, maintained continuous contact by telephone and e-mail.

The Nomination Committee has applied Rule 4.1 of the Swedish Corporate Governance Code as its diversity policy when preparing its proposal for the board of directors. This means that the Nomination Committee has based its work on the principle that the board shall have a composition appropriate to Fractal’s operations, phase of development and other relevant circumstances. The Nomination Committee has also taken into account that the composition of the board members elected by the Annual General Meeting shall be characterized by diversity and breadth in terms of competence, experience and background. The Nomination Committee also considers it important that board members can devote the time and care required to perform their duties as board members and has therefore assessed the assignments held by the board members outside Fractal and the time required for those assignments.

The Nomination Committee has received from the chairman of the board an account of the evaluation of the board's work that has been carried out and how the board's work has been conducted. The

Nomination Committee has discussed the size and composition of the board in light of the Company's situation and opportunities for development. The intention of the Nomination Committee has been to maintain the diversity and breadth of the board.

When preparing the Nomination Committee's proposals for the election of board members and the remuneration to be paid to them, Hannes Wallin and Daniel Gabriel did not participate in the Nomination Committee's decisions concerning themselves.

In its work on the Nomination Committee's proposal for the election of the auditor and the decision on auditor fees, the Nomination Committee has been in contact with the chairman of the board in order to understand the board's assessment of the quality and efficiency of the auditor's work. The Nomination Committee's proposal for the election of the auditor and the decision on auditor fees is in accordance with the board's recommendation.

The Nomination Committee's assessment regarding the proposed composition of the board

In the opinion of the Nomination Committee, the proposed board constitutes a well-balanced composition of individuals in terms of competence, experience and breadth of different qualifications that complement each other. Furthermore, the Nomination Committee considers that the proposed board members have sufficient time to perform their duties as board members of Fractal.

In its assessment of the composition of the board, the Nomination Committee has specifically discussed the requirement to strive for an even gender distribution and notes that there must continue to be a strong focus on this issue in order to ensure high-quality board work.

The Nomination Committee's assessment of the independence of the proposed board members

Taking into account applicable Swedish independence rules, the Nomination Committee has made the following assessments of the proposed board members' independence in relation to Fractal and the executive management, respectively, and in relation to Fractal's major shareholders:

- The Nomination Committee considers that all proposed board members are independent in relation to Fractal and its executive management.
- The Nomination Committee considers that all proposed board members except one are independent in relation to Fractal's major shareholders.

The Nomination Committee's proposals to the Annual General Meeting on May 19, 2026

Proposal for chairman of the Annual General Meeting

The Nomination Committee proposes that Hannes Wallin, or the person designated by the Nomination Committee in his absence, be elected chairman of the Annual General Meeting.

Number of board members, auditors and deputy auditors

The Nomination Committee proposes that the board of directors shall consist of five ordinary members, without deputy board members, and that an authorized auditing firm shall be appointed as auditor, without deputy auditors.

Board fee for the chairman and other board members (previous year's fees in parentheses)

The Nomination Committee proposes that the board fee be SEK 400,000 (SEK 350,000) to the chairman of the board and SEK 200,000 (SEK 175,000) each to the other board members who are not employed by the Company.

As the board has chosen not to establish any specific committees, no remuneration shall be paid for committee work.

The Nomination Committee's assessment of the proposed board fee

The Nomination Committee considers it important that board fees, including any remuneration for committee work, are kept at a level that makes it possible to recruit and retain highly qualified and internationally competitive competence for the board of Fractal. The Nomination Committee has compared Fractal's board fees with board fees in other comparable companies on Nasdaq First North Premier Growth Market. Against this background, the Nomination Committee has concluded that, in comparison with board fees in companies of corresponding size and complexity, the proposed remuneration for board work is in line with market practice and reasonable.

Election of board members

For the period until the end of the next Annual General Meeting, the Nomination Committee proposes the re-election of Hannes Wallin and the new election of Hanna Mannberg, Daniel Gabriel, Anders Hülse and Martin Axhamre. It is further proposed that Hannes Wallin be elected chairman of the board. Magnus Yngen, Gustav Thott and Ola Nilsson have declined re-election.

Information about the persons proposed for election and re-election to the board is available in the Company's annual report and on the Company's website, <https://group.fractal-design.com/>.

Election of, and fees to, the auditor

The Nomination Committee has received the board's evaluation of KPMG AB's audit work as well as the board's recommendation and proposal regarding the election and remuneration of the auditor. In accordance with the board's recommendation, the Nomination Committee proposes that the Annual General Meeting re-elect KPMG AB as auditor for the period until the end of the next Annual General Meeting and that the auditor's fee be paid continuously according to an approved invoice in accordance with the current quotation. Provided that the Annual General Meeting resolves in accordance with the Nomination Committee's proposal, KPMG has informed the Nomination Committee and the Company that the authorized auditor Maria Kylén will be appointed principal auditor.

Instructions for the Nomination Committee, etc.

The Nomination Committee proposes that the Annual General Meeting resolves that the principles below shall apply until further notice.

The Nomination Committee shall consist of representatives of the four largest shareholders listed in the share register maintained by Euroclear Sweden AB as of the last banking day in September and other reliable ownership information provided to the Company, and shall also include the chairman of the board, who will also convene the first meeting of the Nomination Committee. If any of the four largest shareholders declines to appoint a representative to the Nomination Committee, the right shall pass, in order, to the shareholder who, after these four shareholders, has the largest shareholding in the Company. Only shareholders holding 5 per cent or more of the Company need to be asked, provided that the Nomination Committee consists of at least two members in addition to the chairman of the board. The member representing the largest shareholder shall be appointed chairman of the Nomination Committee unless the Nomination Committee unanimously appoints someone else. If one

or more of the shareholders that have appointed representatives to the Nomination Committee thereafter reduce their holdings and thereby no longer qualify for a seat on the Nomination Committee, the Nomination Committee may decide that the representative appointed by such shareholder shall resign from the Nomination Committee and request the next largest shareholder, who has not already appointed a representative to the Nomination Committee, to appoint a new representative. If a representative resigns from the Nomination Committee before the Nomination Committee's work has been completed and the Nomination Committee considers it necessary to replace him or her, such replacement representative shall represent the same shareholder or, if that shareholder is no longer one of the largest shareholders, the next largest shareholder in turn. A shareholder that has appointed a representative as a member of the Nomination Committee has the right to dismiss such member and appoint a new representative as a member of the Nomination Committee. Changes in the composition of the Nomination Committee must be communicated promptly.

The Nomination Committee constitutes a quorum when more than half of the members are present. However, no resolution may be passed unless all members have been offered the opportunity to participate in the consideration of the matter. The opinion supported by more than half of the members present shall prevail or, in the event of a tie, the opinion supported by the chairman of the Nomination Committee.

The composition of the Nomination Committee for the Annual General Meeting shall normally be announced no later than six months before the meeting. No remuneration shall be paid to the representatives on the Nomination Committee. The Company shall reimburse any costs incurred by the Nomination Committee in its work. The term of office of the Nomination Committee ends when the composition of the following Nomination Committee has been announced.

The Nomination Committee of Fractal Gaming Group AB (publ)

April 2026