

The nomination committee's proposals for decision at the annual general meeting of Hemnet Group AB (publ), 29 April 2022

The nomination committee of Hemnet Group AB (publ), consisting of Chris Caulkin (General Atlantic RR B.V.), Henrik Persson (Sprints Capital Euphrasia S.à r.l.), Jonas Bergh (Mäklarsamfundet Bransch i Sverige AB), Lars Berg (Pierre Siri), jointly representing approximately 53.15 percent of the voting rights for all shares in Hemnet Group AB (publ), and Håkan Erixon (chair of the board of directors), proposes the following:

Item 1 - Election of the chair of the annual general meeting 2022

Björn Kristiansson is proposed as chair of the annual general meeting 2022.

Item 12 A - Determination of the number of board members and deputy board members

The nomination committee proposes that the number of board members elected at the annual general meeting shall be eight and that no deputy board members shall be appointed.

Item 12 B - Determination of the number of auditors and deputy auditors

The nomination committee proposes that a registered accounting firm shall be appointed as auditor and that no deputy auditors shall be appointed.

Item 13 A – Determination of fees to the board of directors

It is proposed that the following fees are paid to the board of directors:

The remuneration for board members shall amount to SEK 350,000 annually.

The remuneration for the chair of the board shall amount to SEK 850,000 annually.

Remuneration for the audit committee shall amount to SEK 75,000 annually for the members of the audit committee and SEK 150,000 for the chair of the audit committee.

Remuneration for the work on the remuneration committee shall be SEK 75,000 annually for members, as well as for the chair of the remuneration committee.

Item 13 B – Determination of fees to the auditor

It is proposed that fees are paid to the company's auditors upon approval of their invoices.

Item 14 - Election of board members

The nomination committee proposes that the following board members are elected for the period until the end of the next annual general meeting:

Håkan Erixon (re-election)

Chris Caulkin (re-election)

Pierre Siri (re-election)

Anders Edmark (re-election)

Håkan Hellström (re-election)

Tracey Fellows (re-election)

Nick McKittrick (re-election)

Maria Redin (new election)

Maria Redin has vast experience from operational roles in fast-moving tech- and digital businesses in the Kinnevik-group, as well as board-work. Since 2020, Maria is the President and CEO of Modern Times Group MTG AB where she has formerly held the positions of CFO and Head of Group Finance & Controlling. During the period 2012-2020, Maria was a board member in NetEnt. Maria is independent in relation to Hemnet and its management as well as in relation to major shareholders.

The Board member Kerstin Lindberg Göransson has declined re-election.

Item 15 - Election of chair of the board of directors

The nomination committee proposes that Håkan Erixon is re-elected as chair of the board of directors.

Item 16 - Election of auditor

Based on the audit committee's recommendation it is proposed that Ernst & Young Aktiebolag is elected as auditor for the period until the end of the next annual general meeting. Subject to the approval by the general meeting of the nomination committee's proposal, Ernst & Young Aktiebolag has informed that authorised public accountant Anna Svanberg will continue as auditor-in-charge.

Item 17 – Approval of updated instructions for the nomination committee.

The nomination committee proposes that the following instructions for the nomination committee shall be approved by the annual general meeting.

These rules regarding nominating the Nomination Committee shall apply until a resolution regarding change of the procedure for nominating the Nomination Committee is resolved by the General Meeting.

1. That the Company shall have a Nomination Committee consisting of one of each of the four shareholders or group of shareholders controlling the largest number of votes according to section 3 below, which desires to appoint a representative, and the Chairman of the Board of Directors. The Chairman of the Board of Directors is responsible for convening the Nomination Committee. Should it not be possible to convene a Nomination Committee consisting of four shareholder representatives after contact has been made with the ten shareholders controlling the largest number of votes in the Company, the Nomination Committee may consist of three shareholder representatives.
2. The names of the four shareholder representatives and the names of the shareholders they represent shall be published not later than six months prior to the Annual General Meeting. The Nomination Committee's term of office extends until a new Nomination Committee has been appointed. Chairman of the Nomination Committee shall, if the members of the committee unanimously do not agree otherwise, be the member that represents the shareholder controlling the largest number of votes.
3. That the Nomination Committee shall be formed based on the shareholder statistics from the Euroclear Sweden AB, as per the last banking day in August the year before the Annual General Meeting and on all other reliable ownership information that has been provided

to the Company at this point of time. In the assessment of the four largest shareholders a group of shareholders shall be regarded as one owner provided that they (i) have been grouped together in the Euroclear Sweden system or (ii) have made public and notified the Company in writing that they have agreed in writing to have a long-term unified conduct regarding the management of the company through coordinating the use of their voting rights.

4. If one or more shareholders who have appointed members of the Nomination Committee cease to belong to the four shareholders controlling the largest number of votes, said members shall leave their places of the Nomination Committee and the shareholder(s) that currently is among the four largest shareholders shall, after having contact with the Chairman of the Nomination Committee, have the right to appoint its own member of the Nomination Committee. If the change occurs later than four months before the Annual General Meeting no changes shall, however, be made in the composition of the nomination committee. A shareholder that has become one of the four largest shareholders on account of a more significant change in the number of votes held later than four months before the Annual General Meeting shall, however, be entitled to appoint a representative who shall be invited to participate in the committee's work as a co-opted member.

A shareholder, which has appointed a member of the Nomination Committee, has the right to dismiss its appointed member and appoint a new member of the Nomination Committee. Changes of the composition of the Nomination Committee shall be published on the Company's website as soon as such changes have taken place.

5. That the Nomination Committee shall present the following proposals for resolutions at the Annual General Meeting (regarding (b) – (f), if appropriate, an Extraordinary General Meeting):
 - a) proposal for Chairman of the Meeting;
 - b) proposal for Members of the Board of Directors;
 - c) proposal for Chairman of the Board of Directors;
 - d) proposal for remuneration to the Members of the Board of Directors, distinguishing between the Chairman of the Board of Directors and other Members of the Board of Directors and remuneration for committee work;
 - e) proposal for auditors (if applicable);
 - f) proposal for remuneration to the Company's auditors; and
 - g) proposal for any changes to these instructions for the Nomination Committee.
6. That the Nomination Committee shall, in connection with their assignment, accomplish their duties in accordance with the Swedish Code of Corporate Governance and the Company shall, upon the request of the Nomination Committee, provide the Nomination Committee with personnel resources, such as secretarial services, in order to facilitate the

Nomination Committee's work. If necessary, the Company shall also assist the Nomination Committee with reasonable costs for external consultancy services that the Nomination Committee assesses as necessary in order for the Nomination Committee to be able to complete its assignment.

Other

Information regarding all board members, the nomination committee's evaluation of each proposed board member's independence, the nomination committee's statement and information regarding the proposed auditor may be found on the company's website, www.hemnetgroup.com, and will be sent, free of charge, to the shareholders who request the company to do so.

The nomination committee of Hemnet Group AB (publ)

Stockholm, March 2022