

*The English text is an unofficial translation. In case of any discrepancies between the Swedish text and the English translation, the Swedish text shall prevail.*

## **Statement of the board of directors pursuant to Chapter 19, Section 22 of the Swedish Companies Act (2005:551)**

As the board of directors of Truecaller AB (publ), Reg. No. 559278-2774 (the “**Company**”), proposes that the annual general meeting on 24 May 2022 resolves to authorize the board of directors to resolve on repurchases of own series B and series C shares, the board of directors of the Company hereby issues the following statement.

The nature and the scope of the Company’s business are set forth in the Company’s articles of association and the annual report for the financial year 2021. The annual report sets forth the Company’s and the Group’s financial position as of 31 December 2021. It also sets forth the principles applied with respect to the valuation of the Company’s and the Group’s assets, provisions and liabilities.

According to the annual report for the financial year 2021, the Company’s unrestricted equity (available profit and unrestricted reserves) amounts to approximately SEK 11,134,747 thousand. As per the balance sheet date, 31 December 2021, the Company’s restricted equity amounted to approximately SEK 747 thousand. As set out in the annual report, financial instruments have been valued at their fair value in accordance with Chapter 4, Section 14 a of the Swedish Annual Accounts Act (1995:1554). If the valuation had not taken place at fair value, equity would not have been affected to any significant extent.

With reference to the above, and to other information that has come to the knowledge of the board of directors, the board of directors is of the opinion that the proposed authorizations are defensible with reference to the demands that the nature, scope and risks of the Company’s operations place on the size of the Company’s and the Group’s equity, and the Company’s and the Group’s consolidation and investment needs, liquidity, and position in general.

The board of directors therefore considers that the proposed authorizations are justified with respect to the requirements set out in Chapter 17, Section 3, paragraph 2 and 3 of the Swedish Companies Act (*Sw.* aktiebolagslagen (2005:551)).

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Stockholm in April 2022

The Board of Directors of Truecaller AB (publ)