

Scandic

ANNUAL GENERAL MEETING

5 MAY 2026

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1. THE NOMINATION COMMITTEE'S MOTIVATED OPINION REGARDING THE PROPOSAL FOR ELECTION OF THE BOARD AT THE 2026 ANNUAL GENERAL MEETING

Scandic's Nomination Committee

In accordance with the instructions for the Nomination Committee adopted at the 2019 Annual General Meeting, a Nomination Committee has been appointed consisting of the Chair of the Board and the three largest shareholders in Scandic Hotels Group AB (publ) ("**Scandic**") as per 31 August 2025: Christian Ringnes, appointed by Eiendomsspar A/S and Chair of the Nomination Committee, Karl Swartling, appointed by Stena Sessan AB, Anders Hansson, appointed by AMF Pension & Fonder, and Per G. Braathen, Chair of the Board.

The instructions for the Nomination Committee are available on the company's website, www.scandichotelsgroup.com.

The Nomination Committee's proposal for election of the Board

The Nomination Committee proposes:

- That the Board shall consist of six members elected by the General Meeting.
- The re-election of Per G. Braathen, Kristina Patek, Gunilla Rudebjer, Frank Veenstra and Lars-Åke Bokenberger as members of the Board.
- The election of John Brennan as new member of the Board.
- The re-election of Per G. Braathen as Chair of the Board.

The Nomination Committee's work

The Nomination Committee has in total held four documented meetings with continuous contact between the meetings. The Nomination Committee's work has primarily focused on the continued development of the overall Board composition to help further strengthen Scandic's competitive position as a leading and responsible northern European hotel company in the longer term, with particular attention to international growth and, specifically, to expansion in Ireland and the UK in light of the planned acquisition of Dalata Hotel Group. The Nomination Committee has also sought to ensure continuity in the Board's committees and an orderly succession planning.

In its assessment of the degree to which the current Board meets the requirements placed on it, the Nomination Committee reviewed the current Board members' ability to devote the necessary time and commitment required, as well as the balance and diversity of contributions of experiences from different areas and geographic regions of the broader travel and tourism sectors. The Nomination Committee also had the benefit of an evaluation of the Board.

In addition, the shareholders have had the possibility to submit proposals to the Nomination Committee.

The Nomination Committee's motivated opinion regarding the composition of the Board

The Nomination Committee deems that the current Board functions well and as a whole possesses the competence and experience relevant to Scandic. The Board members furthermore have a big commitment and high meeting attendance. When evaluating an appropriate composition of the Board, the Nomination Committee has considered the competence and experience of each member individually and of the Board as a whole with respect to the company's business and needs.

The Nomination Committee has evaluated the size of the Board and assessed that there is no reason to increase nor decrease the number of Board members, why the Nomination Committee proposes that the board shall continue to consist of six members elected by the General Meeting.

As part of the work to strengthen the Board's operational and commercial expertise regarding the hotel industry in general, and particularly in Scandic's new markets Ireland and the UK, the Nomination Committee proposes the election of John Brennan.

John Brennan has more than three decades of international leadership experience from Europe, Asia, the Middle East and North America, including several CEO positions and senior advisory roles within some of the most significant hotel portfolios in Ireland and the UK. His expertise is strategically important following Scandic's expansion in the UK and Ireland through the planned acquisition of Dalata Hotel Group.

Previously, John Brennan served as CEO of Amaris Hospitality, where he led a portfolio of 89 hotels in the UK and Ireland. He has also been CEO of Jurys Inn Group, where he guided the company through the financial crisis, expanded the portfolio, and contributed to improved results. In addition, John has advised private equity firms and institutional investors on hotel transactions in the UK and Ireland. He is also Chair of the Board of Klarent Hospitality, where he oversees a major UK-based operational and asset management platform.

The Nomination Committee considers that John Brennan's knowledge and background will be a strong complement to the Board.

In its work, the Nomination Committee applies rule 4.1 of the Swedish Corporate Governance Code as its diversity policy. Accordingly, the Nomination Committee gives particular consideration to the importance of an increased diversity in the Board, including gender as well as depth of experiences, professional backgrounds and business disciplines. The Nomination Committee believes that the composition of the proposed Board is adequately diverse considering that the experiences and solid mix of relevant skillsets match Scandic's priorities.

Finally, it is noted that the Nomination Committee has evaluated each proposed Board member's independence in the work of preparing its proposals for the 2026 Annual General Meeting, and has found that the proposed Board is in compliance with the Swedish Corporate Governance Code's requirements for independence.

April 2026
Scandic Hotels Group AB (publ)
The Nomination Committee

2. INFORMATION ABOUT PROPOSED NEW MEMBERS OF THE BOARD

John Brennan

Born: 1962

Education: Bachelor of Science in management, Dublin College of Catering, and Master of Arts, University of Dublin

Other current assignments: Chair of the Board Klarent Hospitality and Board member Cloudbrook Partners Ltd, 753 Hospitality and Lux Island Resorts

Previous assignments: CEO Amaris Hospitality and Jurys Inn Group

Shareholding in Scandic: 0

Independent in relation to major shareholders: Yes

Independent in relation to the company and management: Yes