



General description of main differences between Swedish corporate governance code and Danish corporate governance recommendations

Better Collective A/S (the "**Company**") applies the Swedish Corporate Governance Code (the "**Code**") which applies to companies with shares listed on a regulated market in Sweden. The Danish Committee on Corporate Governance has issued the Danish recommendations on corporate governance (the "**Recommendations**"), applicable to Danish companies listed in on a regulated market.

When applying the Code, the Company is subject to the "comply or explain principle", and accordingly the Company is not obliged to comply with all recommendations of the Code when providing an explanation for any deviations.

The Company complies with the Code with the following exceptions:

- The Company's board of directors appoint the meeting chair for the annual general meeting based on a recommendation from the nomination committee instead of letting the nomination committee propose a meeting chair for election by the general meeting.
- The meeting chair approves the minutes instead of letting a participant that is not a member of the board of directors or an employee of the Company approve the minutes of the meeting.
- The respective reports on corporate governance and sustainability as published by the Company do not include a part of the auditor's report covering the specific reports, as these subjects are not individually addressed in the auditor's report.

The above deviations are due to differences between Danish and Swedish laws and practices.

Following listing on Nasdaq Copenhagen the Company will continue to apply the Code but will, pursuant to section 2.15.1. of the Nasdaq Nordic Main Market Rulebook, be required to provide a general description of the main differences of the Code and the Recommendations on an annual basis. Such description will be included in the Company's corporate governance report.

General description of the main differences between the Code and Recommendations

The overall aims and principles of the Code and the Recommendations are similar and include rules and recommendations in relation to shareholder engagement, tasks and procedures of the board of directors, board composition and board committees as well as management remuneration.

Shareholder engagement

Election of chair of the annual general meeting

The Code stipulates the chair of the annual general meeting shall be appointed by the nomination committee. In a Danish context, the board of directors will usually appoint a chair of the general meeting and this is not regulated in the Recommendations.

Minutes of the annual general meeting

The Code recommends that a shareholder who is independent from the company and its board of directors is appointed to verify and sign the minutes of general meetings. Such practice does not exist in Denmark



and the minutes are approved and signed by the chair of the general meeting in accordance with Danish company law.

Policies

Pursuant to the Recommendations, listed companies are to adopt certain policies and procedures, such as policies regarding communication and investor relations, a tax policy as well as contingency procedures in case of a public takeover of the company. Such recommendations are not included in the Code, however the Company has adopted an information policy which governs both internal and external communications, including in relation to investors. [Better Collective has not currently adopted formal written procedures in case of a public takeover.]

Procedures and tasks of the board of directors

Participation in daily management

Pursuant to the Recommendations, any participation by a member of the board of directors in the daily management of the Company shall be approved by the board and publicly disclosed. No equivalent recommendation is a part of the Code[, however, none of the members of the board of directors of Better Collective currently participate in the daily management of the company.]

Board composition and board committees

Independence of board members

The Code distinguishes between board members' independence from the company and its executive management and independence from the company's major shareholders in two separate recommendations. Independence in relation to major shareholders is not a part of the Recommendations, however, in order to be considered independent a board member should not be a representative of or be associated with a controlling shareholder.

Chair of the board

The Code stipulates that the chair of the board shall be elected by the general meeting. This is not the case in a Danish context. Further, the specific tasks of the chair are more detailed in the Code, however Danish practice is in line with the tasks and responsibilities of the Code. The Recommendations stipulate that a deputy chair shall be elected, which is not included in the Code.

Board committees

Both the Code and the Recommendations stipulate that a Company should have an audit committee, a remuneration committee, and a nomination committee.

A main difference between the Code and the Recommendations is that pursuant to the Code, a nomination committee is not a board committee but instead consists of members elected directly by the shareholders whereas pursuant to the Recommendations the nomination committee is a board committee elected by and among members of the board of directors. The tasks of the nomination committee in a Swedish context are also more comprehensive than the tasks of the nomination committee in a Danish context.

The Company follows the Swedish practice pursuant to the Code, and accordingly the nomination committee consist of shareholder elected committee members and the tasks carried out are in line with the recommendations of the Code.



Management remuneration

The Recommendations contain provisions relating to management remuneration criteria, board compensation as well as incentive programmes.

The Code does not include equivalent recommendations as the Swedish Corporate Governance Board has issued the separate “Rules on Remuneration of the Board of Directors and Executive Management and on Incentive Programmes” (the “**Remuneration Rules**”). The Remuneration Rules came into force on 1 January 2021 and contain extensive provisions on remuneration to the board of directors, executive management, and incentive programmes. However, the Remuneration Rules only apply to Swedish Companies whose shares are admitted to trading on a Swedish regulated market (and to some extent companies whose shares are traded on other trading platforms) and are hence not formally applicable to the Company.