

## Report pursuant to section 8-10 (5) of the Norwegian Public Limited Liability Companies Act

This report is submitted by the board of directors of Schibsted ASA, organization number 933 739 384 (the "**Company**"). The report is submitted in connection with the establishment of an incentive program where senior executives are encouraged to purchase shares in the Company. Under the program, senior executives who purchase Schibsted B shares during 2025 for an amount corresponding to between 3 and 12 months' gross annual salary, and who retain ownership of the shares for a period of two years, will receive two bonus shares for each share purchased under the program. A more detailed description of the relevant incentive program is included in the Company's guidelines on the determination of salary and other remuneration to leading persons, section 3.2.3 "Co-Investment Plan".

In order to facilitate the senior executives' participation in the program, the Company will offer loans with a total principal amount of up to NOK 35 million plus interest to senior executives to finance the purchase of shares in the Company (the "**Loans**"). The Loans will constitute financial assistance covered by section 8-10 of the Norwegian Public Limited Liability Companies Act. The Board of Directors submits this report in accordance with the requirements of section 8-10 (5) of the Norwegian Public Limited Liability Companies Act. The proposal for financial assistance will be presented to the general meeting of the Company for approval and this report will be included in the basis of the general meeting's decision.

### *The background for the proposal for financial assistance*

The background for the proposed Loans is the establishment of an incentive program for senior executives where the senior executives covered by the program are encouraged to purchase shares in the Company. To facilitate participation in the incentive program, the Company will offer loan financing of shares purchased under the incentive program.

### *Terms related to the Loans*

Each of the senior executives covered by the incentive program is encouraged to purchase shares in the Company during the financial year 2025. The Company will make available a loan facility that entitles each senior executive to borrow an amount equivalent to 12 months' gross annual salary. The shares and the bonus shares will be pledged to the Company on first priority as security for the Loans. Interest on the Loans will correspond to the normal interest rate for the taxation of low-cost loans from an employer as determined from time to time by The Norwegian Tax Administration, or equivalent norm rates or other appropriate rates in the relevant countries where senior executives reside. The Loans, including accrued interest, shall be repaid following the expiry of the holding period for the matching shares on 31 December 2029. If the shares purchased as part of the incentive program are disposed of, the related Loan shall be repaid immediately.

### *The price to be paid for the shares*

The senior executives will purchase the shares under the program in the market at trading price.

### *Assessment of the Company's interest in offering the Loans*

The purpose of the incentive program is to encourage senior executives to actively participate and own shares in the company. The board considers it important for the Company to have an incentive program that allows senior executives to increase their own shareholding and believes that the proposed incentive scheme will be an effective tool in that regard. The board is of the opinion that an offer of loan financing is important to enable senior executives to participate in the relevant incentive program. The Board therefore considers it to be in the Company's interest to offer the Loans.

### *Assessment of the Loans' impact on the Company's equity and liquidity*

The Company has solid equity and liquidity. As of 31 December 2024, the Company had a book equity of NOK 33.8 billion and a cash balance of NOK 5.4 billion. The proposed Loans will not have any material impact on the Company's equity and liquidity.

14 April 2025



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Karl Christian Agerup  
chairman of the board



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Kamilla Wehrmann  
board member



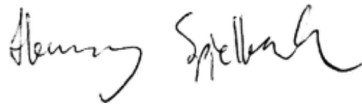
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Satu Kristiina Kiiskinen  
board member



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Rolv Erik Ryssdal  
board member



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Henning Spjelkavik  
board member



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Rune Bjerke  
deputy chairman of the board



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Philippe Jean Marie Gaston Vimard  
board member



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Ulrike Handel  
board member



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Natalia Gennadievna Zharinova  
board member



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Yevgeniya Nättilä  
board member

# Verifikasjon

Transaksjon 09222115557544142976

## Dokument

### Board Report - Schibsted ASA - Financial Support

Hoveddokument

2 sider

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