

Minutes from the annual general meeting in Truecaller AB (publ), Reg. No. 559278-2774, on 24 May 2022 at 2.00 p.m., at the company's premises at Mäster Samuelsgatan 56 in Stockholm.

0. Opening of the meeting

The board member Annika Poutiainen opened the meeting.

1. Election of chairman of the meeting

The board member Annika Poutiainen was elected as chairman of the meeting in accordance with the proposal from the Nomination Committee. The company's Chief Corporate Affairs Officer Ola Espelund should keep the minutes.

2. Preparation and approval of voting register

The register of present shareholders, proxies and assistants according to **Schedule 1A** was prepared.

The above-mentioned register according to Schedule 1A of present shareholders, proxies and assistants was approved as voting register of the meeting.

3. Approval of the agenda

The proposed agenda as set out in the notice to attend the meeting, **Schedule 2**, was presented and approved as the agenda for the meeting.

4. Election of one or two persons to attest the minutes

It was resolved that the minutes shall be verified by one person. Carl Ekerling (representing own holding) was elected as such person to verify the minutes.

5. Determination as to whether the meeting has been duly convened

It was noted that the notice to attend the meeting, in accordance with the articles of association and the provisions of the Swedish Companies Act (*Sw. aktiebo-lagslagen* (2005:551)), had been inserted in the Swedish Official Gazette (*Sw. Post- och Inrikes Tidningar*) on 26 April 2022, that the notice to attend the meeting had been available at the company's website since 22 April 2022, and that the advert regarding the notice to attend the meeting had been inserted in Svenska Dagbladet on 26 April 2022.

The meeting was declared duly convened.

6. Address by the chief executive officer

CEO Alan Mamedi gave a speech on the company's operations after which the shareholders were given the opportunity to ask questions with regard to the CEO's speech.

7. Presentation of the annual report and the auditor's report and the consolidated annual report and the auditor's report on the consolidated annual report.

The annual report, the auditor's report, the consolidated annual report and the consolidated auditor's report, as well as the statement by the auditor pursuant to Chapter 8, Section 54 of the Swedish Companies Act on the compliance of the applicable guidelines for remuneration to senior executives, were presented.

In connection with the presentation of the accounts, Jennifer Rock-Baley from Ernst & Young AB presented the audit work.

8. Resolution

a) in respect of the adoption of the profit and loss statement and the balance sheet and the consolidated profit and loss statement and the consolidated balance sheet

It was resolved to adopt the income statement and the balance sheet included in the above-mentioned annual report and consolidated annual report.

b) in respect of the allocation of the company's profits as set forth in the adopted balance sheet

It was resolved, in accordance with the proposal from the board of directors, that no dividends are paid and that the available funds of SEK 11,134,747,022 shall be carried forward.

c) in respect of discharge from liability of the board members and the chief executive officer

It was resolved that the members of the board of directors and the CEO should be discharged from liability for the financial year 2021.

It was noted that the members of the board of directors and the CEO did not participate in the resolution regarding their own discharge from liability.

9. Determination of the number of board members and the number of auditors and deputy auditors

The chairman of the Nomination Committee, Sven Törnkvist, presented the Nomination Committee's work and proposals.

It was resolved in accordance with the proposal from the Nomination Committee that the board of directors shall be composed of six board members for the period up until the end of the next annual general meeting.

It was furthermore resolved in accordance with the proposal from the Nomination Committee that one registered accounting firm shall be appointed as auditor for the period up until the end of the next annual general meeting.

10. Determination of remuneration for the members of the board of directors and auditors

It was resolved in accordance with the proposal from the Nomination Committee that board remuneration shall be paid with SEK 465,000 to the chairman of the board of directors and with SEK 350,000 to each of the other board members who are not employed by the company. It was further resolved that remuneration for committee work shall be paid with SEK 235,000 to the chairman of the Audit Committee, with SEK 60,000 to each of the other members of the Audit Committee, with SEK 115,000 to the chairman of the Remuneration Committee, and with SEK 60,000 to each of the other members of the Remuneration Committee.

It was finally resolved in accordance with the proposal from the Nomination Committee that remuneration for the auditor shall be paid in accordance with customary norms and approved invoice.

It was noted that 26,072 votes represented by SEB, corresponding to approximately 0.01% of the number of votes at the meeting, voted against the proposal.

11. Election of board members, chairman of the board of directors and auditors

The chairman noted that information on the proposed members of the board of directors can be found in the annual report and on the company's website.

It was thereafter resolved in accordance with the proposal from the Nomination Committee to re-elect Bing Gordon, Alan Mamedi, Annika Poutiainen, Helena Svancar, Nami Zarringhalam and Shailesh Lakhani as board members. It was furthermore resolved to re-elect Bing Gordon as chairman of the board of directors

It was finally resolved in accordance with the proposal from the Nomination Committee to re-elect Ernst & Young AB as auditor. Ernst & Young AB has informed that the authorized public accountant Jennifer Rock-Baley will continue to be the auditor in charge.

It was noted that 335,874 votes represented by SEB, corresponding to approximately 0.05% of the number of votes at the meeting, voted against the proposal.

12. Resolution on approval of remuneration report

The chairman presented the board of directors' remuneration report for the financial year 2021 according to **Schedule 3**.

It was thereafter resolved in accordance with the proposal in Schedule 3.

It was noted that 25,861 votes represented by SEB, corresponding to less than 0.01% of the number of votes at the meeting, voted against the proposal.

13. Resolution on establishment of principles for the Nomination Committee

The chairman presented the Nomination Committee's proposal regarding principles for the appointment of a Nomination Committee according to **Schedule 4**.

It was thereafter resolved in accordance with the proposal in Schedule 4.

14. Resolution on authorization for the board of directors regarding issues

The chairman presented the board of directors' proposal regarding authorization for the board of directors regarding issues according to **Schedule 5**.

It was thereafter resolved in accordance with the proposal in Schedule 5. It was noted that the resolution was supported by shareholders representing more than two-thirds of the votes cast as well as of all shares represented at the meeting.

It was noted that 28,736,047 votes represented by SEB and 290,769 votes held by Aktiespararna Småbolag Edge, Cicero Hållbar Mix and Cicero Sverige, corresponding to approximately 4.44% of the number of votes at the meeting, voted against the proposal.

15. Resolution on authorization for the board of directors regarding repurchase of series B shares in the company

The chairman presented the board of directors' proposal regarding repurchase of series B shares in the company according to **Schedule 6** as well as the statement from the board of directors pursuant to Chapter 19, Section 22 of the Swedish Companies Act, **Schedule 7**.

It was thereafter resolved in accordance with the proposal in Schedule 6. It was noted that the resolution was supported by shareholders representing more than two-thirds of the votes cast as well as of all shares represented at the meeting.

It was noted that 290,769 votes held by Aktiespararna Småbolag Edge, Cicero Hållbar Mix and Cicero Sverige, corresponding to approximately 0.04% of the number of votes at the meeting, voted against the proposal.

16. Resolution on the issue and transfer of warrants of series 2022:1

The chairman presented the board of directors' proposal regarding implementation of warrant program 2022:1 according to **Schedule 8**.

It was thereafter resolved in accordance with the proposal in Schedule 8. It was noted that the resolution was supported by shareholders representing more than nine-tenths of the votes cast as well as of all shares represented at the meeting.

It was noted that 25,861 votes represented by SEB and 290,769 votes held by Aktiespararna Småbolag Edge, Cicero Hållbar Mix and Cicero Sverige, corresponding to approximately 0.04% of the number of votes at the meeting, voted against the proposal.

17. Resolution on the issue and transfer of warrants of series 2022:2

The chairman presented the board of directors' proposal regarding implementation of warrant program 2022:2 according to **Schedule 9**.

It was thereafter resolved in accordance with the proposal in Schedule 9. It was noted that the resolution was supported by shareholders representing more than nine-tenths of the votes cast as well as of all shares represented at the meeting.

It was noted that 25,861 votes represented by SEB and 290,769 votes held by Aktiespararna Småbolag Edge, Cicero Hållbar Mix and Cicero Sverige, corresponding to approximately 0.04% of the number of votes at the meeting, voted against the proposal.

18. Resolution on the implementation of a long-term share program, amendments to the articles of association and hedging arrangements in respect of the program

The chairman presented the board of directors' proposal regarding implementation of a long-term share program, amendments to the articles of association and hedging arrangements in respect of the program according to **Schedule 10** as well as the statement from the board of directors, Schedule 7.

It was resolved to prepare a new voting register since Alan Mamedi and Nami Zaringhalam are covered by the proposal and thus could not participate in the resolution in accordance with the Swedish Corporate Governance Board's Rules on Remuneration of the Board and Executive Management and on Incentive Programmes.

A new register of present shareholders, proxies and assistants according to **Schedule 1B** was prepared.

The above-mentioned register according to Schedule 1B of present shareholders, proxies and assistants was approved as new voting register of the meeting.

It was thereafter resolved to implement a long-term share program in accordance with item (A) in Schedule 10.

It was noted that 25,861 votes represented by SEB and 290,769 votes held by Aktiespararna Småbolag Edge, Cicero Hållbar Mix and Cicero Sverige, corresponding to approximately 0.02% of the number of votes at the meeting according to new voting register, voted against the proposal.

It was furthermore resolved to amend the articles of association in accordance with item (B) in Schedule 10. It was noted that the resolution was supported by shareholders representing more than two-thirds of the votes cast as well as of all shares represented at the meeting.

It was finally resolved on hedging arrangements in accordance with item (C) in Schedule 10. It was noted that the resolution was supported by shareholders representing more than nine-tenths of the votes cast as well as of all shares represented at the meeting.

It was noted that 25,861 votes represented by SEB and 290,769 votes held by Aktiespararna Småbolag Edge, Cicero Hållbar Mix and Cicero Sverige, corresponding to approximately 0.02% of the number of votes at the meeting according to new voting register, voted against the proposal.

It was furthermore noted that the resolution by the annual general meeting in accordance with item (C) meant that the alternative proposal on hedging arrangements in the form of an equity swap agreement in accordance with item (D) lapsed.

19. Closing of the meeting

The chairman of the meeting declared the meeting closed.

(Signature page follows)

In fidem:

Ola Espelund

Confirmed by:

Annika Poutiainen
(Chairman)

Carl Ekerling