

THE NOMINATION COMMITTEE'S PROPOSALS AND MOTIVATED OPINION AHEAD OF FINGERPRINT CARDS AB'S (PUBL) EXTRAORDINARY GENERAL MEETING

The Nomination Committee of Fingerprint Cards AB (publ) (the "Company"), which is comprised of Dimitrij Titov (interim Chairman of the Board), Johan Carlström (appointed by Velociraptor Ltd), Helen Fasth Gillstedt (appointed by Handelsbanken Fonder AB) and Erik Svenonius (shareholder) has notified that it will present the following proposals at the Extraordinary General Meeting ("EGM") in respect of Items 2 and 7-9 of the proposed agenda included in the official notice:

Item 2 – Election of Chairman for the Meeting

The Nomination Committee proposes that attorney-at-law Björn Kristiansson be appointed Chairman of the EGM, or if he is unable to attend, any other person proposed by the Board of Directors.

Item 7 – Determination of the number of Board members

The Nomination Committee proposes that the Board of Directors comprise of five (5) ordinary members and no deputy members.

Item 8 –Determination of remuneration to resigning Board members and proposed new Chairman of the Board

The Nomination Committee proposes that the fee to resigning Members shall be paid for each commenced calendar month of the term between the AGM and the EGM with 1/12 of the at the AGM 2022 decided (i) board remuneration and (ii) remuneration for committee work.

The Nomination Committee proposes that the remuneration to the proposed new Chairman shall be SEK 450,000 (corresponding to 8/12 of the at the AGM 2022 decided remuneration to the Chairman).

Item 9 – Election of Chairman of the Board

With the dismissal of Sofia Bertling and Tomas Mikaelsson, the Nomination Committee proposes that Christian Lagerling is elected as new Board member and Chairman of the Board.

The Board of Directors is thus proposed to consist of Ted Elvhage, Alexander Kotsinas, Dimitrij Titov, Juan Vallejo and Christian Lagerling.

Presentation of Christian Lagerling (b 1973)

Employment and other board assignments

Financial advisor to global technology companies.

Private investment activities in private and public technology companies.

CEO and owner of Beluca Ventures, LLC.

Board member of MEIQ Systems AB, GruppSol AB and GoodTrust, Inc.

Education

Master of Science in Business and Economics at Stockholm University and London School of Economics.

Background

Financial analyst for Barclays Capital (London, UK) 1998-1999

Co-founder of GP Bullhound Ltd. (London, UK & San Francisco, USA) 1999-2013

Founder of Beluca Ventures, LLC (San Francisco, USA) 2013-
Chairman of the Board of Terranet AB (publ), 2016-2018
Chairman of the Board and co-founder of Dicopay AB, 2017-2022
Chairman of the Supervisory Board of asknet Solutions AG (Frankfurt Exchange), 2021-2022

As financial advisor to the Company, Christian Lagerling is dependent in relation to the Company and the Company management and independent in relation to the Company's major shareholders.

Own and closely related parties' shareholdings and holdings of financial instruments in the Company
Zero (0).

The Nomination Committee's opinion regarding its proposal for the Board

Ahead of the EGM, the Nomination Committee has held one formal meeting and in between held regular contacts concerning different issues of the Nomination Committee.

To assess the requirements that will be placed on the Board in the future with regards to the Company's operations, development phase and conditions in general, the Nomination Committee has discussed the size and composition of the Board. Due to the cost adjustments the Company is making, the Nomination Committee believes that the scope of the Board should also be adjusted accordingly. Overall, the Nomination Committee considers that the Board should consist of five members. With the proposed addition to the Board, the Board will be further strengthened in capital raising and the financial market.

The Nomination Committee has applied item 4.1 of the Code as diversity policy and continuously strives to meet the requirements of the Code on versatility, breadth and gender balance of the Board. In this regard, the Nomination Committee has struck a balance between achieving a more even gender distribution with the changes caused by the decision to reduce the number of board members and strengthen the specified areas of expertise. The Nomination Committee therefore believes that the work on a more even gender distribution needs to continue.

The Nomination Committee has analyzed the competence and experience of the Board members as well as the gender balance and compared this to the needs identified. The Nomination Committee considers that the proposed Board has the breadth and experience that the Company needs for the strategic challenges the Company faces. The Nomination Committee determines that the proposed Board holds extensive experience, including from business, capital raising, technology and financial markets, telecom and IT, the semiconductor industry, as well as in business law and corporate acquisitions.