

To the shareholders of Circio Holding ASA

RECOMMENDATIONS BY THE NOMINATION COMMITTEE 2026

The Nomination Committee has reviewed the Board's self-assessment and in cooperation with the Chairman of the Company discussed its performance and combined experience and professional profile. The proposal below has been unanimously resolved by the Nomination Committee. The Board of Directors, with the assistance of the Compensation Committee, determines the compensation policy for Circio. The Nomination Committee recommends the new compensation policy for the Board of Directors of Circio

1 ELECTION OF MEMBERS TO THE BOARD OF DIRECTORS

All members of the Board are up for review at each AGM. At the AGM 2024 the following members were elected for two years:

Name	Served since
Damian Marron (Chairman)	2020
Diane Mary Mellett	2015
Thomas Falck	2022

In addition, Robert Forbes Burns was elected as deputy Board member for a period of two years. We understand from feedback received that the Board is working very well as a team. The Nomination Committee therefore proposes to re-elect all members and the deputy member for a period of two years.

2 REMUNERATION OF THE BOARD OF DIRECTORS

For the period to the AGM 2027, the Nomination Committee proposes that the Chairman of the Board shall receive NOK 575.000 and the Board members shall receive NOK 350.000 or parts thereof in the form of restricted stock units (RSUs) as resolved by the 2017 AGM. The deputy Board member shall receive NOK 180.000.

The Nomination Committee further proposes that members of Board Committees like the Audit Committee, the Compensation Committee, etc shall receive an additional unchanged remuneration of NOK 4,000 per committee meeting, but not less than NOK 20,000 for each committee member and NOK 8,000 per meeting and minimum 40,000 to the chairpersons of each of the Board Committees. In order to attract international Board members, the Nomination Committee proposes to pay Board members EUR 100 per lost working hour when traveling to attend the Board meetings.

3 NOMINATION OF THE NOMINATION COMMITTEE

All members of the Nomination Committee are up for election at each AGM. Having not received any proposals for new candidates, the Nomination Committee proposes that the two members are re-elected for a period to the AGM 2028.

4 REMUNERATION OF THE NOMINATION COMMITTEE

The Nomination Committee proposes that the remuneration for the Chairman and the members of the Nomination Committee for the period from the AGM 2026 to the AGM 2027 shall be unchanged at NOK 40,000 and NOK 25.000 respectively.

15th April 2026

Ludvik Sandnes
Chairman
(sign.)

Anders Tuv
(sign.)