

### Instructions for the Nomination Committee of Verisure plc (“Verisure” or the “Company”)

- (1) Verisure shall have a nomination committee (the “**Nomination Committee**”) to which these instructions shall apply.

### Composition

- (2) The Nomination Committee shall comprise five members (each a “**Nomination Committee Member**”), one member appointed by each of the five largest shareholders in terms of the proportion of share voting rights in the Company held by the shareholders from time to time (but for such purpose excluding any shareholders who are also or who are related to or controlled by members of the Company’s management team) (the “**Principal Shareholders**”), and each Principal Shareholder shall be entitled to request the removal of any Nomination Committee Member nominated by it for any reason, and to nominate for appointment any other person as a Nomination Committee Member in their place, provided they continue to be a Principal Shareholder. If any of the Principal Shareholders renounces its right to appoint a Nomination Committee Member pursuant to this paragraph (2), such right shall transfer to the next largest shareholder in the Company (that does not already have the right to appoint a Nomination Committee Member) and such shareholder shall be deemed a Principal Shareholder for the purposes of these instructions for the term of office of the Nomination Committee pursuant to paragraph (10), provided that it remains the next largest shareholder that has not otherwise the right to appoint a Nomination Committee Member).
- (3) No more than two Nomination Committee Members shall be directors on the board of the Company (the “**Board**” and a “**Director**”) and if two Directors are appointed as Nomination Committee Members, only one of them may be a representative of a Principal Shareholder that holds 10% or more of the shares or the share voting rights in the Company (a “**Major Shareholder**”). If more than two Principal Shareholders wish to appoint a Director as a Nomination Committee Member, priority shall be given to the largest Principal Shareholders based on the proportion of the share voting rights in the Company held by all the relevant Principal Shareholders. If more than one Major Shareholder wishes to appoint a Director as a Nomination Committee Member, priority shall be given to the largest Major Shareholder based on the proportion of the share voting rights in the Company held by the relevant Major Shareholders.
- (4) The chair of the Nomination Committee shall be the Nomination Committee Member appointed by the largest Principal Shareholder (in terms of share voting rights in the Company) that has appointed a Nomination Committee Member, provided that such Nomination Committee Member is not also a Director. If the Nomination Committee Member appointed by the largest Principal Shareholder is also a Director, the chair of the Nomination Committee shall be the Nomination Committee Member appointed by the next largest Principal Shareholder who is not a Director.

### Determination of Principal Shareholders and process for appointment of the Nomination Committee

- (5) The chair of the Board (the “**Chair**”), or the person designated by the Chair, shall have primary responsibility for determining the identity of the Principal Shareholders in accordance with paragraphs (6) to (9) below. Following any such determination, the Chair shall notify the Principal Shareholders in writing of their right to appoint a Nomination Committee Member. Any appointment of a Nomination Committee Member by a Principal Shareholder shall be effected by notice in writing to the Company for the attention of the Chair within 10 banking days of the notice

from the Chair (or, failing such notice, the Chair shall proceed to notify the next largest shareholder in the Company (that does not already have the right to appoint a Nomination Committee Member) until the Nomination Committee has been constituted with five members).

- (6) In respect of the formation and composition of the Nomination Committee for the 2026 annual general meeting of the Company, subject to paragraph (8) below, the Principal Shareholders shall be determined based on the shareholder statistics from Euroclear Sweden AB, as per the last banking day in October 2025, and other reliable ownership information provided to the Company at such time (provided such other reliable ownership information is in a form satisfactory to the Chair in his/her sole discretion), except that for these purposes, Aegis Lux 2 S.à. r.l. shall be deemed not to be a shareholder of the Company and the direct shareholders of Aegis Lux 2 S.à. r.l. shall be deemed to be direct shareholders of the Company (with their respective holdings determined based on ownership information provided to the Company by Aegis Lux 2 S.à. r.l. and in accordance with paragraph (23)).
- (7) In respect of the annual formation and composition of the Nomination Committee for the 2027 annual general meeting of the Company and each annual general meeting thereafter, subject to paragraph (8) below, the Principal Shareholders shall be determined based on shareholder statistics from Euroclear Sweden AB, as per the last banking day in August the year prior to such annual general meeting, or other reliable ownership information provided to the Company at such time (provided such other reliable ownership information is in a form satisfactory to the Chair in his/her sole discretion) with their respective holdings determined in accordance with paragraph (23) a. and c.
- (8) If, more than three months prior to an annual general meeting of the Company, the shareholder that appointed a then current Nomination Committee Member ceases to be a Principal Shareholder, as evidenced by shareholder statistics from Euroclear Sweden AB or other reliable ownership information provided to the Company (provided such other reliable ownership is in a form satisfactory to the Chair in his/her sole discretion), the relevant Nomination Committee Member shall, following notification by the Company, be deemed to have resigned from his/her position on the Nomination Committee. In such case, each then-current Principal Shareholder who has not appointed a Nomination Committee Member at such time shall have the right to appoint a Nomination Committee Member.
- (9) If a shareholder becomes a Principal Shareholder, as evidenced by shareholder statistics from Euroclear Sweden AB or other reliable ownership information provided to the Company at such time (provided such other reliable ownership is in a form satisfactory to the Chair in his/her sole discretion), later than three months before an annual general meeting of the Company, such Principal Shareholder shall not be entitled to appoint a Nomination Committee Member, but shall be entitled to appoint an observer to the Nomination Committee who shall be entitled to attend all meetings of the Nomination Committee and receive all of the same information received by the Nomination Committee Members (in that capacity) at the same time as the Nomination Committee Members but who shall not be entitled to vote at any meeting of the Nomination Committee.
- (10) The term of office of the Nomination Committee formed pursuant to paragraph (6) above for the upcoming annual general meeting and the period thereafter, and pursuant to paragraph (7) above for every subsequent annual general meeting and the period thereafter, shall, subject to paragraph (8) above, continue until a new Nomination Committee is formed ahead of the then next annual general meeting of the Company in accordance with paragraph (7) above.



- (11) A shareholder that has appointed a Nomination Committee Member has the right to dismiss its appointed Nomination Committee Member and to appoint a new Nomination Committee Member in their place at any time (and shall dismiss, or require the resignation of, such Nomination Committee Member if such shareholder ceases to have the right to appoint a Nomination Committee Member).

#### **Disclosure by the Company**

- (12) The names of the Nomination Committee Members, and of the Principal Shareholders that they are appointed by, shall be published by the Company on its website at least six months prior to the annual general meeting.
- (13) Any change in the composition of the Nomination Committee shall be published by the Company on its website as soon as possible after such change has occurred.

#### **Meetings of the Nomination Committee**

- (14) The Nomination Committee shall meet with reasonable frequency ahead of the annual general meeting. Meetings shall be called by notice in writing from the chair of the Nomination Committee on no less than seven days' notice, unless otherwise agreed by the Nomination Committee Members.
- (15) At a meeting of the Nomination Committee, unless a quorum is participating, no proposal is to be voted on, except a proposal to call another meeting. The quorum for the transaction of business at a meeting shall be a majority of the Nomination Committee Members, one of whom is the chair of the Nomination Committee, and including the two Nomination Committee Members appointed by the two Principal Shareholders who hold the largest proportion of share voting rights in the Company, in each case unless such Nomination Committee Member agrees that his/her presence shall not be required for any particular meeting.
- (16) Each Nomination Committee Member shall have one vote. Decisions shall be taken by majority vote. In the event of a tied vote of the Nomination Committee, the chair of the Nomination Committee shall have a casting vote.
- (17) The Chair shall be invited to all meetings of the Nomination Committee in the capacity of observer and as an adviser to the Nomination Committee in relation to the effective functioning of the Board.

#### **Role of the Nomination Committee**

- (18) At the annual general meeting of the Company, the Nomination Committee shall present proposals for resolutions regarding (i) the appointment of the chair of the general meeting, (ii) the elections of the Directors, (iii) the election of the Chair, and (iv) any revisions to these instructions for the Nomination Committee, as deemed necessary.
- (19) The Nomination Committee shall also be responsible from time to time for identifying candidates to be appointed by the existing Directors to the Board, if the Board due to exceptional circumstances determines that it would be in the Company's best interest to appoint additional Directors outside of the regular cycle of appointing Directors at the annual general meeting (either to fill vacancies or as an addition to the Board).
- (20) The Nomination Committee shall, when making decisions, identifying candidates and presenting proposals for resolutions regarding the election of the Chair and the other Directors, ensure that:

- a. the Board shall comprise a minimum of five (5) and a maximum of thirteen (13) Directors from time to time;
- b. Aegis Lux 1A S.à r.l. (together with its Investor Affiliates that hold shares from time to time) (“**H&F**”) shall be entitled to nominate for election to the Board one Director for each 10% whole integer interest in the shares in the Company directly or indirectly held by H&F (up to a maximum of four), and to request the removal of any such person(s) nominated by H&F for any reason and to nominate for appointment any other person(s) in their place, and the Nomination Committee shall give effect to any such nomination or removal request;
- c. Eiffel Investment Pte Ltd. (together with its Investor Affiliates that hold shares from time to time) (“**Eiffel**”) shall be entitled to nominate for election to the Board one Director for as long as Eiffel directly or indirectly holds at least 10% of the shares in the Company, and to request the removal of such person nominated by Eiffel for any reason and to nominate for appointment any other person in their place, and the Nomination Committee shall give effect to any such nomination or removal request; and
- d. for so long as H&F holds at least 25% of the shares in the Company and is the single largest shareholder, H&F shall be entitled to nominate for election the Chair, and the Nomination Committee shall give effect to any such nomination.

For the purposes of these instructions:

“**affiliate**” means, in respect of any person:

- i. if applicable, such person’s Investor Affiliates;
- ii. any subsidiary undertaking or parent undertaking of that person and any subsidiary undertaking of any such parent undertaking; or
- iii. if such person is an individual or is controlled by an individual, such individual and/or any other limited liability company whose only members and/or beneficial owners are such individual and their family members and which such individual at all times controls (where “control” means the power directly or indirectly to manage or govern such person, or to appoint the managing and governing bodies of such person, or a majority of the members thereof if they decide collectively, whether through the ownership of voting securities, by contract or otherwise);

“**GIC Public Equities**” means the equities investments teams on the public side of GIC’s internal information barriers and, for the avoidance of doubt, includes the individuals, bodies corporate, companies, corporations sole or aggregate (in each case, whether or not having separate legal personality) carrying out the business and / or activities of such equities investment teams (and, a “member” of GIC Public Equities shall include any of the foregoing);

“**group undertaking**” means “group undertaking” as defined in section 1161 of the UK Companies Act 2006 save that a company or undertaking shall be treated as a company or undertaking whether or not formed or incorporated in the United Kingdom and for the purposes of the membership requirements set out in sections 1162(2)(b) and (d) and 1162(3)(a), as a member of another undertaking even if its interest in that other undertaking is registered in the name of (i) its nominee or (ii) another person (or its nominee) by way of security or in connection with the taking of security;



**“Investment Fund”** means any person, entity, partnership, investment vehicle, special purpose vehicle, continuation vehicle, trust, or fund holding shares for investment purposes; and

**“Investor Affiliate”** means, in respect of each of H&F and Eiffel and any other person who is directly or indirectly controlled by one or more Investment Funds:

- a. any group undertaking of that person or of that person’s general partner, trustee, nominee, manager or adviser;
- b. any Investment Fund of which: (i) that person (or any group undertaking of that person); or (ii) that person’s (or any group undertaking of that person’s) general partner, trustee, nominee, manager or adviser, is a general partner, trustee, nominee, manager or adviser; or
- c. any general partner, trustee, nominee or manager of, or adviser to that person or of or to any group undertaking referred to in (a) above or of or to any Investment Fund referred to in (b) above,

which:

- (i) in the case of Eiffel shall not include any member of GIC Public Equities;
- (ii) in the case of H&F, includes any Investment Funds or other persons or partnerships directly or indirectly controlled, managed or advised by Hellman & Friedman LLC or any of its affiliates or its or their related, connected or affiliated investment management or advisory entities forming part of the “Hellman & Friedman” business (including, for the avoidance of doubt, Hellman & Friedman Capital Partners IX, L.P. and/or Samson Partners, L.P.); and
- (iii) in the case of any person, shall not include any portfolio company of such person or their respective Investor Affiliates (including any Investment Fund).

(21) When the notice of an annual general meeting of the Company is issued, the Nomination Committee is to present a statement on the Company’s website explaining the proposals for the elections of the Chair and the other Directors to be put to the Company’s shareholders. When preparing the proposals regarding the election of the Chair and the other Directors, the Nomination Committee shall apply section 4.1 of the Swedish Corporate Governance Code as a diversity policy and shall consider all relevant factors to ensure a properly functioning and appropriately qualified board, giving particular consideration to the requirements regarding diversity and breadth of qualification, experience and background, versatility, and the requirement to strive for gender balance, without prejudice to any of the rights to nominate the Chair or any other Director (and to have the Nomination Committee give effect to such nomination) vesting in a shareholder in accordance with paragraph (20) above.

## General

(22) The Company shall, upon the request of the Nomination Committee, provide the Nomination Committee with personnel resources, such as secretarial services, and shareholding data in order to facilitate the Nomination Committee’s work. The Company shall also assist the Nomination Committee with reasonable costs for external consultancy services that the Nomination Committee assesses as necessary in order for the Nomination Committee to be able to complete its assignment. No remuneration shall be paid for the work of the Nomination Committee.



- (23) Any references to a person holding shares or share voting rights in the Company shall be subject to the following:
- a. the holdings of such person shall be aggregated with the holdings of their respective affiliates (in the case of H&F and Eiffel, being their respective Investor Affiliates (but, for the avoidance of doubt, in the case of Eiffel, shall not include any member of GIC Public Equities));
  - b. in respect of paragraph (6) only, such holdings shall, if necessary (for example, in the case of such indirect holding through Aegis 2), be calculated on a “look-through” basis, where “look-through” basis means that a person’s interest will be determined by reference to ultimate indirect voting interest in the shares, meaning that where a party holds shares indirectly through one or more intermediary entities, its holdings shall be calculated by multiplying that party’s voting interest as a shareholder in such intermediate entity at each level of the ownership chain; and
  - c. the relevant person shall be deemed to hold shares notwithstanding that such shares may be registered in the name of its nominee or another person (or its nominee) by way of security or in connection with the taking of security, and notwithstanding that Euroclear Sweden AB or its successor entity is the holder of the legal title to such shares and the relevant party is the holder of a direct or indirect beneficial interest in such shares (as evidenced by the relevant book entries with Euroclear Sweden AB and registered in such person’s securities account or registered with a nominee in a deposit account).
- (24) Any amendment, variation or waiver of these instructions shall require a resolution of the general meeting. Any such variation, amendment or waiver that would have an adverse effect on the rights of any Principal Shareholder under these instructions, including paragraph (20), shall require the prior written consent of that Principal Shareholder (and any variation, amendment or waiver that is purported to be effected without such consent shall be deemed void).