

## The Nomination Committee's proposals and reasoned statement to the Annual General Meeting 2025

The Nomination Committee ahead of the AGM 2025 has consisted of Johan Hjertonsson (Investment AB Latour, Chair of the Nomination Committee), Mikael Ekdahl (Melker Schörling AB), Elisabet Jamal Bergström (SEB Fonder), Niklas Antman (Incentive) and Anna Henricsson (Handelsbanken Fonder).

### The Nomination Committee's proposals

The Nomination Committee has proposed the following:

- Jan Svensson, Chair of the Board, shall be elected Chair of the AGM (item 2).
- The number of Board members shall be eight, with no deputy members (item 11).
- Fees to the Board members for the period up to and including the AGM 2026 shall amount to SEK 12 996 000 in total (including fees for committee work). The proposed total fees are an increase of 20 percent compared with the total fees for the previous year.

It is the Nomination Committee's expectation that part of the fee should be used to increase holdings of Securitas' shares among the Board members.

The fees shall be distributed between the Board members as follows: the Chair of the Board shall receive SEK 3 480 000 and each of the other Board members shall receive SEK 1 152 000 (item 12).

As consideration for the committee work, the Chair of the Audit Committee shall receive SEK 540 000, the Chair of the Remuneration Committee shall receive SEK 144 000, the members of the Audit Committee each SEK 348 000 and the members of the Remuneration Committee each SEK 72 000 (item 12).

- The auditor's fees are proposed to be paid as per agreement (item 12).
- Re-election of the Board members Jan Svensson, Åsa Bergman, Fredrik Cappelen, Harry Klagsbrun, Johan Menckel and Sofia Schörling Högberg. John Brandon and Gunilla Fransson have declined re-election (item 13).
- The election of Jill D. Smith and Massimo Grassi as new Board members. (item 13).

**Jill D. Smith** is currently a Director of Check Point Software Technologies Ltd and MDA Space Ltd. She was previously the Chief Executive Officer and President of Allied Minds plc., Chair and Chief Executive Officer of DigitalGlobe Inc., Chair of Aspen Technology Inc., and Director of R1 RCM Inc. and Circor International Inc.

**Massimo Grassi** is currently the Executive Vice President and Head of Entrance Systems Division at Assa Abloy AB. He was previously the Divisional Managing Director at IMI Precision Engineering and has held various senior positions within the Stanley Black & Decker Group, including President Stanley Security Europe.

- Jan Svensson shall be re-elected as Chair of the Board (item 13).
- In accordance with the Audit Committee's recommendation, re-election of the auditing firm Ernst & Young AB, for a period up to and including the AGM 2026. Ernst & Young AB has informed that Rickard Andersson will be auditor in charge (item 14).

Information about the proposed Board members is available on the company website [www.securitas.com](http://www.securitas.com).

### The Nomination Committee's reasoned statement

The Nomination Committee proposes re-election of the Board members Jan Svensson, Åsa Bergman, Fredrik Cappelen, Harry Klagsbrun, Johan Menckel and Sofia Schörling Högberg. Jill D. Smith and Massimo Grassi is proposed for election as new Board members. Jan Svensson is



proposed for re-election as Chair of the Board. John Brandon and Gunilla Fransson has declined re-election.

It is the opinion of the Nomination Committee that the proposed Board members, with their respective experiences and expertise, would contribute to the continued development of Securitas AB and consequently constitute valuable assets in the Board of the Company.

Prior to the Annual General Meeting 2025, the Nomination Committee has held five meetings and has had continuous contacts in between. As basis for its proposal, the Nomination Committee has taken into account the complete outcome of the performed evaluation of the Board and its work, the Chair of the Board's report on the Board's work, and carried out interviews with individual Board members. The Nomination Committee has thoroughly discussed the size of the Board and the requirements regarding qualifications, experience and background that can be asked from the Board of Securitas AB, considering, among other things, the strategic development, management and control of the company.

Matters relating to independence have been highlighted and by applying a diversity policy, consisting of Section 4.1 in the Swedish Corporate Governance Code, the Nomination Committee has sought to establish a Board composition with gender balance, characterized by diversity and width regarding the qualifications, experience and background of the Board members. It is the opinion of the Nomination Committee that the current Board is well functioning and competent considering the company's operations, phase of development and other relevant circumstances.

The percentage of women in the Board of Securitas would with the current proposal be approximately 38 percent, which is slightly below the ambition level set by the Swedish Corporate Governance Board. It is the ambition of the Nomination Committee to continue the work to maintain gender balance on the Board.

The Nomination Committee has carefully discussed and evaluated the level of the board fees, including compensation for committee work performed. To maintain and attract international expertise, the fees must be globally competitive.

Following a comprehensive analysis of Securitas' conditions and objectives, the Nomination Committee has concluded that an increase in board fees is motivated. A significant factor motivating this increase is the need to facilitate international recruitment and attract foreign expertise. Securitas has operations in 44 markets globally, which underlines the need to recruit board members with international experience and competence. Furthermore, the Nomination Committee has considered that larger structural acquisitions have altered the group's complexity, which entails an increased workload and responsibility for the board. The Nomination Committee has also compared the current board fees with fees of other companies of similar size and complexity. This comparison indicates that an increase is necessary to reach a market-level standard.

The Nomination Committee expects that the board invest a part of the fees in Securitas AB shares, which strengthens the board's commitment and long-term interest.

When assessing the independence of the proposed Board members, the Nomination Committee has found that the proposed composition of the Board of Securitas AB meets the requirements regarding independence set forth in the Swedish Corporate Governance Code.

---

Stockholm in March 2025

The Nomination Committee of Securitas AB (publ)