



# Information about proposals relating to Agenda items

GiG Software P.L.C.

## **Information about proposals relating to Agenda items**

The purpose behind each resolution (insofar as an explanation is deemed required in respect thereof), is set out under the relevant agenda item below.

### *Agenda item 3*

The Board of Directors, in line with the recommendation of the Company's nomination committee (the "**Nomination Committee**") and in accordance with article 11.16 of the articles of association of the Company, proposes that the chairman of the Board of Directors, Johan Petter Erik Nylander, is elected chairman of the AGM.

### *Agenda item 4*

The Board of Directors proposes that a person that is physically participating in the meeting and who is independent from the Board of Directors certifies and signs the minutes.

### *Agenda item 6*

The Board of Directors proposes that the financial statements of the Company for the year ended 31 December 2025 be received and approved.

### *Agenda items 7 - 10*

The Board of Directors, in line with the recommendation of the Nomination Committee, proposes that Hesam Yazdi, Johan Petter Erik Nylander and Johan Andreas Soneby be re-elected as directors of the Company and Richard Lim to be newly appointed director of the Company until the next annual general meeting of shareholders of the Company.

The Nomination Committee proposes that Johan Petter Erik Nylander is re-elected Chairman of the Board and Hesam Yazdi as Vice-Chairman of the Board.

The Nomination Committee proposes that the Chairman of the Board appoints the members of the Audit Committee and the Remuneration Committee.

### *Agenda item 11*

The Board of Directors, in line with the recommendation of the Nomination Committee, proposes that the aggregate emoluments that may be paid to the directors of the Company in any financial year shall be:

- Chairman of the Board of Directors: EUR 82,000
- Vice Chairman: EUR 55,000
- Board of Directors: EUR 39,000

The Nomination Committee proposes the remuneration to the Audit Committee and the Remuneration Committee shall continue to be paid in accordance with the following:

- Audit Committee Chairman: EUR 10,000;
- Audit Committee members: EUR 5,000 each;
- Remuneration Committee Chairman: EUR 5,000; and
- Remuneration Committee members: EUR 2,500 each.

The Nomination Committee also proposes to allocate an additional budget of EUR 15,000, which may be used to remunerate any of the directors who carry out work beyond the roles of the Board as defined in the Terms of Reference of the Board of Directors.

### *Agenda item 12*

The Board of Directors, in line with the recommendation of the Nomination Committee, proposes that Forvis Mazars are appointed as auditors of the Company for the financial year ended 31 December 2026. The Board of Directors further proposes that it be authorised and empowered to fix the remuneration of the Company's auditors.

### **By order of the Board**

Claudio Caruana

Company Secretary

21<sup>st</sup> April 2026