

## APPENDIX 4

### Supplementary information to the notice of Telenor ASA's Annual General Meeting on 7 May 2024: Recommendation from the Nomination Committee on item 13

#### Recommendation from the Nomination Committee of Telenor ASA on election of members to the Nomination Committee of Telenor ASA

##### 1. THE NOMINATION COMMITTEE - BACKGROUND

Pursuant to Telenor ASA's Articles of Association Section 9, Telenor ASA shall have a Nomination Committee. One of the Nomination Committee's duties is to provide the Annual General Meeting with a nomination for the election of members and deputy members to the Corporate Assembly and members to the Nomination Committee.

The Nomination Committee of Telenor ASA consists of the following members: Nils Bastiansen (Chair of the Nomination Committee), Jan Tor Føsum, Annette Hjertø and Heidi Algarheim.

In accordance with the Instructions to the Nomination Committee of Telenor ASA and the Norwegian Corporate Governance Board's Code of Practice for Corporate Governance, the Nomination Committee has over the period leading up to the Annual General Meeting assessed whether there is a need for change in the composition of the Corporate Assembly and the Nomination Committee. As part of its assessment, the Nomination Committee has been in contact with shareholders, the Board of Directors and the management of Telenor ASA, and the Corporate Assembly of Telenor ASA.

The shareholder elected members and deputies of the Corporate Assembly of Telenor ASA were elected or re-elected by the Annual General Meeting of Telenor ASA on 10 May 2023 for a period of up to two years. Thus, none of the shareholder elected members and deputies are up for election at the Annual General Meeting of Telenor ASA in 2024.

One member of the Nomination Committee is up for election by the Annual General Meeting of Telenor ASA in 2024.

The recommendation with justification and further information about the candidate nominated is submitted below. The Chair of the Nomination Committee will present the work of the Nomination Committee and the recommendation with proposal of candidates at the Annual General Meeting 7 May 2024.

##### 2. ELECTION OF MEMBERS TO THE NOMINATION COMMITTEE

The Nomination Committee consists of four members who are appointed for a period of up to two years. The Chair of the Corporate Assembly shall be the Chair of the Nomination Committee and at least one of the other members shall be elected amongst the Corporate Assembly's shareholder elected members and deputies, cf. section 9 of the Articles of Association.

The term of service ends in 2024 for Heidi Algarheim, who has been member of the Nomination Committee since 2020 and was most recently re-elected in 2022 for a period of up to two years. Algarheim has confirmed that she will run for re-election.

The Nomination Committee has in its work with the nomination of candidates taken into consideration the shareholder community and the company's requirements. The Nomination Committee has emphasised several criteria for the composition of the Nomination Committee, including diversity in expertise and background, capacity, a balanced gender representation and the need for continuity combined with the need for renewal and independence.

Based on this, the Nomination Committee has unanimously nominated the following candidate for the Annual General Meeting:

1. Heidi Algarheim to be re-elected as member of the Nomination Committee for a period of up to two years until the Annual General Meeting in 2026.

The proposed candidate has confirmed that she is a candidate to the nominated position in Telenor ASA.

The candidate is independent of the Board of Directors and Management of Telenor ASA.

Further information about the candidate nominated can be found below.

##### 3. PROPOSED RESOLUTION

###### Nomination Committee:

The Nomination Committee proposes that the Annual General Meeting adopts the following resolution regarding election of members to the Nomination Committee in Telenor ASA:

"The following person is elected as members of the Nomination Committee of Telenor ASA effective as from 7 May 2024 for a period of up to two years until the Annual General Meeting in 2026:

1. Heidi Algarheim (re-election)

##### INFORMATION ABOUT THE NOMINATED CANDIDATE FOR ELECTION

###### The Nomination Committee's proposal for shareholder elected members to the Nomination Committee:

**Heidi Algarheim** (born 1975, resident in Bærum). Algarheim is CFO in Dr. techn. Olav Olsen, a structural engineering company owned by Artelia Group. Her current responsibility includes Finance, HR, IT and Quality Assessment. Algarheim has more than 20 years' experience within the banking and finance sector and has been a board member in Aprila Bank since 2022. Algarheim has been employed with Danske Bank, Denmark's largest banking and finance group, in several management positions, including Head of Medium Corporates Norway, HR Business Partner Corporates & Institutions and Head of Business Banking Regions. She also has a background as Vice President with JP Morgan Chase & Co, an American multinational investment bank and financial services holding company, where she was relationship manager covering Norwegian financial institutions. Algarheim holds a Master Degree in Business and Economics from BI Norwegian Business School and a Master of Science in International Business from Macquarie University, Australia. Member of the Nomination Committee since 2020. Nominated for re-election as a member.

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16 April 2024  
Nils Bastiansen  
Chair/on behalf of the Nomination Committee of Telenor ASA