

The Nomination Committee's reasoned statement for QleanAir's Annual General Meeting

Composition of the Nomination Committee

The following persons have participated in the Nomination Committee for the Annual General Meeting 2024 concerning the financial year 2023:

- Staffan Persson Chairman (Swedia Capital AB)
- Oskar Börjesson (Livförsäkringsbolaget Skandia)
- Dan Pitulia (Calandrella)
- Bengt Engström (Chairman of the Board of Directors)

Proposal for election of Board members and Chairman of the Board

The Nomination Committee proposes the re-election of Board members Dan Pitulia, Fredrik Persson, Jan-Olof Backman and Bengt Engström, and the new-election of Sara Uhlén.

Bengt Engström is further proposed as Chairman of the Board.

Reasoned statement – composition of the Board of Directors

In the opinion of the Nomination Committee, the proposed Board of Directors has an appropriate composition and size and is characterised by versatility and breadth in terms of the proposed members' competence and experience in areas strategically important for QleanAir AB. Information regarding, inter alia, the proposed Board members' principal education and work experience, any work performed for the company and other significant professional commitments is kept available on the company's website at www.qleanair.com.

The Nomination Committee has discussed the composition of the Board of Directors with respect to competence, experience and diversity, as well as the current and future needs of the organisation and the requirements to be placed on the Board of Directors.

The Nomination Committee strives for a Board with a broad set of characteristics and competences and considers that diversity in terms of, inter alia, age, gender, education, and professional background is important and shall be taken into account when electing Board members. It is the Nomination Committee's ambition to achieve an even gender balance on the Board.

The Nomination Committee proposes Sara Uhlén as new Board member. She has broad experience in financial reporting, business development and leadership. The Nomination Committee deems she will complement the other members well and further strengthen these areas of expertise within the Board.

With regards to achieving gender balance on the Board of Directors, the Nomination Committee notes that one of the proposed Board members is female. Provided that the Annual General Meeting resolves in accordance with the Nomination Committee's proposal, the Board of Directors will thereby consist of 20 per cent female members. The gender balance on the Board proposed by the Nomination Committee thus falls below the Nomination Committee's long-term ambition for an even gender distribution. The Board composition is proposed in view of the company's long-term ambition of achieving a balanced gender distribution, whilst striving to maintain continuity on the Board of Directors and ensuring that the Board possesses the collective skills and experience deemed necessary for the company's continued development.

The proposed Board members represent knowledge of and extensive experience from the industry in which the company operates. The Nomination Committee deems that the proposed Board of Directors meets the current requirements regarding the members' independence in relation to both the company and its management, as well as in relation to the company's major shareholders. In the opinion of the Nomination Committee, all proposed Board members are independent of the company and its management. Furthermore, all proposed Board members, except for Fredrik Persson, are independent in relation to the company's major shareholders.

The Nomination Committee has met and recorded its decisions on the submitted proposals. As basis for its proposal, the Nomination Committee has taken part of the self-evaluation of the Board's work that is carried out annually. The evaluation has shown great commitment and high competence of the Board and that the work has been carried out in a correct manner. No other proposals for Board members have been submitted to the Nomination Committee.