

# **Charter of Acquisitions Committee of Sitowise Group Plc**

## **1 General**

The Acquisitions Committee of Sitowise Group Plc (the "**Company**") has a duty to assist the Board of Directors in the acquisitions strategy and in the execution thereof.

Preparation of matters within the competence of the Board of Directors may be made more efficient by the establishment of board committees allowing more extensive concentration on matters. The committees have no autonomous decision-making power, and the decisions within its competence are taken collectively by the Board of Directors (the "**Board**").

## **2 Composition**

The Committee consists of the Chairman and at least two members, which the Board selects among its members following the Annual General Meeting annually. The term of office of the members is one year.

## **3 Duties**

The duty of the Acquisitions Committee is to assist the Board of Directors in the acquisitions strategy and in the execution thereof. The committee can support the management in reviewing large strategic acquisitions.

## **4 Meetings and Reporting to the Board**

The Acquisitions Committee meets every two months or as necessary by invitation of the Chairman of the Committee. Minutes shall be prepared about each meeting.

The Committee reports on its work to the Board of Directors so that the Chairman of the Committee presents a summary report of each Committee meeting to the Board. Furthermore, the minutes of the Committee meetings and materials of the Committee



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are made available to the Board members. All Board members can, if they wish, participate in the meetings of the Committee.

The Acquisitions Committee invites to its meetings the CEO, other management of the Company and other necessary experts from the Company.

The Chairman of the Acquisitions Committee may invite other experts and advisors to the meetings outside of the Company as determined case by case.

## **5 Approval of and update to the Charter**

This Charter was approved at the meeting of the Board of Directors on 15 December 2022. This Charter shall be reviewed and updated when necessary by the Board of Directors.

