

The work of the Nomination Committee for the 2025 Annual General Meeting in Tobii AB (publ)

In accordance with the principles for the appointment of the Nomination Committee decided by Tobii's Annual General Meeting in 2018, which according to the decision applies until further notice, the chairman of the Board contacted the largest shareholders by voting rights as of the end of September 2024 to form a Nomination Committee that, in addition to the chairman of the Board, will consist of three members. In accordance with the decision of the Annual General Meeting, the shareholdings of the company's three founders (John Elvesjö, Henrik Eskilsson, and Mårten Skogö) are summarized, and as long as they together constitute one of the three largest shareholders, they have the right to appoint a member of the Nomination Committee.

As of September 30, 2024, the Nomination Committee was composed of the following members:

- Erik Durhan, appointed by Lannebo Kapitalförvaltning (Chairman of the Nomination Committee)
- John Elvesjö, appointed by Mårten Skogö
- Henrik Eskilsson, appointed by Henrik Eskilsson
- Per Norman, Chairman of the Board

Due to changes in ownership structure as of December 31, 2024, the Nomination Committee was updated at the end of January, resulting in the following composition for the 2025 Annual General Meeting:

- Mårten Skogö, appointed by Mårten Skogö (Chairman of the Nomination Committee)
- Henrik Eskilsson, appointed by Henrik Eskilsson
- John Elvesjö, appointed by Henrik Eskilsson
- Per Norman, Chairman of the Board

Collectively, the members of the Nomination Committee represented approximately 18 percent of the voting rights in the company as of December 31, 2024, and the members met the independence requirements.

Prior to the 2025 Annual General Meeting, the Nomination Committee held four documented meetings, two with the initially appointed committee and two with the current one. In between these meetings, the committee members maintained ongoing contact. For their work, the Nomination Committee received reports from the Chairman of the Board and the CEO regarding the Board's activities and the company's strategies. They also reviewed the Board's self-evaluation of its work and interviewed all individual Board members. The work of securing relevant competence in the Board was initiated by last year's Nomination Committee.

Shareholders outside the Nomination Committee had the opportunity to propose Board candidates. However, no such proposals were received.

Nomination Committee's Proposal for the Board

At the 2024 Annual General Meeting, Per Norman was re-elected as Chairman of the Board, and Charlotta Falvin and Jörgen Lantto were re-elected as Board members. The Annual General Meeting resolved to elect John Elvesjö, Sarah Eccleston, and Carl Mellander as new Board members. Previous Board members Mats Backman, Henrik Eskilsson, and Jan Wäreby declined re-election.

In light of the changes in ownership structure, an Extraordinary General Meeting held on January 10, 2025, in accordance with the Nomination Committee's proposal, resolved to reduce the number of Board members from six to five and to elect Henrik Eskilsson as a new Board member. In conjunction with the meeting, Sarah Eccleston and Jörgen Lantto resigned from their positions.

The Board's work has continued effectively during a period of significant change, both within the company and in the external environment. With a focus on achieving profitability, a clearer product strategy, and a more streamlined operation, the Board is working to strengthen the company's financial position in the long term. The Nomination Committee believes that this proposal ensures the expertise and experience necessary to guide the company toward profitability. Through a clearer strategic direction, reduced operational costs, and more efficient resource utilization, the foundation is laid for a sustainable and stable business.

Against this background, the Nomination Committee unanimously proposes:

- that the Board shall consist of five (5) elected members, without deputies,
- to re-elect John Elvesjö, Henrik Eskilsson, Charlotta Falvin, Carl Mellander, and Per Norman as Board members, and

- to elect Per Norman as the Chairman of the Board.

The Nomination Committee's motivated statement

Board election. Tobii is at a phase where the focus has shifted from rapid growth to achieving profitability through a clearer product strategy and more efficient resource utilization. As a world-leading company in eye tracking, high demands are placed on the Board having a deep understanding of how technological development can be translated into profitable business models and product areas, as well as ensuring an optimized cost structure and organization for long-term sustainable development.

To meet these challenges, strategic governance is required where profitability, operational efficiency, and a clearer international perspective are central elements. A good understanding of the capital market and the company's commercial conditions is also important. The composition and competence of the Board must reflect these needs to ensure stable and competitive development going forward.

A more detailed presentation of the Board members proposed for re-election is available at <https://corporate.tobii.com/about-us/corporate-governance/board-of-directors>

It is the Nomination Committee's assessment that the proposed Board has broad and complementary knowledge and experience in addressing the company's central challenges.

The Nomination Committee has, as before, discussed the requirements for diversity, including the Corporate Governance Code's requirement that a diversity policy should be applied. In this regard, the Nomination Committee has chosen to apply section 4.1 of the Swedish Corporate Governance Code as a diversity policy, which states that the Board should be characterized by diversity and breadth in terms of competence, experience, and background. In addition, a balanced gender representation should be sought.

If the Annual General Meeting resolves in accordance with the Nomination Committee's proposal, the Board of Directors, for the period until the end of the Annual General Meeting in 2026, will consist of Per Norman (Chairman), John Elvesjö, Charlotta Falvin, Carl Mellander, and Henrik Eskilsson. If the proposed new Board is appointed, it will consist of four men and one woman, which means that the underrepresented gender will constitute 20 percent. This is lower than desirable, and it is the Nomination Committee's ambition to continue working towards achieving a balanced gender distribution on the Tobii Board.

The requirements regarding the independence of the Board have, as in previous years, been analyzed. The Nomination Committee assesses that all proposed members are independent in relation to the major shareholders, and that all except Henrik Eskilsson are independent in relation to the company and its executive management. The composition of the Board meets all external requirements for independence.

Remuneration matters. The Board fees at Tobii have been gradually increased in recent years to reach a competitive level compared to other companies both within and outside the listed environment, and also to reflect the need for international experience. The Nomination Committee has considered the company's need to attract and retain Board competence that corresponds to the level the company should develop towards. The phase the company is in involves a high workload for the Board as well. In addition, the Board's work has intensified due to increased regulations, especially for the committees, primarily the Audit Committee.

The Board remuneration is proposed to remain at the same level as the previous year. The fee for the chairperson is proposed to be SEK 790,000 (790,000) and for other members, who are not employees of the company, SEK 280,000 (280,000). For work in the Audit Committee, a fee for the chairperson of SEK 170,000 (170,000) and SEK 60,000 (60,000) for a member is proposed. The remuneration for work in the Remuneration Committee is proposed to be SEK 50,000 (50,000) for the chairperson and SEK 25,000 for each of the other members.

The Nomination Committee recommends that Board members reinvest part of their fees in the company's shares.

Nomination Committee's other proposals for the 2025 Annual General Meeting

The Nomination Committee also proposes to the 2025 Annual General Meeting that

- Lawyer Rikard Lindahl from Advokatfirman Vinge, or the person proposed by the Nomination Committee in his absence, be appointed as chairperson of the 2025 Annual General Meeting.
- Öhrlings PricewaterhouseCoopers AB ("PwC") is appointed auditor after a procurement process in accordance with the Swedish Companies Act and the EU Audit Regulation. The decision is made in

accordance with the recommendation of the Audit Committee and is valid until the next Annual General Meeting. PwC has informed the company that Henrietta Segenmark will be the principal auditor, provided that the Annual General Meeting elects PwC.

- The auditor's fee will be paid according to the approved invoice.

Danderyd in April 2025

NOMINATION COMMITTEE OF TOBII AB (PUBL)