



THE NOMINATION COMMITTEE'S PROPOSAL TO THE ANNUAL GENERAL MEETING IN IDEX BIOMETRICS ASA ON 12 MAY 2022 (THE "COMPANY" OR "IDEX")

The work of the Nomination Committee

The nomination committee was elected at the Annual General Meeting ("AGM") on 12 May 2021 and is comprised of Robert N. Keith (Chair), Håvard Nilsson and Harald Voigt.

In addition to communicating with each other, the Nomination Committee has been in contact with the Company's management, the Chair of the Board, Board members and some of the largest shareholders in the Company. Information obtained from these contacts has formed the basis for this proposal

As IDEX has become a company with most of the activity outside Norway, there has been a broad consensus that the Company needs board members with international experience and contact points with the major international players within the areas where biometric identification will be utilized. IDEX being registered in Norway, the composition of the board must comply with Norwegian legislation regarding gender and nationality of the board members. Presently two out of seven members are Norwegian nationals, one is Swedish, one is British and three are US citizens. Three (43%) are female, and four (57%) live in the EU/EEA or the UK.

In general, the Nomination Committee has the opinion that the Board is well functioning, as is its cooperation with the management.

Election of board members

The current board members are presented in the 2021 annual report.

All seven members of the Board were elected for a 2-years term at the 2021 Annual General Meeting; Mr. Morten Opstad (chair), Mr. Lawrence John Ciaccia (deputy-chair), Ms. Deborah Lee Davis, Ms. Hanne Høvding, Ms. Annika Olsson, Mr. Thomas M. Quindlen and Mr. Stephen Andrew Skaggs. The Nomination Committee proposes no changes and hence that said board members continue for the second year of their term.

Remuneration to the members of the Board

The Nomination Committee proposes the following resolution to be passed by the Annual General Meeting:

The annual board remuneration is NOK 425,000 per board member for the period from the date of the 2021 Annual General Meeting until the date of the 2022 Annual General Meeting. The chair of the board receives an additional amount of NOK 85,000. Each of the compensation committee members (not including the chair of the committee) receives NOK 85,000 and the chair of the compensation committee receives NOK 125,000. Each of the audit committee members (not including the chair of the committee) receives NOK 100,000 and the chair of the audit committee receives NOK 175,000.

In addition, the Company will refund relevant expenses that the members of the board may have incurred in connection with the exercise of board functions.

As the Company sees benefits in restraining the outflow of liquidity and the Board members have indicated their interest in receiving shares in the Company, the Nomination Committee proposes that the Board members, as an alternative to a cash payment, may elect to receive all or part of the remuneration in the form of shares in the Company. The number of shares to which the Board members would be entitled is proposed to be calculated as follows:

The Board member shall be entitled to subscribe for a value of shares (based on the average closing price of the Company's shares, as reported by Oslo Børs, over the ten trading days prior to the date of the Annual General Meeting in 2022) of 133 per cent of the NOK amount granted as board remuneration; provided, however, that the Board member must pay a subscription price per share equal to the par value of the share, being NOK 0.15 per share.

The full proposal is formulated and set forth by the Board in agenda item 9.2 in the Notice of Annual General Meeting in line with the Board's proposal from previous Annual General Meetings. The Nomination Committee has no objection to the Board's proposal.



Composition of the Nomination Committee

The Nomination Committee has the opinion that the current committee has a reasonable size.

The Nomination Committee's chair Mr. Robert N. Keith and member Mr. Harald Voigt were elected for a 2-years term at the 2021 Annual General Meeting. Member of the Nomination Committee, Mr. Håvard Nilsson, stand for election. The Nomination Committee emphasizes that the composition of the Nomination Committee should be subject to review each year, regardless of the term of election.

The Nomination Committee proposes that:

Mr. Robert N. Keith continues as member of the Nomination Committee for the second year of his term. Mr. Harald Voigt continues as member of the Nomination Committee for the second year of his term. Mr. Håvard Nilsson is elected as member of the Nomination Committee for a period of two years.

Remuneration of the Nomination Committee

The Nomination Committee proposes that:

Remuneration to the nomination committee's members is NOK 25,000 for the Chair of the committee and NOK 15,000 for each of the other members for the period from the 2021 Annual General Meeting to the 2022 Annual General Meeting.

20 April 2021

The Nomination Committee in IDEX Biometrics ASA

Robert N. Keith
Chair

Håvard Nilsson

Harald Voigt