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Policy for Corporate Governance

Information

What does this policy cover?

This Corporate Governance Policy (the “Policy”) includes the internal regulations that apply to the corporate governance of the Hemnet Group AB (publ) and its subsidiary (“Hemnet” or the “Company”).

Who does this policy apply to?

This Corporate Governance Policy applies to all of Hemnet and its operations, including the parent company Hemnet Group AB (publ) and all its subsidiaries. The policy pertains to the overall steering documents, and Hemnet’s other policies are subordinate to this policy.

Why have we created this policy?

The core objectives of this Policy is to ensure good corporate governance, compliance with laws and regulations and the Swedish code for corporate governance (sv. svensk kod för bolagsstyrning), and to ensure communication and compliance with Hemnet’s values and desired business ethics.

Content

Implementation and reporting

The Board of Directors shall ensure that the Company always follows good corporate governance. The Board of Directors has the highest level of responsibility for the implementation and monitoring of this policy. Each senior manager is responsible for ensuring compliance within their respective areas of responsibility.

The Board of Directors shall submit an annual report and a corporate governance report. If the Company deviates from the Swedish code for corporate governance (sv. svensk kod för bolagsstyrning) in any respect, this should be explained in the corporate governance report.

Board of Directors’ roles & responsibilities

The duties of the Board of Directors are set out in the Board’s rules of procedure. In addition, the Board is responsible for documenting corporate governance principles through the following documents:

- The Board’s rules of procedure, including the rules of procedure of the Audit Committee and the rules of procedure of the Remuneration Committee
- CEO instructions
- Instruction regarding financial reporting to the board

These documents form the basis for the governance of Hemnet. The core values and work processes of Hemnet are determined by the policies that have been adopted.

Anti-Corruption and Anti-Bribery

Hemnet's processes in relation to anti-corruption and anti-bribery shall be consistent with the principles in the United Nations Convention against Corruption. The Company's Code of Conduct includes clear guidance on anti-corruption and anti-bribery to prevent, detect, and respond to instances of unethical behaviour. Hemnet also aligns this Corporate Governance Policy with relevant standards, including the Swedish Code of Corporate Governance, to ensure that Hemnet's corporate governance practices meet international best practices.

The CEO's role & responsibilities

The CEO is responsible for defining, maintaining and leading a proper organisation, which has the ability and capacity to achieve the company's vision and goals, in accordance with the CEO's instructions.

Governing documents

Hemnet's governing documents have a defined hierarchy, based on the following table:

Document type	Description	Document owner	Approved by
Policy	Management's intentions and guidelines. Compulsory. All departures and exceptions to be prepared by the Board of directors.	Responsible manager at senior executive level	The Board of Directors
Code of Conduct	Code of Conduct for all employees with a description of the principles that guide us in our daily work	General Counsel	The Board of Directors
Supplier Code of Conduct	Code of Conduct for Hemnet's Suppliers	General Counsel	The Board of Directors
Guidelines	Clarifies policy and explains what to do	Responsible manager at senior executive level or General Counsel	CEO
Routines/instructions	Explain how things should be done through concrete instructions	Responsible manager	Responsible manager

Policies and steering documents shall address at least the following areas:

- Corporate governance
- Communication
- Human resources
- Finances
- Information and data

For a complete list of all control documents, see Overview of Steering Documents .

The management of steering documents is generally done in accordance with the *Guidelines for Hemnet's Steering Documents*. Among other things, these guidelines state that:

- All policy and guideline documents are followed up and reviewed on an annual basis,
- That all control documents are approved according to the table above and revised when necessary, and
- That document owners are responsible for compliance and that action is taken in the event of violations being identified.

Compliance with the steering documents is the responsibility of every employee.

Violations in compliance with policies are reported to the General Counsel, and are reported by the CEO to the Audit Committee and the Board of Directors annually.

Business planning and follow up

On an annual basis, Hemnet will prepare a budget for the following year as well as a business plan that extends over a period of 3 years.

The budget and business plan shall be prepared in a standard format. Follow-up and reporting of outcome compared to budget shall be made monthly to the Board of Directors. The CEO is responsible for the reporting with the support of the CFO.

Financial reporting

Hemnet's routines and processes for financial reporting shall be documented in a *Financial handbook*. The Financial handbook should ensure that processes and procedures for financial statements and preparation of financial reporting are not dependent on specific personnel. The Financial handbook should be updated annually and approved by the Audit Committee.

Risk management and control

The Board of Directors shall ensure that the Company has relevant internal controls and risk management systems in place that are appropriate in relation to the scope and nature of the Company's operations. The purpose of these internal controls and risk management systems is to conduct the Company's operations in a manner that:

- Safeguards the financial interests of all shareholders,
- Ensures compliance with relevant laws and regulations applicable to the business, as well as
- Ensures that clear and accurate information can be provided to the Company's stakeholders in accordance with set schedules, not least in terms of financial reporting.

The Board shall ascertain that an annual review of the Company's most important risk areas and these risk areas' control routines are conducted. The CEO is responsible for documenting these risks in an overall risk analysis and that this is reported to the Audit Committee and the Board of Directors. This document should cover at least the following areas:

- Operational risks
- Strategic risks
- Legal risks
- Financial risks
- Sustainability risk

Detailed risk assessments must be updated annually, and internal controls must be designed and implemented to manage these risks. Controls must be designed in such a way that they are clear on what should be followed up on and that results for each control can be determined.

A self-evaluation of (i) the design of the controls, (ii) the performance of the controls and (iii) the results of the controls must be done annually and reported to the Audit Committee and the Board. The CFO is responsible for this process.

For further information, see the *Guidelines for Risk and Control*.

Crisis management

The Company must be prepared for crises of all kinds and must have relevant business continuity plans for this purpose. The CEO is responsible for crisis management and shall consult the Chair if appropriate.

Reporting channels for compliance issues and business conduct incidents

Hemnet's Code of Conduct indicates which reporting channels are to be used by employees who detect violations in compliance with Hemnet's steering documents. Each employee is asked to raise compliance issues with the person concerned in the matter in the first place where possible. If it is not suitable or possible, the employee should contact the immediate supervisor. If that is also not suitable or possible, employees are asked to contact their supervisor's supervisor, Hemnet's Chief People & Culture Officer or Hemnet's General Counsel. Also, severe misconduct can be reported anonymously via the Company's whistleblower function available via <https://report.whistleb.com/en/hemnet>.

Governance

Roles and Responsibilities

This policy is owned by the CEO, with any updates or amendments requiring approval from the Board of Directors. Senior management and the Board are responsible for ensuring that the corporate governance is upheld in accordance with the policy.

Follow-up and compliance

Monitoring and Review

This Policy shall undergo an annual review in accordance with Guidelines for Hemnet's Governing Documents and Policy for Corporate Governance, in order to ensure that it is correctly formulated and remains fit for purpose for the Company's operations. The review is conducted by CEO and aims to assess whether the Policy needs to be updated as a result of changes in applicable regulations, the

Company's operations or working methods, or whether there is otherwise a need for clarification to ensure that the Policy provides appropriate and clear support for regulatory compliance and good corporate governance. The review is conducted as part of the Company's overall work on risk management and corporate governance.

Policy Accessibility

This policy is accessible to all employees and relevant stakeholders through internal communication platforms and Hemnet's corporate website at <https://www.hemnetgroup.se/>.

Violations of this policy

Breaches of this policy are taken seriously and may be addressed through appropriate measures, which in some cases could include disciplinary action. If a breach also involves a violation of applicable laws, it may have legal implications for both you as an individual and the Company.

Related documents

- Code of Conduct
- Code of Conduct for Suppliers
- Guidelines for Steering Documents
- Guidelines for Risk and Control
- Authorisation instructions
- Overview of Steering Documents
- Financial handbook
- Business continuity plans