

Information to the shareholders of
**Precise Biometrics AB (publ)
& Fingerprint Cards AB (publ)**
regarding the merger
between the companies

9 April 2026

PRECiSE
BIOMETRICS


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IMPORTANT INFORMATION

This document (the “**Merger Document**”) describes the proposed statutory merger of Precise Biometrics AB (publ) and Fingerprint Cards AB (publ) (the “**Merger**”). In the Merger Document, “**Precise Biometrics**” refers to Precise Biometrics AB (publ), Reg. No. 5565456596, or the group of which Precise Biometrics AB (publ) is the parent company, depending on the context. “**Fingerprint Cards**” refers to Fingerprint Cards AB (publ), Reg. No. 556154-2381, or the group of which Fingerprint Cards AB (publ) is the parent company, depending on the context. Precise Biometrics and Fingerprint Cards are together referred to as the “**Companies**”. The “**Combined Company**” refers to the combined company resulting from the Merger and the “**Combined Group**” refers to the group in which the Combined Company will be the parent company. As a result of the Merger, the board of directors of Precise Biometrics and Fingerprint Cards (together the “**Boards**”) have prepared a Merger Plan which, subject to approval by the general meeting in the respective company, summarizes the order of the Merger (the “**Merger Plan**”). The Merger plan states that Precise Biometrics, as the transferee company, will absorb Fingerprint Cards, which will subsequently be dissolved. The Merger Plan stipulates that one share in Fingerprint Cards, irrespective of share class, entitles the holder to receive nine (9) new ordinary shares in Precise Biometrics (the “**Merger Consideration**”). The Merger Document has been prepared in accordance with article 1(4)(g) and article 1(5)(f) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market and repealing Directive 2003/71/EC (the “**Prospectus Regulation**”), as well as the Takeover Rules for Nasdaq Stockholm and Nordic Growth Market NGM issued by the Swedish Stock Market Self-Regulatory Committee (the “**Takeover Rules**”). The Merger Document does not constitute a prospectus under the Prospectus Regulation and has not been reviewed, approved or registered by the Swedish Financial Supervisory Authority or any other supervisory authority in accordance with Article 20 of the Prospectus Regulation. The Merger Document has been prepared in both a Swedish language and English language version. In the event of any discrepancy, the Swedish language version shall prevail. For the Merger Document, Swedish law applies. Any dispute arising out of the Merger Document and related legal relationships shall be settled by the exclusive jurisdiction of the Swedish courts.

No person has been authorized to provide any information or make any statements other than those contained in the Merger Document. The publication of the Merger Document shall not be deemed to imply that the information presented in the Merger Document is accurate at any time other than as of the date of publication of the Merger Document. The Merger Document will be updated to the extent required by applicable law or the Takeover Rules. Investors should not construe the contents of the Merger Document as legal, investment or tax advice. Each investor should consult its own advisors, auditors or commercial advisors for the assessment of legal, investment or tax and related matters relating to the Merger. Unless otherwise expressly stated, statements regarding the market, development, growth figures, trends and competitive situation in the markets in which Precise Biometrics and Fingerprint Cards operate are based on reasonable estimates from the management of the respective company to which the information relates. Except as expressly stated, no information in the Merger Document has been reviewed or audited by Precise Biometrics’ auditors. For risk factors related to the Combined Company and the Merger, please refer to the section “*Risk Factors*”.

Forward-Looking Statements

Information relating to future conditions or circumstances, including information regarding future results, growth and other development projections and underlying assumptions, statements regarding plans, goals, intentions and expectations regarding financial results, events, operations, services, product development and potential, and the effects of the Merger, constitute forward-looking statements. Such information may be characterized, for example, by the words “assesses”, “intends”, “expects”, “believes”, “estimates”, “plans”, “will be” or similar expressions. Forward-looking statements are inherently subject to risks and uncertainties because they relate to circumstances and depend on circumstances that occur in the future. Future conditions and developments may differ materially from those expressed or implied in or projected by the forward-looking information due to many factors, much of which are beyond the control of the Companies. Forward-looking statements appear in a number of places in this Merger Document and the information incorporated by reference into this Merger Document may include statements regarding the intentions, beliefs and current expectations of the Companies, regarding, but not limited to: (i) future investments, costs, revenues, earnings, earnings, synergies, financial performance, debt, financial condition, dividend policy, losses and prospects, (ii) operational and management strategy; expansion and growth of the Companies’ business operations and potential synergies resulting from the Merger, and (iii) effects of government regulation and industry changes affecting the Companies’ operations.

Any such forward-looking statements speak only as of the date on which they are disclosed. Precise Biometrics expressly disclaims any obligation or undertaking to publish updates or revisions to any forward-looking information contained in this Merger Document to reflect changing expectations or changes in events, conditions or circumstances on which such information is based, except in accordance with the Prospectus Regulation, the Takeover Rules or applicable laws and regulations. However, the reader should take into account any additional information that Precise Biometrics or Fingerprint Cards publishes or may make public.

There can be no assurance that the Merger will take place or that the expected benefits of the Merger will materialize.

Industry and market data sources

The Merger Document contains industry and market information relating to Precise Biometrics’ and Fingerprint Cards’ operations and the markets in which the Companies operate. Unless otherwise stated, such information is based on the Companies’ analysis of several different sources. The Companies have accurately reproduced such third party information and, to the best of the Boards’ knowledge and ability to ascertain from information made public by third parties, no facts have been omitted that would make the information reproduced inaccurate or misleading. However, the Companies have not independently verified the accuracy or completeness of any third-party information and therefore cannot guarantee its accuracy or completeness.

Notice to U.S. Shareholders

No Precise Biometrics shares have been and will not be registered under the U.S. Securities Act of 1933 (the “**Securities Act**”) or the relevant securities laws and regulations of any state or other jurisdiction of the United States. Neither the U.S. Securities and Exchange Commission nor any equivalent state-level authority has approved Precise Biometrics shares or determined whether this document is accurate or complete. Any petition to the contrary is a crime in the United States. Precise Biometrics shares will, in connection with the Merger, be offered to holders domiciled in the United States only when this is in accordance with exemptions from the registration requirements of the Securities Act. Precise Biometrics shares may not be offered or sold in the United States except when this is consistent with an exemption from the Securities Act or through a transaction that is not subject to the registration requirements under the Securities Act.

The Merger includes securities in a Swedish company. The Merger is subject to Swedish rules for the disclosure of information that are different from those applicable in the United States. Financial information included in this document has been prepared in accordance with Swedish standards and cannot be compared with financial information from US companies. It may be difficult to enforce rights and requirements under U.S. federal securities laws because the issuer is domiciled in a country other than the United States and all or some of the issuer’s employees and directors may be domiciled in a country other than the United States. There is no guarantee that it is possible to sue a non-U.S. corporation or its employees and directors in a court outside the U.S. for violation of U.S. securities laws. It can be difficult to persuade a company resident in a country other than the United States and its affiliates to accept a judgment from a U.S. court.

Other

The financial information and certain other information presented in a number of tables in the Merger Document have been rounded to the nearest whole number or to the nearest decimal number, as applicable. Therefore, the sum of the digits in a column may not exactly match the total figure given for the column. In addition, some of the percentages presented in the tables in the Merger Document reflect calculations based on the underlying information prior to rounding and may therefore not correspond exactly to the percentages that would be derived if the relevant calculations were based on the rounded figures.

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THE MERGER IN BRIEF

This section contains a summary of the Merger. For more detailed information, please refer to the “Merger” and “Merger Plan” sections below.

Parties and merger entities

On 23 March 2026, the board of directors of Precise Biometrics and Fingerprint Cards adopted the Merger Plan. The Merger will take place through absorption, with Precise Biometrics as the transferee company and Fingerprint Cards as the transferor company. Fingerprint Cards will be automatically dissolved as a result of the Merger without liquidation taking place.

When the Merger was announced

Precise Biometrics and Fingerprint Cards announced the Merger on 23 March 2026 through a joint press release.

Shares and other securities subject to the Merger

All shares in Fingerprint Cards are included by the Merger, irrespective of share class.

The Merger Consideration

Merger Remuneration

One (1) share in Fingerprint Cards, irrespective of share class, entitles the holder to receive nine (9) new ordinary shares in Precise Biometrics. The Merger Consideration does not contain any cash consideration.

Determination of the Merger Consideration and valuation

The Merger Consideration has been determined with the intention of achieving a fair distribution of the value in the Combined Company between the shareholders in Precise Biometrics and Fingerprint Cards, respectively. In determining a fair Merger Consideration for both Precise Biometrics’ and Fingerprint Cards’ shareholders, the Boards have taken a number of factors into consideration. The Boards have primarily considered the respective company’s current market capitalization and the observable relative market capitalization over time between the Companies. Moreover, the Boards have taken into account and determined that a certain premium for the shares in Fingerprint Cards in relation to the market capitalization at the time of this Merger Plan is motivated.

The Boards have, in addition to the market capitalization, as described above, considered a number of additional valuation methods such as relative valuation both vis-à-vis comparable companies and between the Companies, using multiples and discounted cash flow valuation.

Issue of Merger Consideration

The board of directors of Precise Biometrics has proposed that the extraordinary general meeting resolving on the Merger Plan, which will be held on 30 April 2026, also resolves on the issue of the shares constituting the Merger Consideration.

The number of shares issued to Fingerprint Cards' shareholders as Merger Consideration will be based on the number of Fingerprint Cards shares outstanding at the date when the Merger is registered with the Swedish Companies Registration Office (the "**Completion**"), excluding any shares held in treasury.¹ Under the assumption that the number of shares outstanding at Completion is the same as of the date of this Merger Document, the aggregate number of newly issued ordinary shares in Precise Biometrics will be 68,272,083. On this basis, the total number of shares in the Combined Company following Completion will be 146,736,410, consisting of 145,651,410 ordinary shares and 1,085,000 C shares. The shareholders of Fingerprint Cards would, thus, in total, own approximately 47 percent of the shares and votes in the Combined Company (excluding any dilution that may arise as a result of the exercise of the Substitute Warrants (as defined below in the section "*The Merger – Warrants of series 2025:1 and employee stock options in Fingerprint Cards*")).

In order to enable the issuance of shares as Merger Consideration, the board of directors of Precise Biometrics has also proposed that the general meeting resolves to amend the articles of association.

Any shares in Fingerprint Cards held by or on behalf of Fingerprint Cards will be cancelled in accordance with the provisions in the Companies Act.

Reporting of Merger Consideration

The shareholders registered in the share register of Fingerprint Cards on the date of Completion will be entitled to receive Merger Consideration. Unless otherwise stated below, the Merger Consideration will be accounted for by Euroclear Sweden registering the number of shares in Precise Biometrics on the securities account of each duly entitled person following registration of the Merger with the Swedish Companies Registration Office. The Merger is expected to be registered in the beginning of the third quarter of 2026.

Premium

Based on the closing price of approximately SEK 2.0 of Precise Biometrics' ordinary share on Nasdaq Stockholm on 20 March 2026, the Merger Consideration represents a premium of (i) approximately 12 percent compared to the closing price of approximately SEK 16.0 of Fingerprint Cards' B share on Nasdaq Stockholm on 20 March 2026, the last trading day before the announcement of the Merger and (ii) approximately 1.4 percent compared to the volume weighted average share price of approximately SEK 17.6 of Fingerprint Cards' B share on Nasdaq Stockholm during the 30 trading days up to and including the announcement of the Merger. The Merger Consideration values Fingerprint Cards at approximately SEK 135.7 million.

Share ownership between Precise Biometrics and Fingerprint Cards

Precise Biometrics does not own or control any shares in Fingerprint Cards, or other financial instruments, that give Precise Biometrics a financial exposure equivalent to a holding of shares in Fingerprint Cards. Precise Biometrics has not acquired any shares in Fingerprint Cards during the last six months prior to the announcement of the Merger.

Fingerprint Cards does not own or control any shares in Precise Biometrics, or other financial instruments, that give Fingerprint Cards a financial exposure equivalent to a holding of shares in Precise Biometrics. Fingerprint Cards has not acquired any shares in Precise Biometrics during the last six months prior to the Merger's announcement.

¹ On the date of this Merger Document, there are in total 7,585,787 shares in Fingerprint Cards, of which 1,900 B shares are held in treasury.

Precise Biometrics has undertaken not to acquire any shares in Fingerprint Cards, and Fingerprint Cards has undertaken not to acquire any shares in Precise Biometrics, up to and including the Completion of the Merger.

Financing of merger fees

The Merger Consideration consists entirely of new ordinary shares in Precise Biometrics, which is why no financing is necessary to be able to pay the Merger Consideration.

Due diligence and exchange of inside information

In connection with the preparations for the Merger, Precise Biometrics and Fingerprint Cards have conducted a limited due diligence review regarding the Merger's impact on the businesses. No information that has not previously been made public and that could constitute inside information in relation to Precise Biometrics or Fingerprint Cards, respectively, has been disclosed.

Governing Law and Disputes

The Merger shall be governed by and construed in accordance with Swedish law. The Merger is subject to the Swedish Stock Market Self-Regulation Committee's Takeover Rules for Nasdaq Stockholm and Nordic Growth Market NGM and the Swedish Securities Council's decision on the interpretation and application of the Takeover Rules. In accordance with section V.2 of the Takeover Rules, Precise Biometrics has on 23 March 2026, undertaken towards Nasdaq Stockholm to comply with the Takeover Rules and to submit to the sanctions that Nasdaq Stockholm may decide upon in the event of violation of the Takeover Rules. Any dispute concerning, or arising in connection with, the Merger shall be settled by the exclusive jurisdiction of the Swedish courts, with the Stockholm District Court as the court of first instance.

RISK FACTORS

In addition to other information contained in the Merger Document, the following risks should be considered before a decision to vote in favor of the Merger is made. When assessing the future development of the Combined Company, it is important to consider the risk factors associated with the Companies and their shares. This applies, among other things, to risks relating to the Companies' operations and industries, legal risks, financial risks and risks related to the shares and the Merger, some of which are beyond the control of the Companies. Below is a description of the risk factors that are deemed to be of material importance for the future development of the Combined Company. The Companies have assessed the risks based on the probability that the risks will occur and the expected extent of their negative effects. The below statement is based on information available as of the date of the Merger Document.

Operational and industry-related risks relating to the Combined Company

Risks related to major key customers and partners

Over a number of years, Precise Biometrics and Fingerprint Cards have each built up a customer base, and thereby a number of major key customers and partners. If any of these major key customers and partners were to terminate their cooperation with the Combined Company after Completion, for example as a result of so-called change of control clauses in the material commercial agreements entered into by Fingerprint Cards, or if they would otherwise be unable to sell their respective products to their customers, there is a risk that the Combined Company's sales will be affected. This could have a negative impact on the Combined Company's revenues, and thereby results of operations and financial position.

Risks related to product development

Both Precise Biometrics and Fingerprint Cards are active in the biometrics market. The biometrics market is characterized by the rapid development of new players, products, services and technologies as well as customer demands for the products, services and technologies. This means that the Combined Company must keep up to date with these developments, which can be challenging, partly because some players in the market may have more resources than the Combined Company, and partly because customer needs are changing. There is a risk that investments in product development will not yield the desired or expected results. New products and features may fail to appeal, retain and expand the Combined Company's customer base, or it may take time for customers to understand and adopt the new technology that the Combined Company brings. As the market in which Precise Biometrics and Fingerprint Cards operate, and the Combined Company will operate, grows and the number of players increases, there is a risk that alternative technologies will be developed and that the price of comparable products will decrease. If the Combined Company's investments in product development do not accurately anticipate customer demand, or if the Combined Company fails to develop its products or features in a manner that meets customer needs in a timely and cost-effective manner, there is a risk that the Combined Company will lose existing customers or fail to attract new customers; which could have a negative impact on the growth and profitability of the Combined Company.

Risks related to future sales

The biometrics market is still in a development phase. Assessments and decisions in a rapidly evolving industry must be subject to several uncertainties. Some of these uncertainties are the availability of strategic partners, the development of competitors, market and societal acceptance of biometrics, and the speed and penetration of the services in which biometric solutions will be used. The Combined Company's development is dependent on the continued expansion of the biometrics market, and a delayed penetration into additional applications and markets may affect the Combined Company's future sales, and consequently its results. Competition in the biometrics market is also fierce to some extent. The competing companies

may have significantly greater financial and industrial resources at their disposal than the Combined Company will have. There is a risk that competition from this type of players may lead to a reduced market share and/or lower profitability for the Combined Company, among other things as a result of price pressure. The use of biometrics is still considered new in some areas. Authorities in the various countries in which Precise Biometrics and Fingerprint Cards operate, and in which the Combined Company will operate, therefore do not yet have complete legislation or clear policies to act by, which creates some uncertainty regarding the exercise of public authority in these countries, e.g. in the area of GDPR.

Risks related to geopolitical and macroeconomic factors

Both Precise Biometrics and Fingerprint Cards' operations are subject to risks related to geopolitical and macroeconomic factors such as high inflation, high interest rates, the changed security policy situation in Europe and the world, and indirect long-term effects on the world economy. The Companies are also affected by other geopolitical conflicts. For example, the United States has introduced licensing requirements for the export of certain technology used in Huawei's products, a former major customer of Fingerprint Cards based in China. If the existence of similar export or import restrictions were to increase in the United States or in other geographic markets where the Combined Company operates, it could result in material adverse effects on the combined Company's total sales volumes and results. There is also a risk that China may impose retaliatory measures, such as restrictions on exports to Western companies, which could adversely affect the Combined Company's ability to source materials from China, disrupting the Combined Company's value chains and forcing the Combined Company to purchase materials from suppliers in other countries where costs may be higher. In addition, there is a risk that other countries may implement protectionist restrictions of various kinds and increase tariffs and customs duties, which may adversely affect the combined Company's sales and profit margins. If any of the above-mentioned risks were to materialize, it could have a material adverse effect on the Combined Company's sales and costs and thereby also on operations and earnings.

Dependence on key personnel

Precise Biometrics and Fingerprint Cards are, and the Combined Company will continue to be, highly dependent on senior executives and other key individuals who possess skills and experience that are of material importance to the Combined Company. It is also crucial for the future development of the Combined Company that a high level of competence can continue to be ensured by attracting and retaining qualified employees. There is fierce competition for experienced personnel in the Combined Company's areas of activity and the Combined Company's direct and indirect competitors may have greater financial resources, which may result in the required personnel not being able to be recruited, or only being recruited on other than optimal terms for the Combined Company. If the Combined Company were to lose key employees or if the Combined Company is unable to continue to retain and recruit qualified employees going forward, this could lead to delays or interruptions in the Combined Company's projects, thereby reducing revenues, as well as increased costs.

Risks related to IT and cybersecurity risks, as well as risks related to system failures, downtime and other interruptions

The Companies are, and the Combined Company will be, dependent on their IT systems for, among other things, coordination of resource allocation, control of product inventories, maintenance of production levels and administration of purchases of raw materials such as silicon. There is also an increasing trend towards more sophisticated cyberattacks, including advanced techniques such as deepfakes. Although the Companies have not been subject to any major incidents, the general societal trend indicates an increase in the complexity and frequency of such attacks. Interruptions or other disruptions to IT systems critical to the Combined Company's business may result in the Combined Company not being able to deliver its products on time to its customers. Prolonged or extensive network disruptions, server outages, cyberattacks (including viruses or other malware) or other disruptions to the Combined Company's IT systems could have a material adverse effect on the Combined Company's business and result in the leakage of confidential information

and other trade secrets. If such information is unlawfully disclosed, distributed or used in violation of applicable laws and regulations, there is a risk that the Combined Company will be subject to both legal sanctions and reputational damage. The failure of the Combined Company to maintain and develop the functionality and operation of business-critical IT systems could have a material adverse effect on the Combined Company's business.

Risks related to the general perception of biometric sensors

The Combined Company's products will include a wide range of biometric authentication solutions, which aim to verify the identity of data subjects using fingerprints, iris identification, hand and/or facial recognition. Demand for the Combined Company's products is therefore subject to public perception of biometric sensors in society. Such concerns are more likely to arise in the case of low-cost products with low biometric integrity. Although the Combined Company's products are not considered low-cost products, there is a risk that the Combined Company will fail to differentiate its products from such low-cost products and sensors with low biometric integrity, and that the public will therefore perceive all biometric authentication solutions in the same way. If the general perception of biometric sensors were to deteriorate, there is a risk that demand for the Combined Company's products would decrease, which in turn could have a material adverse effect on the Combined Company's business and future prospects.

Risks related to acquisitions

In recent years, Precise Biometrics and Fingerprint Cards have completed acquisitions, and the Combined Company may carry out acquisitions in the future. There is a risk that company acquisitions do not produce the expected outcome, for example in terms of integration and profitability. Such an outcome could have a negative impact on the Combined Company's rate of development. If sales and earnings do not develop according to plan, an impairment need for intangible assets may arise, for example. A due diligence conducted by the Combined Company in connection with a merger may be inadequately conducted, which may result in risks and underlying problems not being identified. Acquisitions take up management's time, and if this is done to an excessive extent, this can lead to reduced time and resources being spent on existing operations. There is also a risk that estimated synergy effects or other goals of the acquisitions will not be realised. Acquisitions that entail entry into new markets also entail new types of risks for the Combined Company, which has not previously operated in the current commercial, political or social environment.

Risks related to suppliers and partners

Precise Biometrics and Fingerprint Cards are, and the Combined Company will be, dependent on a number of suppliers, primarily consulting companies and suppliers of semiconductors. If any of the Combined Company's suppliers should terminate their cooperation with the Combined Company, or if they are otherwise unable to deliver their services, there is a risk that the Combined Company will not be able to enter into agreements with new suppliers within the desired time to ensure delivery of the existing order backlog. Such a situation could make it difficult for the Combined Company to offer its end customers complete security solutions, which could have a negative impact on the Combined Company's revenues, and thereby its results and financial position.

If disruptions to the Combined Company's suppliers occur, it could also result in the Combined Company's suppliers not delivering on time, or at all, or the quality of deliveries not meeting the Combined Company's expectations, which in turn could result in the Combined Company not being able to manufacture its products at a sufficient pace to meet its delivery obligations to customers; and the late deliveries from suppliers may also result in the Combined Company being subject to production stoppages. Delayed deliveries, production stoppages and subsequent delays in payments from customers may in turn have a negative impact on the combined Company's cash flow. There is also a risk that the Combined Company will be required to compensate the affected customers in the event of production stoppages and delayed deliveries. If the Combined Company's insurance does not cover all or part of the compensation paid, it could have a material adverse effect on the Combined Company's margins and results.

If existing suppliers were to terminate their cooperation with the Combined Company, there is also a risk that the Combined Company will only succeed in contracting new suppliers at a higher price, which would result in reduced margins for the Combined Company and thereby a material adverse impact on the Combined Company's results.

Risks related to commodity prices

The prices of semiconductors that will be used in the Combined Company's products are largely related to the prices of underlying raw materials, primarily silicon and, to a lesser extent, gold. Price fluctuations of silicon and/or gold may result in a higher unit production cost for the Combined Company. The price paid by the Combined Company for commodities is also affected by currency effects, primarily the exchange rate between SEK and USD. If the Combined Company is unable to pass on cost increases to its customers, it could result in lower margins and a material adverse impact on the results of the Combined Company.

Legal risks

Risks related to intellectual property protection and reputation

The Precise Biometrics and Fingerprint Cards brands will be important assets for the Combined Company. The success of the Combined Company will depend to a large extent on the Combined Company's ability to strengthen its brands and maintain its good reputation among its customers and the general public. The reputation of the Combined Company may be tarnished if the Combined Company encounters difficulties in providing new or existing products and services, whether due to technical failures, security breaches or otherwise. A material erosion of the reputation associated with the name of the Combined Company could have a material adverse effect on the business, financial condition and results of the Combined Company.

As Precise Biometrics and Fingerprint Cards are, and the Combined Company will be, dependent on patents, it is important for the Combined Company to protect its technology through patents or other intellectual property rights, thereby maintaining its technology edge and creating opportunities for future revenues. There is a risk that the Combined Company will not obtain patents in the countries in which the Combined Company applies for patents. There is also a risk that the Combined Company's patents will be circumvented (so-called design around) or that the Combined Company's technology will be used in countries where the Combined Company lacks patent protection. To protect its intellectual property rights, the Combined Company may need to devote significant resources to monitoring and protecting those rights. Litigation to protect and enforce the Combined Company's intellectual property rights can be expensive and time-consuming, divert management's focus, and result in the write-down or loss of portions of the intellectual property rights. Further, the Combined Company's actions to protect its intellectual property rights may be met with defenses, counterclaims and counterclaims that attack the validity and enforceability of the intellectual property rights. There is also a risk that the third parties may claim that the Combined Company infringes their intellectual property rights. Any claim or litigation could result in material costs to the Combined Company and, if the claims are successful, the Combined Company may be liable to pay substantial damages or ongoing royalty payments.

Risks related to GDPR and processing of personal data

Precise Biometrics and Fingerprint Cards process, and the Combined Company will process, biometric personal data that according to the General Data Protection Regulation (GDPR) constitute special categories of personal data, which entail stricter sanctions for non-compliance. Among other things, the supervisory authority has the right to issue administrative fines of up to EUR 20 million, or four percent of the Combined Company's annual worldwide turnover, whichever is higher, if certain rules are violated. Failure of the Combined Company to comply with the GDPR may result in legal proceedings, civil or administrative penalties and adverse publicity that could have a material adverse effect on the reputation, financial condition and results of the Combined Company.

Compliance risks

The Companies' global operations expose them to risks in relation to sustainability factors and regulatory compliance, including in relation to human rights, employment conditions and corruption in the jurisdictions in which the Companies operate. Violations of anti-corruption laws may result in substantial fines and other criminal, civil or administrative penalties and may have a material adverse effect on the reputation, operations, results of operations and financial condition of the Combined Company. Corruption-related events or allegations against suppliers, employees, customers and other third parties with whom the Companies, and the Combined Company have a future commercial relationship, may result in negative publicity, which may damage the reputation of the Combined Company, even if the Combined Company is not directly involved.

In addition, the Combined Company will be subject to compliance by its employees, suppliers, customers and other third parties with their contractual obligations as well as with laws, regulations, internal governing documents and policies. Violations or non-compliance with these regulations could adversely affect the business and reputation of the Combined Company. Among other things, there is a risk that the Combined Company's subcontractors do not comply with laws and regulations and that they conduct their business in an unethical or environmentally unsustainable manner, for example with regard to the purchase of minerals currently used in Fingerprint Cards' semiconductors. There is an increased awareness of ethical sourcing of minerals (so-called conflict minerals) and in general an increased awareness of environmental issues in society and among the Companies' current and potential customers. If subcontractors to the Combined Company conduct their business unethically or in violation of applicable laws and regulations, there is a risk that the public perception of the Combined Company may be damaged and that the Combined Company's customers will therefore choose to turn to other suppliers of biometric sensors, which would result in reduced market share and lower sales volumes for the Combined Company.

Further, the political, economic and regulatory environment in which the Combined Company operates may be subject to unexpected changes. Changes in economic development or in local, regional or political bodies as a result of, for example, elections or changes in government policies may also result in changes in applicable laws and regulations or changes in the application of applicable laws and regulations. Such changes may limit or prevent the Combined Company's ability to conduct profitable business or enter new markets or increase the risk of non-compliance, which could result in increased operating costs for the Combined Company and have a material adverse effect on the Combined Company's future prospects. The Combined Company may also be subject to additional regulatory requirements in connection with the Combined Company developing new products in new markets.

Risks related to judicial and administrative proceedings

The Companies have from time to time been, and the Combined Company may in the future be, involved in legal and administrative proceedings. Such proceedings may relate to customer agreements, supplier agreements, partnership agreements, employment law issues, intellectual property rights or other matters relating to the obligations and rights of the Combined Company. Legal and administrative proceedings may also arise in connection with acquisitions. In addition, the Combined Company may be subject to investigations and legal proceedings by authorities, including with respect to data protection, competition or other regulatory authorities, in the jurisdictions in which the Combined Company operates. Judicial, administrative and related investigative procedures can be costly and time-consuming, thus disrupting the regular running of the business. The financial, reputational and legal consequences of material disputes are uncertain and pose a very significant risk to the Combined Company. An unfavorable outcome of such disputes or investigations would have a material adverse effect on the Combined Company's business.

Tax-related risks

Precise Biometrics has a residual tax loss from previous years, which as of 31 December 2025 amounted to approximately SEK 785.8 million. In connection with Precise Biometrics' acquisition of EastCoast Solutions AB in November 2021, SEK 662.6 million of the deficit in Precise Biometrics was blocked from

group contributions until 31 December 2026. Accumulated losses may in the future reduce any taxable gains made by the Combined Company. The tax legislation contains certain blocking rules that are relevant in the event of changes in ownership and in the event of compositions in companies with tax losses and entail a risk that existing losses cannot be fully utilized after such a change of ownership (which applies, for example, to the group contribution blocking of SEK 662.6 million) – or that a limitation in time for when the deficit can be utilized is actualized. As of 31 December 2025, Precise Biometrics has not recognized any deferred tax assets attributable to these tax losses; however, Fingerprint Cards has recognized deferred tax assets (attributable to portions of Fingerprint Cards' tax losses) which as of 31 December 2025 amounted to SEK 54.9 million. The rules regarding changes of ownership entail, among other things, that Fingerprint Cards' tax losses will be eliminated in connection with the Merger and thus cannot be utilised by the Combined Company. This means that the deferred tax assets recognised in relation to these losses no longer have any value and will be dissolved. If the loss carry-forwards cannot be used to reduce future profits, this means that the Combined Company's tax expenses will be higher. There is also a risk of future changes in tax laws that could affect the ability to utilize the accumulated tax loss in the Combined Company.

Financial risks

Risks related to future performance and capital needs

Both Precise Biometrics and Fingerprint Cards have historically been operated at a loss and there is a risk that the Combined Company may operate at a loss in the future. A failure to generate sufficient profits could adversely affect the market value of the Combined Company. There is therefore a risk that the Combined Company may in the future be forced to seek new external capital, for example through the issuance of shares and equity-related instruments, or various types of debt financing. For example, Precise Biometrics and Fingerprint Cards jointly announced in connection with the announcement of the Merger Plan on 23 March 2026 that the Combined Company, following the Completion, intends to carry out a rights issue of shares of approximately SEK 110 million (the “**Rights Issue**”) in order to accelerate growth, leverage identified synergies and support the Combined Company's continued global expansion. Precise Biometrics has received guarantee commitments, on customary terms, totaling SEK 45 million from several guarantors for purposes of the Rights Issue. In addition, Precise Biometrics and DNB Bank ASA have entered into an underwriting agreement, subject to customary terms, for an aggregate amount of SEK 35 million. Hence, the Rights Issue is subject to guarantee commitments totaling SEK 80 million. However, the commitments are not secured by bank guarantees, escrow funds or pledges or similar financial arrangements, so there is a risk that such commitments will not be honored. If this risk materializes, it could have a negative impact on the implementation of the Rights Issue.

Furthermore, future capital raising measures may result in dilution of ownership in the Combined Company for those shareholders who choose not to participate in any future share issues. There is also a risk that the Combined Company will then not be able to obtain the necessary financing or that such financing cannot be obtained on terms favorable to existing shareholders. Failure to obtain additional financing at the right time may result in the Combined Company having to postpone, downsize, or terminate operations, which in turn could adversely affect the Combined Company's development opportunities and earning capacity.

Risks related to exchange rates

Precise Biometrics and Fingerprint Cards have operated, and the Combined Company will operate, internationally and thus be exposed to currency risks arising from various currency exposures. The currency risk to which Precise Biometrics and Fingerprint Cards are exposed arises primarily because the Companies' overheads are mainly in Swedish kronor while a significant part of the revenues are generated in foreign currency, which is also expected to be the case for the Combined Company.

Risks related to impairment

As of 31 December 2025, Precise Biometrics reported goodwill of approximately SEK 84.8 million and Fingerprint Cards a goodwill of approximately SEK 118.4 million in the balance sheet, totaling SEK 203.2

million. In the pro forma accounts prepared in connection with the Merger, write-downs have been made of goodwill, patents and other surplus values attributable to Fingerprint Cards. A final acquisition analysis (PPA) will be prepared following the Completion of the Merger, which means that final surplus values, including goodwill, patents and other intangible assets, will be determined and may deviate from the preliminary values reported in the pro forma financial statements.

The valuation of goodwill and other intangible assets arising from the acquisition analysis is highly dependent on estimates of future cash generation and other assumptions. Goodwill is tested for impairment at least once a year or more often when there are indicators of an impairment need. Other intangible assets with a definite useful life, such as patents and technology-related surplus values, are also tested for impairment when indicators of impairment are available. If the Combined Company is required to recognize any significant impairment with respect to goodwill, patents or other intangible assets in the future, it could, depending on the amounts that are written down, have a material adverse effect on the results and financial condition of the Combined Company.

Risks related to the Combined Company's shares

The stock price can be volatile, and the stock price can be affected by several factors

Precise Biometrics' ordinary shares and Fingerprint Cards' B shares are listed on Nasdaq Stockholm. During the period 1 January 2025 – 31 December 2025, Precise Biometrics' share price has been a low of SEK 2.11 and a maximum of SEK 5.77 and a minimum of SEK 14.25 and a maximum of SEK 60.80. Accordingly, the Combined Company's share price may be volatile. The development of the share price depends on a number of factors, some of which are company-specific while others are linked to the stock market as a whole. For example, the stock price may be affected by canceled projects, cooperation agreements, fluctuations in actual or expected results, inability to meet analysts' earnings expectations, changes in general economic conditions, and other factors. The price of the Combined Company's share may also in some cases be affected by competitors' activities and position in the market. There is also a risk that there will not be an active and liquid market for trading in the Combined Company's shares at any given time, which would affect investors' ability to recoup the invested capital, in whole or in part.

Dividends have not been paid historically and may be delayed

Precise Biometrics and Fingerprint Cards have historically not paid dividends and the Combined Company is expected to continue to focus on the development of the business, and available financial resources will be used to finance this. Any future dividends from the Combined Company will depend on a number of factors, such as future performance, financial condition, cash flow, working capital needs and other factors. There is thus a risk that the Combined Company will not have sufficient distributable funds to pay dividends at all or to the extent that shareholders expect in the future, and as long as no dividends are paid, an investor's return will depend solely on the future price development of the share.

Shareholders outside Sweden may be subject to restrictions that prevent or make it difficult to participate in future new share issues

If the Combined Company issues new shares or other securities against cash payment or payment by set-off, the shareholders generally have preferential rights to subscribe for new shares in proportion to the number of shares held prior to the issue. However, shareholders in certain jurisdictions other than Sweden may be subject to restrictions that prevent them from participating in such rights issues or that participation is otherwise made more difficult or limited. For example, shareholders in the United States may be prevented from exercising such preferential rights if the securities and subscription rights are not registered under the Securities Act and if no exemption from the registration requirements under the Securities Act applies. Shareholders in other jurisdictions outside Sweden may be affected in a similar manner if the securities and subscription rights are not registered or approved by competent authorities in these jurisdictions. Precise Biometrics has no obligation to apply for registration under the Securities Act or to apply for equivalent approvals under the laws of any other jurisdiction outside Sweden with respect to securities and to do so in

the future may be impractical and costly. To the extent that the Combined Company's shareholders in jurisdictions outside Sweden are unable to exercise their rights to subscribe for new securities in any rights issues, their proportionate ownership in the Combined Company will be reduced.

Risks related to the Merger

The pro forma financial information is based on assumptions

The pro forma financial information in the Merger Document has been prepared using the Companies' unaudited financial information for the period 1 January – 31 December 2025 and is presented for illustrative purposes only and should not be regarded as an indication of the results or financial position of the Combined Company after the Merger. Certain adjustments and assumptions, which are difficult to accurately reflect, have been made with respect to both Companies and the information on which these adjustments and assumptions are based is preliminary. The assumptions may turn out to be incorrect. In addition, other factors may affect the results and financial position of the Combined Company following the Merger. For these and other reasons, the pro forma historical and pro forma financial information contained in this Merger Document does not necessarily reflect the actual financial position of the Combined Company after the Merger. In the event that the pro forma financial information is incorrect, the picture of the Combined Company may be misleading.

If all conditions are not met or waived, the Merger will not be completed

The Completion of the Merger is subject to the fulfilment or waiver of a number of conditions under the Merger Plan. There can be no assurance as to when the conditions will be met or waived, if at all, or that other events will not occur that delay or result in the Completion of the Merger. The Merger is, inter alia, conditional upon (i) Precise Biometrics' shareholders, at a general meeting of shareholders in Precise Biometrics, approving the Merger Plan and the issue of the ordinary shares constituting the Merger Consideration and approving the board of directors' proposal for new articles of association, (ii) Fingerprint Cards' shareholders, at a general meeting of shareholders in Fingerprint Cards, approving the Merger Plan, (iii) that Nasdaq Stockholm resolves to admit the ordinary shares constituting the Merger Consideration to trading on Nasdaq Stockholm, and (iv) that all permits and approvals from authorities can be obtained on terms acceptable to the Boards, including a decision from the Swedish Inspectorate for Strategic Products ("ISP") to submit the Companies' notification under the Act (2023:560) on the Examination of Foreign Direct Investments (the "FDI Act") without action or to approve the Merger after review. In addition, it is required that neither Precise Biometrics nor Fingerprint Cards have acted in violation of the terms of the Merger Plan. It is not certain that the required resolutions and approvals will be obtained or that the conditions that must be fulfilled for the Completion of the Merger will be met.

Integration and synergy risks

Integration of the Companies' operations may expose the Combined Company's operations to several risks. An effective integration of Precise Biometrics' and Fingerprint Cards' businesses and the realization of related cost and revenue synergies are expected to increase the Combined Company's earnings in both the long and short term, but there is a risk that this will not happen. Unexpected difficulties in the integration or management of the combined businesses could cause the management of the Combined Company to divert its attention from the existing business and also to the expected benefits not being realized within the expected timeframe or at all. If the Combined Company continues to fail to manage the integration, it could have a material adverse effect on the Combined Company's business, financial condition and results.

The Combined Company may not be able to realize all of the benefits anticipated by the Merger

Precise Biometrics and Fingerprint Cards believe that the Merger will bring benefits to the Combined Company. However, there is a risk that some or all of the expected benefits of the Merger will not materialize or will not occur within the expected timeframe. Even if the Combined Company succeeds in successfully integrating Precise Biometrics and Fingerprint Cards' businesses, it may not be possible to realize all the

benefits that the Companies currently expect from the Merger, or to realize these benefits within the timeframe now expected. If management's attention is diverted and delays or difficulties arise in connection with the Merger and the coordination of the two Companies' operations, it could have an adverse effect on the business, financial results, financial condition or price of the Combined Company's shares following the Merger. Failure to materialize all of the expected benefits of the Merger could have a material adverse effect on the Combined Company's business, financial condition and results.

RESPONSIBILITY FOR THE CONTENT OF THE MERGER DOCUMENT

The Merger Document has been prepared as a basis for the resolutions of the general meetings of Fingerprint Cards and Precise Biometrics that will be held on 30 April 2026. Precise Biometrics' board of directors is responsible, to the extent set out in Chapter 29. Section 1, second paragraph of the Swedish Companies Act (2005:551) and the Takeover Rules, for information in the Merger Document. The board of directors of Precise Biometrics hereby declares that, to their knowledge, the information provided in the Merger Document is consistent with the facts, the Board has taken all reasonable precautions to ensure that this is the case and no information that could likely affect its meaning has been omitted.

The board of directors of Fingerprint Cards has prepared the sections "Fingerprint Cards' extraordinary general meeting", "The Merger – Recommendation from, and factors considered by, Fingerprint Cards' board of directors" and "Information about Fingerprint Cards" as well as items (i) and (vii)–(x) in the section "Documents incorporated by reference" as well as other information expressly relating to Fingerprint Cards or the Merger Plan in the sections "Important information", "Risk factors", "Responsibility for the content of the Merger Document", "The Merger" and "Information about the Combined Company". The board of directors of Fingerprint Cards hereby declares that, to their knowledge, these parts provide a correct and fair, if not complete, picture of Fingerprint Cards.

Lund, 9 April 2026

Precise Biometrics AB (publ)
The board of directors

Gothenburg, 9 April 2026

Fingerprint Cards AB (publ)
The board of directors

PRECISE BIOMETRICS' EXTRAORDINARY GENERAL MEETING

Date, time and place

The extraordinary general meeting of Precise Biometrics will be held at Ideon Gateway, Scheelevägen 27 in Lund, on 30 April 2026, at 9.30 a.m. CEST.

Purpose of the extraordinary general meeting

At the extraordinary general meeting, Precise Biometrics' shareholders will be asked to consider and vote on, inter alia, the following resolutions in connection with the Merger:

- (a) approval of the Merger Plan between Precise Biometrics and Fingerprint Cards, attached to this Merger Document;
- (b) amendment of the articles of association regarding limits on the number of shares and share capital; and
- (c) issue of the Merger Consideration.

The resolutions under (a) – (c) above are conditional upon each other and on the Swedish Companies Registration Office's registration of the Merger.

The board of directors of Precise Biometrics' recommendation

The board of directors of Precise Biometrics considers the Merger Consideration to be fair, from a financial point of view. Accordingly, the board of directors of Precise Biometrics unanimously recommends the shareholders of Precise Biometrics to vote in favor of the Merger Plan and the other proposals at the extraordinary general meeting. This view is supported by valuations and assessments conducted by Precise Biometrics' advisors.

Record date – outstanding shares – shares entitled to vote

Only holders of Precise Biometrics shares that are entered in the share register maintained by Euroclear Sweden on 22 April 2026 are entitled to attend and vote at Precise Biometrics' extraordinary general meeting. Precise Biometrics' registered share capital amounts to SEK 23,539,298.1 as of the date of this Merger Document, divided into 78,464,327 shares, each with a quota value of SEK 0.3, of which 77,379,327 ordinary shares, which entitle to 1 vote per share, and 1,085,000 C shares, which entitle to 0.1 votes per share.

Precise Biometrics currently holds all of its own 1,085,000 C shares, which cannot be represented at the extraordinary general meeting.

Majority requirements

Both the resolution to approve the Merger Plan, amendment of the articles of association, and the resolution to issue the Merger Consideration must be supported by shareholders representing at least two thirds majority of the votes cast and the shares represented at the meeting.

Voting and proxies

A shareholder who wishes to participate in the extraordinary general meeting must (i) be recorded as a shareholder in the share register maintained by Euroclear Sweden AB relating to the circumstances on 22 April 2026, and (ii) no later than 24 April 2026, give notice of participation by post to Precise Biometrics AB, Attn: EGM 2026, Scheelevägen 27, SE-223 63 Lund, Sweden or via e-mail to bolagsstamma@precisebiometrics.com. When providing such notice, the shareholder shall state name, personal or corporate registration number, address, telephone number and the number of any accompanying assistant(s) (maximum two assistants) as well as information about any proxy.

If a shareholder is represented by proxy, a written, dated proxy for the representative must be issued. A proxy form is available on the company's website, www.precisebiometrics.com. If the proxy is issued by a legal entity, a certificate of registration or equivalent certificate of authority should be enclosed. To facilitate the registration at the extraordinary general meeting, the proxy and the certificate of registration or equivalent certificate of authority should be sent to the company as set out above so it is received no later than 29 April 2026.

To be entitled to participate in the extraordinary general meeting, a shareholder whose shares are held in the name of a nominee must, in addition to providing notification of participation, register its shares in its own name so that the shareholder is recorded in the share register relating to the circumstances on 22 April 2026. Such registration may be temporary (so-called voting right registration) and is requested from the nominee in accordance with the nominee's procedures and in such time in advance as the nominee determines. Voting right registrations completed by the nominee not later than 24 April 2026 are taken into account when preparing the share register.

FINGERPRINT CARDS' EXTRAORDINARY GENERAL MEETING

Date, time and place

Fingerprint Cards' extraordinary general meeting will be held at KANTER Advokatbyrå's premises at Engelbrektsgatan 3, 114 32 Stockholm, Sweden, on 30 April 2026, at 10.00 a.m. CEST.

Purpose of the meeting

Fingerprint Cards' shareholders will be asked at the extraordinary general meeting to consider and vote on the following resolutions in connection with the Merger:

- (a) approval of the Merger Plan between Precise Biometrics and Fingerprint Cards, which is attached to this Merger Document;
- (b) amendment of the articles of association regarding limits on the number of Board members; and
- (c) reduction of the share capital for loss coverage.

The board of directors of Fingerprint Cards' recommendation

The board of directors of Fingerprint Cards considers the Merger Consideration to be fair, from a financial point of view, for the shareholders in Fingerprint Cards, and unanimously recommends the shareholders of Fingerprint Cards to vote in favor of the Merger Plan at the extraordinary general meeting. This view is supported by a fairness opinion from Grant Thornton Sweden AB, dated 20 March 2026, to the effect that, as of such date and based upon and subject to the assumptions and limitations set forth therein, the Merger Consideration to be received in the Merger is fair, from a financial point of view, to the shareholders in Fingerprint Cards.

Record date – outstanding shares – voting shares

Only holders of Fingerprint Cards shares that are entered in the share register maintained by Euroclear Sweden on 22 April 2026 are entitled to attend and vote at Fingerprint Cards' extraordinary general meeting. As of the date of this Merger Document, Fingerprint Cards' registered share capital amounts to SEK 162,023,501.667533 divided into 7,587,687 shares, each with a quota value of SEK 21.353477, of which 3,937 are A shares and 7,583,750 are B shares.

Fingerprint Cards currently holds 1,900 of its own B shares, which cannot be represented at the extraordinary general meeting.

Majority requirements

The resolution to approve the Merger Plan must be supported by a two-thirds majority of both the votes cast and the shares represented at the meeting. The majority requirement applies to both of the share classes in Fingerprint Cards.

Voting and proxies

Shareholders who wish to participate in the extraordinary general meeting must be entered in the share register maintained by Euroclear Sweden on Wednesday 22 April 2026, and give notice of their intention to participate or cast a postal vote no later than Friday 24 April 2026.

Registration is made via <https://www.fpc.com/investor/corporate-governance/general-meetings/>, by telephone on +46 (0) 771-24 64 00, by e-mail to proxy@computershare.se or by mail to Computershare AB, “Fingerprint Cards AB EGM 2026”, Box 149, SE-182 12 Danderyd, Sweden.

Shareholders who wish to exercise their voting rights at the extraordinary general meeting by postal voting shall do so in one of the following ways.

1. Website Voting: Voting may be submitted electronically through signing with Bank-ID on the Company’s website, <https://www.fpc.com/investor/corporate-governance/general-meetings/>.
2. E-mail Voting: Voting may be submitted by completing the voting form available on the Company’s website, <https://www.fpc.com/investor/corporate-governance/general-meetings/>, and then e-mailing such form to the e-mail address proxy@computershare.se, together with any power of attorney and/or other authorization documents (see below).
3. Regular mail: Voting may be submitted by completing the voting form available on the Company’s website, <https://www.fpc.com/investor/corporate-governance/general-meetings/>, and after completion sending a physical copy (i.e., printed out) of such form, together with any power of attorney and/or other authorization documents (see below) to the following address: Computershare AB, “Fingerprint Cards AB EGM 2026”, Box 149, SE-182 12, Danderyd, Sweden.

Shareholders whose shares are registered in the name of a nominee, through a bank or other nominee, must, in order to be entitled to participate in the extraordinary general meeting, temporarily re-register the shares in their own name with Euroclear Sweden AB. Such re-registration, so-called voting rights registration, must be completed no later than Friday 24 April 2026, which means that shareholders who wish to receive such re-registration must notify their nominee of this well in advance of the said date.

If a shareholder intends to be represented by a proxy, a power of attorney shall be issued for the proxy. The power of attorney must be in writing, dated and signed by the shareholder. If the shareholder is a legal entity, a copy of a valid certificate of registration or, if such a document does not exist, a corresponding document of authority must be attached to the notification. To facilitate registration at the meeting, the original power of attorney and certificate of registration should be received by the company at the above address no later than 22 April 2026. If the power of attorney and other authorization documents have not been submitted in advance, the original power of attorney and other authorization documents must be presented at the meeting. A proxy form will be available on Fingerprint Cards’ website <https://www.fpc.com/investor/corporate-governance/general-meetings/>, and will be sent to shareholders who contact the company and state their address.

THE MERGER

The following is a description of the material aspects of the Merger. Precise Biometrics and Fingerprint Cards encourage a careful reading of this entire Merger Document, including the Merger Plan attached to this Merger Document, for a more complete description of the Merger.

Information in this section contains estimates of future expected synergies and other so-called forward-looking statements. Forward-looking statements do not constitute a guarantee of future performance or development and actual results may differ materially from those expressed in forward-looking statements. See also the sections “Important information - Forward-looking statements” and “Risk factors”.

Introduction

On 23 March 2026, Precise Biometrics’ board of directors and Fingerprint Cards’ board of directors adopted and published the Merger Plan, pursuant to which Precise Biometrics’ board of directors and Fingerprint Cards’ board of directors have agreed on a merger of the Companies’ businesses through the Merger. For a summary of the Merger Plan, please refer to the “*Merger Plan*” section below.

The Merger will be carried out as a merger under Swedish company law with Precise Biometrics as the transferee company and Fingerprint Cards as the transferor company, whereby assets and liabilities, rights and obligations related to Fingerprint Cards will be transferred to Precise Biometrics for consideration in the form of the Merger Consideration that will be paid to Fingerprint Cards’ shareholders. Precise Biometrics’ shareholders will not receive any new shares in connection with the Merger, provided that such shareholder is not also a shareholder in Fingerprint Cards as of the record date prior to the Merger. Following the Completion, the Merger Consideration will be admitted to trading on Nasdaq Stockholm and the Combined Company will continue to be listed on Nasdaq Stockholm.

The Merger is subject to, among other things, approvals by general meetings of both Companies. The extraordinary general meetings of Fingerprint Cards and Precise Biometrics will be held on 30 April 2026. The date of registration with the Swedish Companies Registration Office, as well as the Completion, is expected to be in the beginning of the third quarter of 2026 and is subject to the fulfilment of the conditions for the Merger set out under “*Conditions for the Merger*” in the Merger Plan. For an indicative timetable, see “*Indicative timetable*” below.

Background and reasons for the Merger

The Boards expect the Merger to generate meaningful cost synergies through the consolidation of administration, streamlined operations, and optimized resource utilization. Identified operating cost synergies are estimated at an annual run-rate of at least SEK 45 million. The improved cost base, combined with the strengthened financial profile of the combined group, is expected to generate double-digit EBITDA margins following synergy realization. The integration of operations is expected to commence immediately following completion of the Merger. Restructuring costs are estimated at approximately SEK 25 million in aggregate, with the vast majority expected to be incurred and recognized during 2026.

The biometrics and identity market is seeing rising demand as higher security requirements and increasingly sophisticated cyber and identity threats drive the need for secure and seamless authentication solutions. Biometric technologies are increasingly adopted as they combine high levels of security with convenient user experiences across both physical and digital environments. At the same time, the market is highly fragmented, comprising numerous sub-scale businesses with strong technology and novel modalities, with limited commercial reach and insufficient scale. Together, these dynamics create a compelling opportunity for market consolidation.

The Merger directly addresses the structural dynamics in the market, and the growing competitive advantages of scale, bringing together two businesses complementary in capabilities and commercial presence. The Merger will create a combined business with a stronger offering, a strengthened commercial reach, realize meaningful synergies, and establish a profitable foundation with necessary scale for future organic growth and consolidation.

Precise Biometrics is a global provider of biometrics and access control software. The company develops software and algorithms for biometric authentication, processing over 100,000 secure biometric verifications every second, used across mobile devices, physical access control, and government identity programs, amongst others. Precise Biometrics' biometric software is delivered primarily to global sensor manufacturers through a licensing model. In addition, Precise Biometrics delivers turn-key solutions for physical access and visitor management through an enterprise SaaS model, which was successfully expanded through the acquisition of EastCoast Solutions in 2021.

Fingerprint Cards is a global biometrics hardware and systems provider, with its sensors already embedded and in active use in nearly two billion devices worldwide. Built on deep manufacturing expertise and long-standing relationships with leading OEMs, Fingerprint Cards provides the biometric hardware and authentication systems that verify identity at the point of use, deployed and managed at scale across global device fleets and enterprise environments. Having successfully transitioned from a mobile fingerprint sensor supplier into a biometrics system provider, Fingerprint Cards today serves high-value segments including consumer products, payments, secure enterprise access, and digital identity.

The Merger combines capabilities within hardware, software, and identity solutions within one single provider. The Combined Company will be able to offer a strengthened, multi-modal product portfolio within both physical and digital access, delivered through AI-driven and cloud-based technology. This will create a stronger ability to serve enterprise, government and consumer markets within high-demand segments such as identity, authentication, access, and cybersecurity. By offering hardware and software from one single provider, the Combined Company can increase customer relevance and stickiness, strengthen confidence amongst partners, and improve win-rates.

The Merger also brings together complementary go-to-market footprints, providing the Combined Company with wider and more scalable commercial reach. The strengthened product portfolio enables the Combined Company to capture higher share of customer wallets through upselling and cross-selling across the combined customer portfolio. Furthermore, the wider commercial reach and relevance of the Combined Company enhance the ability to target and win in new customer segments globally.

The Merger represents the first step in a broader consolidation journey. As synergies are realized, the Combined Company will be able to utilize its scale to take an active part in the industry consolidation through selective acquisitions within portfolio consolidation and expansion of capabilities. Against this background, the board of directors believe that the Merger will create significant added value for both shareholders and other stakeholders.

For information on the reasons for the Merger as set out in the Merger Plan, please refer to the section *“Information about the Combined Company – Reasons for the Merger and expected synergies”*.

The Merger Consideration

Precise Biometrics shall pay Merger Consideration to Fingerprint Cards' shareholders as set out below.

One (1) share in Fingerprint Cards, irrespective of share class, entitles the holder to receive nine (9) new ordinary shares in Precise Biometrics. New shares in Precise Biometrics will be issued to Fingerprint Cards' shareholders in proportion to their existing shareholdings in Fingerprint Cards in the ratio of 9:1. The number of ordinary shares to be issued as Merger Consideration will be based on the number of outstanding shares

in Fingerprint Cards at the Completion (excluding treasury shares and any shares held by Precise Biometrics).² Under the assumption that the number of outstanding shares at the Completion of the Merger is the same as of the date of this Merger Document, the total number of newly issued ordinary shares in Precise Biometrics will amount to 68,272,083. Accordingly, the total number of shares in the Combined Company after the Completion of the Merger would amount to 146,736,410 consisting of 145,651,410 ordinary shares and 1,085,000 C shares³. The shareholders of Fingerprint Cards will thus hold approximately 47 percent of the shares and votes in the Combined Company (excluding any dilution that may arise as a result of the exercise of the Substitute Warrants (as defined below in the section “*The Merger – Warrants of series 2025:1 and employee stock options in Fingerprint Cards*”)).

The Merger Consideration has been determined with the intention of achieving a fair distribution of the value in the Combined Company between the shareholders in Precise Biometrics and Fingerprint Cards, respectively. In determining a fair Merger Consideration for both Precise Biometrics’ and Fingerprint Cards’ shareholders, the Boards have taken a number of factors into consideration. The Boards have primarily considered the respective companies’ current market capitalization and the observable relative market capitalization over time between the companies. Moreover, the Boards have taken into account and determined that a certain premium for the shares in Fingerprint Cards in relation to the market capitalization at the time of this Merger Plan is motivated.

Precise Biometrics has issued ordinary shares which are listed on Nasdaq Stockholm and C shares which are not listed on any marketplace. Each ordinary share carries one (1) vote and each C share carries one tenth (1/10) of a vote at general meetings. The market capitalization for Precise Biometrics has been determined as the total number of shares in Precise Biometrics multiplied with the price for the ordinary shares listed on Nasdaq Stockholm. On 20 March 2026, which was the last trading day prior to the announcement of the Merger, the closing price of the Precise Biometrics ordinary share on Nasdaq Stockholm was approximately SEK 2.0.

Fingerprint Cards has issued B shares which are listed on Nasdaq Stockholm and A shares which are not listed on any marketplace. Each B share carries one (1) vote and each A share carries ten (10) votes at general meetings. The market capitalization for Fingerprint Cards has been determined as the total number of shares in Fingerprint Cards multiplied with the price for the B shares listed on Nasdaq Stockholm. On 20 March 2026, which was the last trading day prior to the announcement of the Merger, the closing price of the Fingerprint Cards B share on Nasdaq Stockholm was approximately SEK 16.0.

The Boards have, in addition to the market capitalization, as described above, considered a number of additional valuation methods such as relative valuation both vis-à-vis comparable companies and between the companies, using multiples and discounted cash flow valuation.

Based on the closing price of approximately SEK 2.0 of Precise Biometrics’ ordinary share on Nasdaq Stockholm on 20 March 2026, the Merger Consideration represents a premium of approximately 12 percent compared to the closing price of approximately SEK 16.0 of Fingerprint Cards’ B share on Nasdaq Stockholm on 20 March 2026, the last trading day before the announcement of the Merger and (ii) approximately 1.4 percent compared to the volume weighted average share price of approximately SEK 17.6 of Fingerprint Cards’ B share on Nasdaq Stockholm during the 30 trading days up to and including the announcement of the Merger. The Merger Consideration values Fingerprint Cards at approximately SEK 135.7 million.

The shareholders registered in the share register of Fingerprint Cards on the date of Completion will be entitled to receive Merger Consideration.

² At the date of this Merger Document, there are 77,379,327 outstanding ordinary shares in Precise Biometrics and 7,585,787 outstanding shares in Fingerprint Cards (excluding shares held in own custody). As of the date of this Merger Document, there are also 1,085,000 C shares outstanding in Precise Biometrics, which are held by Precise Biometrics, and 1,900 B shares outstanding in Fingerprint Cards, which are held by Fingerprint Cards.

³ All C shares are held by Precise Biometrics to ensure delivery of shares under a long-term share bonus program resolved by the 2022 annual general meeting.

Unless otherwise stated below, the Merger Consideration will be accounted for by Euroclear Sweden registering the number of shares in Precise Biometrics on the securities account of each duly entitled person following registration of the Merger with the Swedish Companies Registration Office. Meanwhile, the shareholding in Fingerprint Cards of such persons will be deregistered from the same account. Thus, the Merger Consideration will be distributed automatically and no actions will be required from the shareholders of Fingerprint Cards in relation thereto. The new ordinary shares in Precise Biometrics distributed as Merger Consideration shall carry full shareholder rights as from the date of their registration with the Swedish Companies Registration Office.

If shares in Fingerprint Cards are pledged on the date of account of the Merger Consideration, account thereof shall, as a result, be made to the pledgee. If shares in Fingerprint Cards are registered with a nominee, account thereof shall, as a result, be made to the nominee.

The Merger is expected to be registered in the beginning of the third quarter of 2026.

In order to enable the issuance of shares as Merger Consideration, the board of directors of Precise Biometrics will also propose that the general meeting resolves to amend the articles of association.

The ordinary shares in Precise Biometrics issued as Merger Consideration to the shareholders of Fingerprint Cards shall carry rights to dividends for the first time on the record date that occurs following Completion. Shareholders will be entitled to dividends in accordance with the provisions of the articles of association of the Combined Company. The number of ordinary shares to be issued as Merger Consideration will be based on the number of shares outstanding at the Completion (excluding treasury shares and any shares held by Precise Biometrics).

Precise Biometrics does not hold or control any shares in Fingerprint Cards or any other financial instruments, which give Precise Biometrics a financial exposure equivalent to a shareholding in Fingerprint Cards. Precise Biometrics has not acquired any shares in Fingerprint Cards during the last six months prior to the announcement of the Merger.

Fingerprint Cards does not hold or control any shares in Precise Biometrics or any other financial instruments which give Fingerprint Cards a financial exposure equivalent to a shareholding in Precise Biometrics. Fingerprint Cards has not acquired any shares in Precise Biometrics during the last six months prior to the announcement of the Merger.

Precise Biometrics has agreed not to acquire any shares in Fingerprint Cards, and Fingerprint Cards has agreed not to acquire any shares in Precise Biometrics, until the completion of the Merger.

Under the assumption that the number of shares outstanding at Completion is the same as of the date of this Merger Document, the aggregate number of newly issued ordinary shares in Precise Biometrics will be 68,272,083. On this basis, the total number of shares in the Combined Company following Completion will be 146,736,410, consisting of 145,651,410 ordinary shares and 1,085,000 C shares. The shareholders of Fingerprint Cards would, thus, in total, own approximately 47 percent of the shares and votes in the Combined Company (excluding any dilution that may arise as a result of the exercise of the Substitute Warrants (as defined below in the section "*The Merger – Warrants of series 2025:1 and employee stock options in Fingerprint Cards*"). Any shares in Fingerprint Cards held by or on behalf of Fingerprint Cards will be cancelled in accordance with the provisions in the Companies Act.

Premium, distribution of ownership and dilution

Based on the closing price of approximately SEK 2.0 of Precise Biometrics' ordinary share on Nasdaq Stockholm on 20 March 2026, the Merger Consideration represents a premium of approximately 12 percent compared to the closing price of approximately SEK 16.0 of Fingerprint Cards' B share on Nasdaq

Stockholm on 20 March 2026, the last trading day before the announcement of the Merger and (ii) approximately 1.4 percent compared to the volume weighted average share price of approximately SEK 17.6 of Fingerprint Cards' B share on Nasdaq Stockholm during the 30 trading days up to and including the announcement of the Merger. The Merger Consideration values Fingerprint Cards at approximately SEK 135.7 million.

The number of shares issued to Fingerprint Cards' shareholders as Merger Consideration will be based on the number of Fingerprint Cards shares outstanding at the date when the Merger is registered with the Swedish Companies Registration Office (the "Completion"), excluding any shares held in treasury. Under the assumption that the number of shares outstanding at Completion is the same as of the date of this Merger Plan, the aggregate number of newly issued ordinary shares in Precise Biometrics will be 68,272,083. On this basis, the total number of shares in the Combined Company following Completion will be 146,736,410, consisting of 145,651,410 ordinary shares and 1,085,000 C shares. The shareholders of Fingerprint Cards would, thus, in total, own approximately 47 percent of the shares and votes in the Combined Company (excluding any dilution that may arise as a result of the exercise of the Substitute Warrants, as defined below).

Warrants of series 2025:1 and employee stock options in Fingerprint Cards

Warrants of series 2025:1

In connection with Fingerprint Cards' rights issue of units comprising B shares and warrants entitling to subscription for B shares, which was resolved upon by the board of directors on 17 December 2024, and approved by the general meeting on 17 January 2025, a total of 1,917,864,768 warrants of series 2025:1 were issued (the "**Warrants**") (TO8). The Warrants are traded on Nasdaq Stockholm.

In connection with the Merger, the Warrant holders will have the opportunity to either (i) transfer their Warrants in exchange for warrants with corresponding rights in the Combined Company (the "**Substitute Warrants**"), in accordance with the terms and conditions of the Warrants, or (ii) have their Warrants purchased by Precise Biometrics at a price of approximately SEK 0.0010⁴ per Warrant, representing a premium of 12 percent compared to the closing price of SEK 0.0009 per Warrant on Nasdaq Stockholm on 20 March 2026. Warrant holders will be contacted separately in connection with completion of the Merger for purposes hereof, and Warrant holders not choosing to receive Substitute Warrants will, without any further action being required, have their Warrants purchased by Precise Biometrics at the price set out above and, in connection therewith, the consideration for the Warrants will be paid into the Warrant holder's securities account.

Employee stock options

The annual general meeting in Fingerprint Cards held on 24 June 2025 resolved to adopt an employee stock option program for employees ("**ESOP 2025/2028**") and an employee stock option program for board members ("**ESOP 2025/2029**").

ESOP 2025/2028 comprises 265,569 allotted employee stock options. Subject to vesting during 2026, 2027 and 2028, each vested employee stock option can be exercised by the holder between 1 September 2028 and 1 November 2028 for subscription of one (1) new B share in Fingerprint Cards at an exercise price of SEK 33. 265,569 warrants have been issued and are held by Fingerprint Cards to ensure delivery of shares to the participants in ESOP 2025/2028. ESOP 2025/2028 is administrated by the board of directors of Fingerprint Cards.

⁴ The price per Warrant amounts to SEK 0.001008.

ESOP 2025/2029 comprises 113,815 allotted employee stock options. Subject to vesting during 2026, 2027, 2028 and 2029, each vested employee stock option can be exercised by the holder between 1 September 2029 and 1 November 2029 for subscription of one (1) new B share in Fingerprint Cards at an exercise price of SEK 38.50. No warrants have been issued to ensure delivery of shares to the participants in ESOP 2025/2029. ESOP 2025/2029 is administrated by the nomination committee of Fingerprint Cards.

Under the terms and conditions of ESOP 2025/2028 and ESOP 2025/2029, all allotted employee stock options shall vest and be prematurely exercisable upon a change of control by, inter alia, the Merger. The board of directors of Fingerprint Cards has, in accordance with the terms and conditions of ESOP 2025/2028, resolved (i) that the employee stock options shall, conditional upon the approval of the Merger Plan by the general meeting, be exercisable in advance up until and including the date of the general meeting for the approval of the Merger Plan, and (ii) that exercised employee stock options shall be settled in cash, whereby it is noted that the strike price and the transaction value implied by the merger consideration mean that the cash amount payable per exercised stock option will be zero (0). Outstanding employee stock options not exercised pursuant to the foregoing shall automatically be forfeited. The warrants issued in connection with ESOP 2025/2028 will be cancelled in connection with completion of the Merger. The nomination committee of Fingerprint Cards has made a corresponding resolution with respect to the employee stock options under ESOP 2025/2029, in accordance with the terms and conditions of ESOP 2025/2029.

Apart from the above, there are no other warrants, convertibles or other securities providing the holder with special rights in Fingerprint Cards.

Recommendation from, and factors considered by, Precise Biometrics' board of directors

After careful consideration, and in consultation with Precise Biometrics' management and external advisors, Precise Biometrics' board of directors believes that the Merger Plan and the Merger are recommendable, are reasonable and that they are in the best interest of Precise Biometrics and its shareholders. On 23 March 2026, Precise Biometrics' board of directors resolved to approve the Merger Plan between Precise Biometrics and Fingerprint Cards. Accordingly, the board of directors of Precise Biometrics unanimously recommends the shareholders of Precise Biometrics to vote in favor of the Merger Plan at the extraordinary general meeting of Precise Biometrics, which will be held on 30 April 2026. In support of this opinion, Precise Biometrics' board of directors considered a number of factors, including, but not limited to, the following:

- The benefits described above and which the Companies' boards estimates will arise as a result of the Merger, including the establishment of a leading multimodal biometrics platform and an expansion of the product offering. Refer to the section "*Information about the Combined Company – Reasons for the Merger and expected synergies*" above.
- Precise Biometrics has knowledge of Fingerprint Cards' management, operations, results, financial position, market position and future income and prospects.
- Potential risks and costs associated with the Merger, including the risk that all expected benefits of the Merger will not materialize or that they will not materialize within the expected timeframe.
- The risk that the Merger will not be completed or that the Completion will be unreasonably delayed, including as a result of circumstances beyond the control of the parties.

This statement of information and circumstances includes the material circumstances that have been taken into account by Precise Biometrics' board of directors, but the statement is not intended to be exhaustive. In view of the wide variety of circumstances considered, and the complexity thereof, the board of directors of Precise Biometrics has not quantified or attributed any relative or specific weight to the various circumstances that were taken into account when the board of directors decided to adopt and approve the

Merger Plan and the Merger. Rather, Precise Biometrics' board of directors sees its recommendation as based on all information presented and all circumstances that have been taken into account, including discussions with Precise Biometrics' management and its advisors.

Recommendation from, and factors considered by, Fingerprint Cards' board of directors

Fingerprint Cards' board of directors' opinion regarding the Merger is based on an assessment of a number of factors that Fingerprint Cards' board of directors has deemed relevant in connection with the evaluation of the Merger.

After careful consideration, and in consultation with Fingerprint Cards' management and external advisors, Fingerprint Cards' board of directors believes that the Merger Plan and the Merger are recommendable, reasonable and that they are in the best interests of Fingerprint Cards and its shareholders. On 23 March 2026, Fingerprint Cards' board of directors resolved to approve the Merger Plan between Fingerprint Cards and Precise Biometrics. Accordingly, Fingerprint Cards' board of directors recommends that its shareholders approve the Merger Plan at Fingerprint Cards' extraordinary general meeting, which will be held on 30 April 2026. In order to support this view, Fingerprint Cards' board of directors considered a number of factors, including, but not limited to, the following:

- The benefits described above and which the Companies' boards believe will arise as a result of the Merger, including the establishment of a leading multimodal biometrics platform and an expansion of the product offering. Refer to the section "*Information about the Combined Company – Reasons for the Merger and expected synergies*" above.
- The so-called fairness opinion of Grant Thornton Sweden AB, dated 20 March 2026, which states that, as of that date and based on and subject to the assumptions and limitations set forth therein, the Merger Consideration received in the Merger is fair, from a financial point of view, to the shareholders of Fingerprint Cards. See further under the section "*Fairness opinion from Grant Thornton Sweden AB*".
- That the Merger Consideration corresponds to a premium of approximately 12 percent compared to the closing price of Fingerprint Cards' B share on 20 March 2026, the last trading day prior to the announcement of the Merger.
- That the Combined Company, following the Completion of the Merger, intends to carry out a rights issue of shares of approximately SEK 110 million, which is subject to guarantee commitments of approximately SEK 80 million. See further "*– Rights issue after the Merger, etc.*" below.
- Potential risks and costs associated with the Merger, including the risk that all expected benefits of the Merger will not materialize or that they will not materialize within the expected timeframe.
- The risk that the Merger will not be completed or that the Completion will be unreasonably delayed, including as a result of circumstances beyond the control of the parties.

For the complete statement from the board of directors of Fingerprint Cards in relation to the Merger, see section "*Statement from the board of directors of Fingerprint Cards in relation to the Merger below*".

This statement of information and circumstances includes the material circumstances that have been taken into account by Fingerprint Cards' board of directors, but the statement is not intended to be exhaustive. In view of the wide variety of circumstances considered, and the complexity thereof, the board of directors of Fingerprint Card has not quantified or attributed any relative or specific weight to the various circumstances that were taken into account when the board of directors decided to adopt and approve the Merger Plan and

the Merger. Fingerprint Cards' board of directors sees it rather as its recommendation being based on all information presented and all circumstances that have been taken into account, including discussions with Fingerprint Cards' management and its advisors.

Rights issue after the Merger, etc.

Following completion of the Merger, the Combined Company intends to raise approximately SEK 110 million through the Rights Issue. Net proceeds from the Rights Issue will be used to accelerate growth, capture identified synergies and support continued expansion of the Combined Company globally. Precise Biometrics has received guarantee commitments, on customary terms, totaling SEK 45 million from several guarantors for purposes of the Rights Issue. In addition, Precise Biometrics and DNB Bank ASA have entered into an underwriting agreement, subject to customary terms, for an aggregate amount of SEK 35 million. Hence, the Rights Issue is subject to guarantee commitments totaling SEK 80 million. A remuneration of eleven (11) percent is paid for the guarantee commitments and underwriting agreement. Neither the guarantee undertakings nor the commitment under the underwriting agreement is secured by bank guarantees, blocked funds, pledged assets or the like.

Final terms of the Rights Issue will be determined by the board of directors of the Combined Company at a later date, based on the prevailing market conditions at the time of the Rights Issue. Precise Biometrics intends to propose that the annual general meeting of Precise Biometrics, to be held on 21 May 2026, resolves on an issue authorization that enables the Rights Issue.

In order to strengthen Fingerprint Cards' short-term working capital requirements until completion of the Merger, Fingerprint Cards has procured bridge financing of in total SEK 20 million.

Interests and conflicts of interest

DNB Carnegie Investmentbank AB (publ) is acting as financial advisor and Advokatfirman Vinge KB is acting as legal advisor to Precise Biometrics in connection with the Merger. DNB Carnegie will receive pre-agreed remuneration for services rendered in connection with the Merger and Advokatfirman Vinge will receive remuneration for services rendered on a current account. In addition, DNB Carnegie Investmentbank AB (publ) and Advokatfirman Vinge have no financial or other interests in the Merger.

KANTER Advokatbyrå KB and Legal Works Group are legal advisors to Fingerprint Cards in connection with the Merger and will receive compensation for services rendered on a current account. In addition, KANTER Advokatbyrå KB and Legal Works Group have no financial or other interests in the Merger.

INFORMATION ABOUT THE COMBINED COMPANY

The sections below provide an overview of the Merger and the Combined Company. It is based, inter alia, on the assumption that the Merger and the combination of Precise Biometrics and Fingerprint Cards will be completed in the manner and according to the timetable set out in this Merger Document. However, there is no assurance that the Merger will be completed or that the Companies will be combined in the manner or within the timeframe set forth in this Merger Document, which could result in the statements below relating to the Combined Company not materializing. Refer to the section “Risk Factors” above and the section “Conditions for the Merger” in the Merger Plan.

Information in this section contains estimates of future expected synergies and other so-called forward-looking statements. Forward-looking statements do not constitute a guarantee of future performance or development and actual results may differ materially from those expressed in forward-looking statements. See also the sections “Important information - Forward-looking statements” and “Risk factors”.

General

The Combined Company will be a complete biometrics and identity company, offering integrated hardware and software solutions spanning physical and digital security across enterprise, government, and consumer segments. The combined offering spans multiple biometric modalities, including fingerprint, iris, face, and palm, addressing the full spectrum of authentication, identification, and access control. With a global go-to-market organization and offices across multiple geographies, the Combined Company will be well-positioned to address the growing global demand for secure and seamless biometrics and identity management solutions.

The Combined Company’s preliminary combined revenue for the financial year ended 31 December 2025 was approximately SEK 156 million, with a pro forma EBITDA of SEK -19 million, which including expected annual run-rate cost synergies would have corresponded to a positive EBITDA of MSEK 26, demonstrating that the Combined Company is expected to be profitable following synergy realization.

The Combined Company will operate under the brand name Precise Biometrics, bringing together the combined companies into one unified market identity. The Precise Biometrics brand will serve as the commercial face of the Combined Company across all customer segments and geographies following completion of the Merger.

The Combined Company will be headquartered in Lund, Sweden. The Combined Company’s full office footprint across Europe, North America, and Asia Pacific will be determined following a thorough review of both businesses in the period after completion of the Merger. There are currently no decisions on any material changes to the locations of the business.

Business description of the Combined Company

Following the Completion of the Merger, Fingerprint Cards’ operations will be transferred to the Combined Company. The Merger will thus entail a change in Precise Biometrics’ current operations, which are described under the section “*Information about Precise Biometrics - Business Description*” below, in the form of an expansion of the business including Fingerprint Cards’ current operations, which are described below in the section “*Information about Fingerprint Cards - Business Description*”.

Market overview for the Combined Company

Following the Completion of the Merger, Fingerprint Cards' operations will be transferred to the Combined Company. The Merger will thus entail a change in Precise Biometrics' current market, which is described under the section "*Information about Precise Biometrics - Market overview*" below, in the form of an expansion of the business including Fingerprint Cards' current market, which is described below in the section "*Information about Fingerprint Cards - Market overview*".

Synergies

The Merger is expected to create substantial value for the shareholders of the Combined Company through synergies arising from the consolidation of the two Companies' operations and overlapping functions.

OPEX synergies: In total, annualized OPEX synergies are estimated at a minimum of SEK 45 million, representing approximately 29 percent of the Combined Company's 2025 pro forma revenue. The identified synergies are expected to be realized across four principal areas: consolidation of corporate administration functions; reduction of broader corporate overhead, including office rationalization and elimination of external expenditure on IT/tooling, licenses, consultants, and removal of duplicate costs associated with being a listed company; streamlining of product development by deploying Precise Biometrics' algorithm developers to support Fingerprint Cards' software needs; and rationalization of overlapping sales and commercial coverage across products, accounts, and geographies.

Restructuring costs: The integration of operations is expected to commence immediately following completion of the Merger. Restructuring costs are estimated at approximately SEK 25 million in aggregate, with the vast majority expected to be incurred and recognized during 2026.

Board of directors, management and employees

Continuity of leadership through the integration period is provided by the retention of the Precise Biometrics CEO Joakim Nydemark, who will lead the management of the Combined Company. Adam Philpott will continue as CEO of Fingerprint Cards until the completion of the Merger and will ensure a smooth transition and integration. Adam Philpott, CEO of Fingerprint Cards, and Christian Lagerling, Chairman of the board of directors of Fingerprint Cards, are expected to join the board of the Combined Company.

For a further description of Precise Biometrics' board of directors and management, refer to the section "*Information about Precise Biometrics – Precise Biometrics' board of directors, management and auditor*" below. All members of the board of directors and senior executives can be reached via Precise Biometrics' address: Scheelevägen 27, SE-223 63 Lund, Sweden.

There is no conflict of interest as a result of the Combined Company's directors and management fulfilling their obligations to the Combined Company and their private interests or other obligations.

The Combined Company will conduct a thorough review after the Merger in order to take advantage of the synergies and scale benefits that the Merger is expected to bring. Changes resulting from the Merger regarding employment and operations in the locations where Fingerprint Cards and Precise Biometrics currently operate will be examined in more detail. The measures to be implemented in connection with the Merger will be determined after a thorough review of both businesses during the period following the completion of the Merger. There are currently no decisions on any material changes to Precise Biometrics'

or Fingerprint Cards' employees or to the existing organization and operations, including the terms of employment and locations of the business.

Ownership structure

According to the Merger Plan, Fingerprint Cards' shareholders will hold approximately 47 percent of the capital and votes in the Combined Company. The illustrative table below shows the ownership in the Combined Company, as if the Merger had been completed based on the most recent available shareholder information. Please note that the illustrative table does not include any shares that may be issued as a result of the exercise of the Substitute Warrants.

Shareholders	Capital (%)	Votes (%)
Egis Technology Inc	2.7	2.7
Avanza Pension (Precise Biometrics)	2.4	2.4
Avanza Pension (Fingerprint Cards)	2.3	2.4
Nordnet Pension (Precise Biometrics)	2.0	2.0
RM International AB	0.9	0.9
Peter Hoglin	0.9	0.9
Niels Henrik Balle	0.8	0.8
Precise Biometrics AB (publ)	0.7	0.1
Timo Hiltunen	0.7	0.7
Lars Ingvarsson	0.6	0.6
Top 10 Shareholders	14.0	13.4
Other shareholders	86.0	86.6
Total	100.0	100.0
<i>Precise Biometrics' shareholders</i>	<i>53.5</i>	<i>53.2</i>
<i>Fingerprint Cards shareholders</i>	<i>46.5</i>	<i>46.8</i>

Source: Company information, Holdings Modular Finance.

Note: The illustrative shareholder structure after the transaction is based on information from Holdings Modular Finance's database as of 20 March 2026 and the number of shares in Precise Biometrics and Fingerprint Cards as of 20 March 2026.

Indicative timetable

30 April 2026	An extraordinary general meeting for the adoption of the Merger Plan will be held in Fingerprint Cards. A bulletin from Fingerprint Cards' extraordinary general meeting is published, including the outcome of the votes on the Merger.
30 April 2026	An extraordinary general meeting will be held for adoption of the Merger Plan, issuance of the Merger Consideration and amendment of the articles of association will be held in Precise Biometrics. A bulletin from Precise Biometrics' extraordinary general meeting is published, including the outcome of the votes on the Merger.
15 July 2026	The Swedish Companies Registration Office registers the Merger.
In connection with the Swedish Companies Registration Office's registration of the Merger	Admission to trading of the Merger Consideration on Nasdaq Stockholm.

Within two (2) business days of the Merger registration	The Merger Consideration will be paid to Fingerprint Cards' shareholders.
Within four (4) business days of the Merger's registration	A press release on the outcome of the Merger with respect to the Merger Consideration and the number of shareholders is disclosed.

The indicative timetable is preliminary and may be subject to change. It is not possible to specify an exact timetable but is partly dependent on factors within the framework of the regulatory process that are beyond the immediate control of the Companies. The regulatory process to complete the Merger includes:

- a) resolutions at the general meetings of Precise Biometrics and Fingerprint Cards on, among other things, adoption of the Merger Plan;
- b) notification to known creditors;
- c) application for permission to execute the Merger Plan;
- d) The Swedish Companies Registration Office calls for unknown creditors if the Swedish Companies Registration Office does not find any obstacle to the Merger;
- e) application on Nasdaq Stockholm for delisting of Fingerprint Cards' shares;
- f) The Swedish Companies Registration Office issues permission to execute the Merger Plan;
- g) application for registration of the Merger with the Swedish Companies Registration Office;
- h) The Swedish Companies Registration Office registers the Merger and Fingerprint Cards is dissolved; and
- i) admission to trading of the Merger Consideration on Nasdaq Stockholm.

The Companies will later announce the date on which the Swedish Companies Registration Office is expected to register the Merger.

Tax consequences

The tax laws of each shareholder's country of residence and in Sweden may affect the income from the shares in Precise Biometrics, Fingerprint Cards and the Combined Company. For more information, refer to the section "*Certain tax issues in Sweden*" below. Each investor and shareholder should consult their own professional tax advisors to clarify the individual tax implications for them in connection with the Merger.

The effects of the Merger on Precise Biometrics' results and position

The Merger is expected to have an impact on Precise Biometrics' earnings and financial position, both in the short term and in a longer time perspective. The Merger is expected to generate synergies with an estimated full annual run-rate effect of at least SEK 45 million (corresponding to approximately 29 percent of the Combined Company's 2025 pro forma revenue), through consolidation of administration, streamlined operations and optimized resource utilization. Restructuring costs to achieve the synergies are estimated at approximately SEK 25 million, with the vast majority expected to be realized in 2026.

INFORMATION ABOUT PRECISE BIOMETRICS

At the time of publication of the Merger Document, the Merger between Precise Biometrics and Fingerprint Cards has not yet been completed. This section only contains information about Precise Biometrics' operations prior to the Merger, unless otherwise stated. The section contains industry and market information related to Precise Biometrics' operations and the markets in which the company operates. Precise Biometrics has accurately reproduced such third party information and, to the best of the Board's knowledge and can ascertain from information made public by third parties, no facts have been omitted that would make the reproduced information inaccurate or misleading.

Information in this section contains estimates of future market developments and other so-called forward-looking statements. Forward-looking statements do not constitute a guarantee of future performance or development and actual results may differ materially from those expressed in forward-looking statements. See also the sections "Important information - Forward-looking statements" and "Risk factors".

About Precise Biometrics

Precise Biometrics is a global pioneer in cybersecurity and biometrics solutions. Precise Biometrics' offering includes software, algorithms for hand, face and fingerprint recognition as well as packaged end-customer products for biometric entry (Precise Access) and visitor management (Precise Visit by EastCoast). Precise Biometrics also has a service offering linked to biometric expertise, data collection and synthetic data generation.

Precise Biometrics' offering covers both physical and digital security and provides secure and easy access to data, mobile devices, premises and trusted identities. The focus areas include biometric authentication and identification for mobile phones, laptops and vehicles, biometric government initiatives, as well as cloud-based systems for visitor management and biometric physical access.

The company has two business areas, Digital Identity with packaged cloud solutions for biometric physical access and visitor management, and Biometric Technologies with AI and data-driven software in hand and fingerprint scanning, including both matching and anti-spoofing.

Precise Biometrics' head office is located in Lund, Sweden, and additional offices are located in Stockholm, Potsdam (New York), USA and Shanghai, China. The number of employees amounted to 36 as of 31 December 2025.

Precise Biometrics' offering

Packaged solutions for physical access and visitor management:

- **Precise Access:** Biometric physical access to commercial buildings via hand or facial recognition.
- **Precise Visit by EastCoast:** Cloud-based visitor management system that offers a first-class visitor experience while strengthening security, administration and compliance.

Biometric software suite for hand and finger recognition:

- **BioMatch:** Biometric match of palm and fingerprint for identification and authentication.
- **BioLive:** AI-powered anti-spoofing and liveness detection that protects against tampering, fraud, and spoofing – and ensures biometric footprints are genuine.
- **BioEnhance:** Image enhancement of biometric footprints prior to matching for increased security and performance.
- **Palm Access Pro:** A privacy-first platform for secure and seamless physical access that combines contactless hand recognition and anti-spoofing with multi-factor authentication (MFA) and mobile credentials.
- **Biometric Services:** Offering of biometric expertise, data collection, spoof-creation, and synthetic data generation.

Precise Biometrics also delivers facial recognition software as part of its offerings in access and visitor management.

Market development⁵

The biometric security and authentication market is expected to grow strongly in the coming years, driven by increased cyber threats, AI-driven fraud, and deepfakes, as well as a growing focus on national security and updated identity infrastructure. At the same time, demands for improved user experience and structural shifts – where biometric solutions are increasingly replacing traditional authentication methods – are contributing to faster adoption in both digital and physical access. Adoption and updated security requirements are accelerating in areas such as mobile devices, workplaces, and critical infrastructure, while national ID programs and digital identity initiatives are being rolled out globally.

The global biometrics market is expected to grow by 12-15 percent annually until 2030, while fast-growing segments such as digital identity verification and AI-based authentication are expected to grow by up to 25 percent per year.

Within Precise Biometrics' relevant segments – mobile, physical access, national ID programs and related areas linked to identity – the market is expected to grow by 15–20 percent per year, creating attractive conditions for long-term growth.

Growth opportunities

The market for biometric solutions is constantly evolving and Precise Biometrics is continuously exploring new opportunities to grow and create innovative solutions for efficient and secure recognition in both physical and digital security. Some areas with significant opportunities for Precise Biometrics:

- **National ID Programs** – Grow your position in secure and scalable government identity programs.
- **Physical access and visitor systems** – continue to expand the offering in biometric physical access with a focus on combining high security with a good user experience, as well as accelerating sales of visitor systems and related systems.
- **Identity** – Grow the position in digital identity with a focus on identification, identity data management, and cybersecurity solutions.
- **Anti-spoof and liveness** – continue to strengthen the position and offering in solutions that prevent biometric tampering, primarily in national ID and in mobile phones.
- **Ultrasonic technology** – further strengthening its position in this rapidly growing segment, both for premium phones and the expansion to the mid-market segment.
- **In-vehicle authentication** – continue to work with partners in the automotive industry and offer biometric solutions for personal settings, streaming services, parking, etc.
- **Hand modality** – has many advantages and there is great interest in a number of different segments where physical access, and payment are some examples.

Total revenue by region

During the 2025 financial year, Precise Biometrics' revenues by region amounted to the following:

- Europe: SEK 25.4 million
- Asia: SEK 27.0 million
- USA: SEK 25.4 million

⁵ The figures in this paragraph are based on several reports (2023–2026) from Grand View Research, MarketsandMarkets, Mordor Intelligence, Fortune Business Insights, IDC, and others compiled by Precise Biometrics – some analysis and summation using LLMs are also present.

Total revenue by business segment

During the financial year 2025, Precise Biometrics' revenues by business segment amounted to the following:

- Biometric Technologies: SEK 56.4 million
- Digital Identity: SEK 21.4 million

Business description

Vision and values

The vision and values speak of who Precise Biometrics is and guide the employees in their daily work.

Vision: We make people's everyday lives safe and seamless in a world where you are the key.

Definition of Precise Biometrics' vision:

“We are driving the development of biometric security. Our expertise and technology empower products that revolutionize our industry – and the world. Together with our customers, we are constantly changing the playing field to make biometric identification and authentication safer, easier and smoother.

Our goal is to give every individual in the world the opportunity to experience a safe and smooth everyday life. A life where people and things interact without the need for passwords, keys or PINs. A life where you are the key”.

Values

The values serve as guiding stars in both daily work and strategic decision-making.

We are passionately committed:

“We are passionate about our work and committed to our customers' success. With our positive and solution-oriented attitude, we are constantly exploring new opportunities to meet our customers' needs – today and in the future. To succeed, we build strong relationships with customers and partners, always based on trust, commitment and dedication to our ambitious goals.”

We are smarter together:

“Collaboration is the foundation of our success. We support, help and care for each other to achieve higher goals together. We are open to new ideas, curious to explore the unknown, and generous in sharing our expertise. We are always collaborating with colleagues, customers and partners to be smarter together.”

We are everyday pioneers:

“Innovation is in our DNA. Every day, we drive the development of biometric security. With every product launch and every customer problem we solve, the world becomes a little safer. Our curiosity, customer focus and perseverance help us break new ground and lead the way in our industry.”

History

Historically, Precise Biometrics' core has consisted of the development and sale of software for fingerprint reading in mobile phones. The technical base consists of AI-driven advanced image processing and complex algorithms that enable secure reading and matching of data even with very limited input signal.

Precise Biometrics was founded back in 1997 and during the more than a quarter of a century that the business has been conducted, the general technical development and the launch of new products on the

market have broadened the application area for biometric identification. On the one hand, there is a diversity of smart devices today in addition to mobile phones, and on the other hand, identification can be handled not only through fingerprints, but through a combination of different biometric modalities such as images of faces, palms, eyes, and movement patterns, etc.

A number of events in recent years have been crucial for Precise Biometrics' development into the broader company it is today, with an offering of access and identification solutions based on several biometric modalities and which has a number of application areas:

- 2016: Acquisition of NexID Biometrics including software for so-called liveness detection in fingerprint recognition, which reduces the risk of fraud.
- 2019: Launch of YOUNiQ, a facial recognition entry software product. Now re-branded as Precise Access.
- 2021: Acquisition of EastCoast Solutions including a digital visitor management system, which has since been integrated with YOUNiQ's identification solution. Now re-branded to Precise Visit by EastCoast.
- 2021: The Biometric Technologies business area expands into automotive – Precise starts several pilot projects and signs two license agreements with Original Design Manufacturers.
- 2022: Egis Technology, a sensor manufacturer and commercial partner of Precise since 2019, completes a strategic investment in Precise Biometrics.
- 2023: Precise Biometrics joins the US Genetec's partner program after integrating its access solution YOUNiQ with Genetec's security system.
- 2023: New share issue and initiation of a commercialization journey.
- 2024: Launch of hand recognition as a new modality.
- 2024: New generation of anti-spoofing and liveness software.
- 2025: Partnership with Avigilon in biometric physical access.
- 2025: Precise Biometrics' software is approved for National ID.
- 2025: Launch of the fifth generation biometric matching algorithm.

Precise Biometrics is today a software provider in biometrics and cybersecurity with customers all over the world where end users of Precise Biometrics' products make 100,000 biometric verifications every second.

Business model

Precise Biometrics' software is sold both directly and through partners and the revenue streams are mainly distributed as follows:

- In the Biometric Technologies business area, revenues mainly consist of annual license and support revenues as well as royalties per unit sold, which arise when software algorithms are licensed to customers.
- In the Digital Identity business area, revenues consist of monthly license and support revenue per installation and, for our SaaS (Software as a Service) business, Annual Recurring Revenue (ARR). There are also one-off revenues for hardware.

Business areas

Precise Biometrics’ operations are divided into two business areas, Biometric Technologies and Digital Identity, which together provide a diversification effect and increased opportunities to take advantage of the market’s underlying growth trends.

Biometric Technologies – Hand and fingerprint scanning software

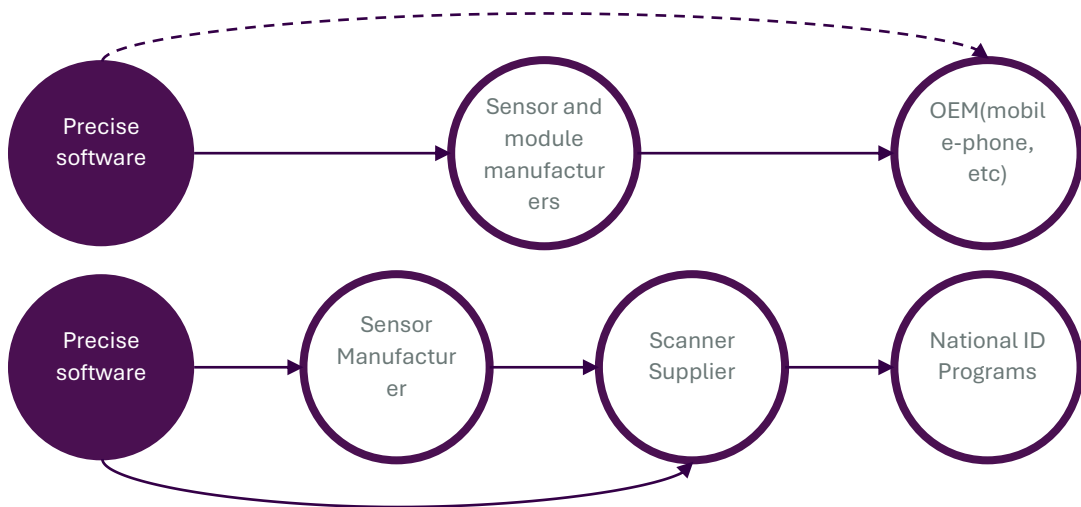
Within the Biometric Technologies business area, Precise Biometrics supplies software for sensors, primarily in mobile phones, that enable identification of the user through their handprint or fingerprint. The software is AI and data-driven as well as hardware agnostic, i.e. it works with all types of sensors. Thus, the software can be used in all mobile phone models and also in other types of devices such as cars, laptops and smart door locks, as well as in government applications and for physical access. The solutions are also used together with facial recognition for physical access and in various national government programs for identification. The Biometric Technologies business area currently accounts for approximately 75 percent of Precise Biometrics’ sales, and the revenue from this area consists of license revenues and volume-based royalty revenues.

Precise Biometrics licenses its handheld and fingerprint software to selected sensor manufacturers, who offer and market products to OEMs (Original Equipment Manufacturers), who in turn sell products to end users. Precise Biometrics’ fingerprint software has been integrated into mobile devices from over 40 different manufacturers, including Google, Huawei, Lenovo, and Xiaomi.

Precise Biometrics focuses on selling its software to the premium segment of mobile phones, where the fingerprint sensors are based on optics or ultrasound and where, according to Precise Biometrics, there is lower price pressure. Anti-spoofing and liveness is also an important area in the mobile market.

Hand and fingerprint scanning software

Precise Biometrics delivers its hand and fingerprint software to selected sensor manufacturers, who offer and market products to OEMs, who in turn sell the products on to end users. Precise Biometrics’ customers include a majority of the top sensor manufacturers globally. Examples of application areas include authentication and identification in mobile devices, laptops, smart door locks, vehicles, physical access and government initiatives such as national ID programs. The company has a leading position globally, especially in premium segments such as software for ultrasonic sensors (latest generation sensors that can be placed under high-resolution screens and other materials, simplifying the design process for OEMs) as well as anti-spoofing and liveness to prevent various forms of manipulation and attacks.



The figure above illustrates Precise Biometrics' place in the value chain based on Precise Biometrics' software for hand and fingerprint scanning, Precise BioMatch (biometric matching), BioLive (anti-spoofing and liveness detection) and BioEnhance (biometric image enhancement) applied in smartphones, or other contexts, which are technologically advanced products composed of components from several different suppliers. Precise Biometrics sells its software under license to sensor manufacturers, who use the software in hand and fingerprint sensors. OEMs of mobile phones then assemble components from different manufacturers, which in some cases can be several stages, into one mobile phone

The value chain for national ID programs looks similar but differs in some parts as the end product is a biometric scanner instead of a mobile phone. For some solutions, and in some businesses, Precise Biometrics works higher up in the value chain. Many times there is a direct dialogue with OEMs, who demand the company's expertise, even if the deal is done with a sensor manufacturer.

There are three main types of fingerprint sensors: capacitive, optical, and ultrasonic sensors. The market for ultrasonic sensors is experiencing the fastest growth and is primarily driven by the new high-resolution screens, which due to limited light transmission require ultrasonic sensors that can be placed under the screen despite limited light transmittance. The sensor can be placed under a screen, or other material, simplifying the design process. At the same time, the technology places different demands on both sensor and software, and Precise Biometrics is one of a few suppliers of this technology. Ultrasonic sensors have so far been used mainly in the premium segment but are now starting to be used in the mid-market as well, which will increase the volumes of these sensors in the coming years. The margins in the ultrasonic segment are generally better than for other sensors.

Anti-spoofing

An area that is highly relevant for both Precise Biometrics and for the market is anti-spoof and liveness. The area is becoming increasingly important as threats, attacks and manipulation become more common, often driven by AI. Precise Biometrics offers BioLive, which is an AI and data-driven software for detecting various forms of manipulation and attacks in real time. Two important segments for BioLive are mobile phones, which have gone from being just a phone to becoming a personal central digital archive and wallet, as well as national ID programs.

Fingerprints in mobile phones and other mobile devices

Trends that are positive for Precise Biometrics include the increasing demand for ultrasonic sensors and the fact that these are also spreading to the mid-range segment, higher safety requirements, common safety standards, and requirements and interest in anti-spoof and liveness.

Biometric Technologies product range

Below is a description of Precise Biometrics' product range within Biometric Technologies.

Precise BioMatch

Precise BioMatch is Precise Biometrics' hand and fingerprint algorithms for authentication in smartphones and tablets, laptops and cars. Precise BioMatch software allows fast and secure identification in mobile devices with small sensors. The software can be used with all different types of sensors on the market, of which the three main sensor types are capacitive, optical, and ultrasonic sensors.

Precise BioLive

Precise BioLive is Precise Biometrics' anti-spoofing and liveness detection software that detects fake handprints and fingerprints with high accuracy and has been integrated with Precise BioMatch to meet the latest security standards. The Precise BioLive software is based on artificial intelligence and machine learning and can therefore be trained for specific sensors and devices to maximize its ability to detect fake fingerprints.

BioEnhance

BioEnhance is a product for image enhancement, e.g. fingerprinting before matching.

In addition, the products are adapted for different biometric modalities, verticals and different technology environments such as mobile phones and embedded systems.

Palm Access Pro

Palm Access Pro is a flexible platform for secure and seamless physical access that combines contactless hand recognition and anti-spoofing with multi-factor authentication (MFA) with mobile credentials.

With a privacy-first architecture, where the biometric template is stored locally on the user's device, the platform offers both high security and privacy. Access control providers can use the platform to orchestrate biometric authentication and MFA, while system integrators and technology partners can integrate the platform or palm algorithm into their solutions.

Biometric services

Precise also has a service offering in biometric expertise, data collection, spoof creation and synthetic data generation. The company's knowledge in biometrics, image analysis, AI, etc. is used both by sensor manufacturers and by, for example, mobile phone manufacturers to even better combine security and user experience.

Digital Identity – Biometric solutions for physical access and visitor management

Within the Digital Identity business area, Precise Biometrics offers the visitor management system Precise Visit by EastCoast and the biometric access control system Precise Access, which is based on hand and facial recognition. Both solutions are sold as packaged cloud solutions, Precise Access is also available as locally installed on-premise for high-security environments, with a subscription model. Precise Visit is sold both directly and through resellers to end customers, while Precise Access is mainly sold through partners who integrate it with organizations' existing access systems. Customers are medium-sized and large organizations in both the private and public sectors.

Digital Identity accounts for approximately 28 percent of Precise Biometrics' sales and provides recurring revenue from the customers who have installed the systems and pay on a subscription basis. Below is a description of the company's products within the business area.

Precise Access

Precise Access is a cloud-based physical access software solution based on facial and hand recognition. The software is compatible with the majority of the major existing access control systems on the market (including Assa Abloy and RCO) and gives the user the opportunity to use hand or facial recognition for physical access to e.g. buildings, high-security rooms or storage areas. The user who has registered in the administrator's local database via a selfie or palmie is automatically authenticated, via their face or palm, when approaching a camera-monitored door, and if the camera image corresponds to the stored biometric template, the door is unlocked automatically. Precise Access can be used as a stand-alone solution or combined with e.g. existing access cards to further increase security. Precise Access is cloud-based but can be delivered as a locally installed for high-security environments.

Precise Visit by EastCoast

Precise Visit by EastCoast is a cloud-based visitor management system with over 800 customers that simplifies the management of visitors in a building. The system offers customer-friendly and professional visitor management, more efficient administration, higher physical security and better regulatory compliance. Precise Visit can be used standalone or in combination with Precise Access. The Precise Access service for physical access based on facial recognition is currently integrated with and fully compatible with the visitor system Precise Visit by EastCoast.

Guests who have been invited to a meeting receive a link where they register and then receive either a mobile visitor ticket that allows access to the room or, in the case that Precise Visit is combined with Precise Access' solution for facial and hand recognition, a request to take a selfie or palmie, which is then used to give access to the building based on facial recognition. The host is automatically notified upon the guest's arrival and security and evacuation managers have access to an evacuation list in a mobile app to keep an eye on who is currently in the room.

EastCoast Solutions AB was acquired by Precise Biometrics in November 2021 and the visitor management system Precise Visit by EastCoast has today been installed at more than 1,000 locations. Precise sees good opportunities for cross-selling the Precise Access service to the existing customer base within Precise Visit.

Biometrics

Precise Biometrics' products are used for biometric authentication and identification, as well as for handling visits and physical entry. Biometrics is generally defined as the use of mathematical and statistical methods in biology. In Precise Biometrics' case, it is about measurable physical characteristics of a human individual, such as their fingerprints, palm or facial characteristics, being used to verify their identity. Biometric identification is briefly as follows:

- Collection of biometric information
- Biometric stamp extraction and conversion to digital code
- Comparison of new information against saved stamp
- Identity verification

The individual's attributes, such as their hand, face or fingerprints, are collected in a first step and then converted into a biometric stamp in the form of digital code. When the individual later needs to be identified, the new input is compared with previously saved stamps and if the attributes are deemed to be identical, the identification is allowed. Biometric identification is a convenient and secure way to identify oneself because the process is automatic and based on each individual's unique biometric characteristics.

Sustainability

Sustainability is a central part of Precise Biometrics' operations, where the company works actively to promote social responsibility, good business ethics and reduced environmental impact. The focus is on areas where the company has the greatest impact, such as the work environment, equal treatment, IT security and responsible business practices, while the company's digital solutions contribute to increased security and reduced resource use in society.

Precise Biometrics has an established sustainability policy that guides the business both operationally and strategically. For further information about the company's sustainability work, please refer to Precise Biometrics' website.

Growth strategy

Precise Biometrics is well-positioned with a relevant product portfolio, long-term partnerships and a stable core business, which creates good conditions for the coming years. The company's growth strategy is based on the vision of creating a safe and seamless everyday life in a world where the individual is key, and is driven by a combination of continued development in existing business areas and expansion into new segments and markets.

In the Biometric Technologies business area, the strategy focuses on strengthening the existing position through strategic partnerships and new business, while broadening the business into new areas such as national ID programs and new collaborations with sensor suppliers. The mobile segment remains a key driver, with demand for advanced biometric solutions increasing in line with higher security requirements. The latest generation of fingerprint recognition and anti-spoofing technology positions the company well as new ultrasonic sensors reach the mid-end segment, enabling significant volume growth.

In addition to the mobile segment, the potential is considered to be good in areas such as physical access and national ID programs. In physical access, the development is driven by both new offerings and new partnerships, as well as by further strengthening existing offerings such as Precise Access and Precise Visit. Within national ID programs, anti-spoofing and data collection are expected to be key building blocks.

In Digital Identity, Precise Biometrics sees significant market potential, where growth is driven through product development, integrations with related systems and strengthened sales channels via access and installation partners. The strategy also includes geographical expansion through local presence and new partnerships, as well as increasing the value of the installed base of Precise Visit by EastCoast.

In parallel with further developing the existing offering, the company is also evaluating complementary solutions through both its own development and selective acquisitions.

Legal information, share capital and ownership

Precise Biometrics

The company's company name and commercial designation is Precise Biometrics AB (publ). The company's corporate identity number is 556545-6596. The company is a Swedish public limited liability company that was formed on 28 April 1997 and registered with the Swedish Companies Registration Office on 4 September 1997. The company is regulated by, and the business is conducted in accordance with, the Swedish Companies Act (2005:551). The company's legal entity identifier (LEI) is 54930047Z8TEBJTKYX74. The company is headquartered in Lund, Sweden, at Scheelevägen 27, 223 63 Lund, Sweden. The company can be reached by www.precisebiometrics.com or by phone 046-311 100. Please note that the information on the website does not form part of this Merger Document except where this information has been incorporated into the Merger Document by reference.

Share capital in Precise Biometrics

General Information

Precise Biometrics' ordinary share is listed on Nasdaq Stockholm and is traded under the ticker PREC. Shares in Precise Biometrics can be issued in ordinary shares and C shares. Precise Biometrics' registered share capital amounts to SEK 23,539,298.1 divided into 78,464,327 shares, of which 77,379,327 are ordinary shares and 1,085,000 C shares, each with a quota value of SEK 0.3. The shares are denominated in SEK and have been issued in accordance with Swedish law. All issued shares are fully paid up and are freely transferable. According to Precise Biometrics' articles of association, the share capital may not be less than SEK 9,000,000 and not exceed SEK 36,000,000, divided into a minimum of 30,000,000 shares and a maximum of 120,000,000 shares. Ordinary shares may be issued in an amount of not more than 100 percent of all shares in Precise Biometrics and C shares in an amount of not more than five percent of all shares in the company. There have been no public takeover bids for Precise Biometrics' shares.

Certain rights in respect of the shares

Each ordinary share entitles to one vote, each class C share entitles to one tenth of a vote. C shares do not entitle to dividends. Upon dissolution of the company, C shares entitle the company to the same share of the company's assets as the company's ordinary shares, but not in an amount higher than the quota value of the share.

The rights associated with shares issued by Precise Biometrics can only be changed in accordance with the procedures set out in the Swedish Companies Act. The shares are not subject to any redemption right, redemption obligation or proxy reservation.

Right to attend general meetings and voting rights

Shareholders who are registered in the share register maintained by Euroclear on the record date for the Meeting and who have given notice of attendance to Precise Biometrics no later than the date stated in the notice of the Meeting are entitled to participate in the annual general meeting. Decisions on amendments to the articles of association are made by the General Meeting, and the Swedish Companies Act sets out certain qualified majority requirements for such resolutions at the General Meeting to be valid. Each C share entitles to one tenth of a vote at the annual general meeting, each ordinary share entitles to one vote at the annual general meeting and each person entitled to vote may vote in favor of the full number of shares owned and represented by him or her.

Preferential rights to new shares, etc.

If Precise Biometrics resolves to issue new shares, warrants or convertibles through a cash issue or set-off issue, the shareholders generally have preferential rights to subscribe in proportion to the number of shares they previously own. However, in accordance with the provisions of the Companies Act, it is possible to deviate from the shareholders' preferential rights.

Right to dividends and proceeds at the liquidation

C shares do not entitle to dividends. Upon dissolution of the company, C shares entitle the company to the same share of the company's assets as the company's ordinary shares, but not in an amount higher than the quota value of the share.

The shares entitle to dividend for the first time as of the record date for dividend that occurs immediately after the shares have been registered with the Swedish Companies Registration Office and entered in the share register maintained by Euroclear. According to the Companies Act, dividends may only be paid in such an amount that there is still unrestricted equity, i.e. after the dividend there must be full coverage for the company's restricted equity. It is the company's most recently adopted balance sheet that forms the basis for how much dividend can be paid. Furthermore, a dividend may only be paid if it appears to be justifiable in view of the requirements that the nature, scope and risks of the business place on the size of the equity as well as the need for consolidation, liquidity and position in general.

Dividends are usually paid in cash per share, but can also refer to other things than cash payments. Shareholders are entitled to a pro rata portion of the dividend in proportion to their holding of ordinary shares. Payment of dividends is administered by Euroclear. If a shareholder is unable to receive payment through Euroclear, the shareholder will receive a claim on Precise Biometrics for the corresponding amount. Such a claim is subject to a ten-year limitation period, after which the dividend amount accrues to Precise Biometrics.

There are no restrictions on the right to dividends for shareholders residing outside Sweden. Subject to restrictions imposed by banks or clearing systems in the relevant jurisdiction, payments are made to such shareholders in the same manner as to shareholders in Sweden.

Incentive program

At the 2022 annual general meeting, it was resolved to offer all Precise Biometrics' employees in Sweden a long-term share bonus program (LTI 2022/2028). LTI 2022/2028 is part of a share-based bonus program that for a six-year period entitles the Company to so-called performance share awards when the Company achieves certain annual net sales targets, provided positive operating profit and own investment in so-called saving shares.

The 2025 annual general meeting resolved to implement a long-term incentive program for senior executives and other current and future employees in the Group through the issuance of a maximum of 1,200,000 warrants. Each warrant entitles the holder to subscribe for one new ordinary share in the company at a subscription price equal to 150 percent of the volume-weighted average price of Precise Biometrics' share during the ten trading days immediately preceding the annual general meeting in 2025. Subscription for new

shares pursuant to the warrants shall take place during the period from 1 August 2028 up to and including 30 September 2028.

Issue authorization

The annual general meeting on 22 May 2025 of Precise Biometrics resolved to authorize the board of directors to, until the next annual general meeting, on one or more occasions, resolve to increase the company's share capital through a new issue of ordinary shares and/or convertibles to such an extent that it corresponds to a dilution of the number of shares outstanding at the time of the annual general meeting's resolution on the authorization amounting to a maximum of 20 percent. The board of directors may resolve on the issue of ordinary shares and/or convertibles with deviation from the shareholders' preferential rights and/or with a provision for contribution in kind, set-off or other conditions in accordance with Chapter 2, Section 5, second paragraph, paragraphs 1–3 and 5 of the Swedish Companies Act.

Central Securities Custody

The shares in Precise Biometrics are registered in a CSD register in accordance with the Swedish Central Securities Depositories and Financial Instruments Accounts Act (1998:1479). This register is maintained by Euroclear, Box 191, SE-101 23 Stockholm, Sweden. The ISIN code for Precise Biometrics' ordinary share is SE0018013849. The ISIN code for Precise Biometrics' C share is SE0019177171.

The ten largest shareholders in Precise Biometrics as of 31 December 2025

As of 31 December 2025, the number of registered shareholders in Precise Biometrics was 19,485. The ten largest shareholders in Precise Biometrics as of 31 December 2025 are listed below.

Shareholders	Ordinary shares	C shares	Capital (%)	Votes (%)
Egis Technology Inc	3,920,704	-	5.00	5.06
Avanza Pension	3,655,945	-	4.66	4.72
Nordnet Pension Insurance	2,524,410	-	3.22	3.26
RM International AB	1,357,700	-	1.73	1.75
Precise Biometrics AB	-	1,085,000	1.38	0.14
Timo Hiltunen	1,003,485	-	1.28	1.30
Lars Ingvarsson	825,229	-	1.05	1.06
Douglas Storckenfeldt	700,000	-	0.89	0.90
Engin Davtov	666,000	-	0.85	0.86
Per Johansson	660,000	-	0.84	0.85
Others	62,065,854	-	79.10	80.10
Total	77,379,327	1,085,000	100	100

Treasury shares

As of the date of this Merger Document, Precise Biometrics holds 1,085,000 own C shares.

Shareholders' agreement

As far as Precise Biometrics' board of directors is aware, there are no shareholder agreements between Precise Biometrics' shareholders that aim to jointly influence Precise Biometrics. Nor is the Board aware of any agreements or similar agreements that could lead to a change in control of the company.

Lock-up agreements

As far as Precise Biometrics' board of directors is aware, there are no transfer restrictions for a certain period of time, (so-called lock-up agreements).

Significant agreements in Precise Biometrics affected by the Merger

There are no significant agreements in Precise Biometrics that are significantly affected by the Merger.

Dividend policy

Precise Biometrics has not established a formal dividend policy. In future consideration of dividend proposals, the board of directors will consider several factors, including Precise Biometrics' operations, operating profit and financial position, current and expected liquidity needs, expansion plans and other material factors. No dividend is intended to be paid for the financial year 2025. The board of directors of Precise Biometrics makes the assessment that dividends will probably not be paid in the next few years as the Combined Company will focus on growth and development.

Working capital statement

It is the assessment of the board of directors that the Combined Company will have sufficient working capital to finance its operating activities during the next twelve months from the date of the Merger Document. This assessment is based on the fact that Precise Biometrics, on customary terms, has received guarantee commitments of a total of SEK 80 million regarding the Rights Issue, of which SEK 45 million from several guarantors and SEK 35 million under an underwriting agreement with DNB Bank ASA. Taking into account the net proceeds from the Rights Issue, the board of directors assesses that the Combined Company will have sufficient working capital to finance the ongoing operations during the next twelve months from the date of the Merger Document.

Significant investments

Since the last published annual accounts on 31 December 2025 until the date of the Merger Document, Precise Biometrics has not made any significant investments that are in progress and/or for which firm commitments have been made.

Significant changes since 31 December 2025

As of the date of the Merger Document, there have been no significant changes to Precise Biometrics' financial results or financial position during the period from 31 December 2025.

Trending

As of the date of the Merger Document, there are no known trends, uncertainties, requirements, commitments or events that are reasonably likely to have a material impact on Precise Biometrics' prospects during the current financial year.

Legal proceedings and arbitration

Precise Biometrics has not been a party to any governmental proceedings, legal proceedings or arbitration proceedings (including proceedings that have not yet been decided or which, to Precise Biometrics'

knowledge, are at risk of being initiated) during the past twelve months that may have, or have recently had, significant effects on Precise Biometrics' financial position or profitability.

Information published in accordance with MAR

Below is a summary of the information that Precise Biometrics has made public pursuant to the Market Abuse Regulation (596/2014) (“**MAR**”) during the last twelve months.

Financial reports

- 14 May 2025 – Interim Report January – March 2025
- 15 August 2025 – Interim Report January – June 2025
- 14 November 2025 – Interim Report January – September 2025
- 12 February 2026 – Year-end report January – December 2025

Other

- 23 March 2026 –“Precise Biometrics and Fingerprint Cards to create a global leader in biometrics and identity”

ARTICLES OF ASSOCIATION FOR PRECISE BIOMETRICS AB (PUBL)

Reg. no. 556545-6596

- § 1 Precise Biometrics' company name is Precise Biometrics AB. Precise Biometrics is a public limited liability company (publ).
- § 2 The registered office of the board of directors is in Lund Municipality, Skåne County, Sweden.
- § 3 The company shall conduct development, manufacture and sale of products for personal identification and engage in activities compatible therewith.
- § 4 The share capital amounts to a minimum of SEK nine million (9,000,000) and a maximum of thirty-six million (36,000,000) SEK.
- § 5 The number of shares shall be not less than thirty million (30,000,000) and not more than one hundred and twenty million (120,000,000).

Shares may be issued in two classes, ordinary shares and shares of class C. Ordinary shares may be issued in an amount of not more than 100% of all shares in the company and shares of class C in an amount of not more than 5% of all shares in the company.

Ordinary shares have one vote and shares of class C 1/10 vote.

Shares of class C do not entitle to dividends. Upon dissolution of the company, shares of class C entitle to the same part of the company's assets as the company's ordinary shares, but not in an amount higher than the quota value of the share.

If the company resolves to issue new ordinary shares and shares of class C by way of a cash issue or a set-off issue, owners of ordinary shares and holders of shares of class C shall have preferential rights to subscribe for new shares of the same class in proportion to the number of shares they previously own (primary preferential right). Shares that have not been subscribed for with primary preferential rights shall be offered to all shareholders for subscription (subsidiary subscription). If the shares offered are not sufficient for the subscription that takes place with subsidiary preferential rights, the shares shall be distributed among the subscribers in proportion to the number of shares they previously own and, to the extent that this cannot be done, by drawing lots.

If the company resolves to issue only ordinary shares or shares of class C by way of a cash issue or a set-off issue, all shareholders, regardless of whether their shares are ordinary shares or of class C, shall be entitled to subscribe for new shares in proportion to the number of shares they previously own.

The above shall not imply any restriction on the possibility of deciding on a cash issue or a set-off issue with deviation from the shareholders' preferential rights.

The provisions above regarding shareholders' preferential rights shall apply correspondingly to such issue of warrants or convertibles that are not made against payment in kind.

In the event of an increase in the share capital through a bonus issue, new shares shall be issued of each class of shares in proportion to the number of shares of the same class that already exist. In this case, old shares of a certain class of shares shall entitle the holder to

shares of the same class of shares. What has now been said shall not imply any restriction on the possibility of issuing new shares by means of a bonus issue, following the necessary amendment of the articles of association.

The board of directors of Precise Biometrics may resolve on a reduction of the share capital through redemption of all shares of class C. When deciding on redemption, holders of shares of class C shall be obliged to have all their shares of class C redeemed for an amount corresponding to the quota value. When the redemption decision is made, an amount equal to the reduction amount shall be allocated to the reserve fund, if the necessary funds are available. Payment of the redemption amount shall be made as soon as possible.

C shares held by the company itself shall, at the request of the board of directors, be converted into ordinary shares. The conversion must then be reported for registration with the Swedish Companies Registration Office without delay and is executed when it is registered in the Swedish Companies Register and entered in the CSD register.

§ 6 The board of directors shall consist of a minimum of three and a maximum of seven members with a maximum of three deputies.

The election of a member of the board of directors and a deputy member of the board of directors applies to the period from the annual general meeting at which he was appointed until the end of the first annual general meeting held after the year in which the board member was appointed.

§ 7 The meeting shall appoint one or two auditors or a registered auditing firm.

§ 8 Notice to the annual general meeting shall be made by means of an announcement in the Swedish Official Gazette and on the company's website. That notice has been given shall be announced in Svenska Dagbladet.

In order to participate in the annual general meeting, shareholders must be recorded in a printout or other presentation of the entire share register on the record date for the general meeting in accordance with the Swedish Companies Act, and must notify the company of this no later than the date stated in the notice of the meeting. This day may not be Sunday, other public holiday, Saturday, Midsummer's Eve, Christmas Eve or New Year's Eve and may not fall earlier than the fifth weekday before the General Meeting.

Shareholders may bring one or two assistants to the general meeting, but only if the shareholder notifies the company of the assistants in the manner set out in the previous paragraph.

§ 9 The following matters shall be dealt with at the annual general meeting:

1. Election of Chairman of the Meeting
2. Preparation and approval of the voting list
3. Approval of the agenda
4. Election of one or two persons to verify the minutes
5. Examination of whether the meeting has been duly convened
6. Presentation of the annual report and the auditor's report

7. Decision
 - a. On adoption of the income statement and balance sheet
 - b. On disposition of the company's profit or loss in accordance with the adopted balance sheet
 - c. On discharge from liability for the members of the board of directors and the CEO
8. Determination of the number of members of the board of directors and, where applicable, auditors
9. Determination of fees to the board of directors and, where applicable, auditors
10. Other matters to be dealt with at the annual general meeting in accordance with the Swedish Companies Act or the articles of association

§ 10 The general meeting shall be held in Lund or Stockholm.

§ 11 The chairman of the board of directors or a person appointed by the board of directors opens the annual general meeting and leads the proceedings until the chairman of the meeting has been elected.

§ 12 The board of directors may collect power of attorneys in accordance with the procedure described in Chapter 7, Section 4, second paragraph of the Swedish Companies Act (2005:551).

The board of directors may, prior to a general meeting, decide that the shareholders shall be able to exercise their voting rights by post prior to the general meeting in accordance with what is stated in Chapter 7, Section 4a of the Swedish Companies Act (2005:551).

§ 13 The company's financial year shall be a calendar year.

§ 14 The company's shares shall be registered in a CSD register in accordance with the Swedish Central Securities Depositories and Financial Instruments Accounts Act (1998:1479).

Adopted at the annual general meeting on 10 May 2023⁶

⁶ The board of directors of Precise Biometrics has proposed that the extraordinary general meeting on April 30 resolves to amend Articles 4 and 5 of the articles of association, whereby the limits for Precise Biometrics' share capital are changed to a minimum of SEK 23,000,000 and a maximum of SEK 92,000,000 and the limits for the number of shares are changed to a minimum of 78,000,000 and a maximum of 312,000,000.

PRECISE BIOMETRICS' BOARD OF DIRECTORS, MANAGEMENT AND AUDITOR

Precise Biometrics' board of directors

As of the date of the Merger Document, Precise Biometrics' board of directors consists of six ordinary members of the board of directors, including the Chairman of the Board, with no deputies. The table below shows the members of the board of directors, their position, the year they were elected and their holdings in Precise Biometrics. Major shareholders are defined according to the Swedish Corporate Governance Code as shareholders who directly or indirectly control ten percent or more of the shares or votes in Precise Biometrics.

Name	Position	Board member since	Holdings in Precise Biometrics
Torgny Hellström	Chairman of the Board	2013	116,778 ordinary shares
Åsa Schwarz	Board member	2019	28,444 ordinary shares
Peter Gullander	Board member	2022	25,000 ordinary shares
Maria Rydén	Board member	2023	70,000 ordinary shares
Howard Ro	Board member	2024	-
Victor Kuzmin	Board member	2025	-

Torgny Hellström (b. 1958)

Chairman of the Board

Main education: LL.M. from Stockholm University and IBM Executive Education at Thunderbird (University of Phoenix).

Other current assignments outside of Precise Biometrics: Founder and senior management consultant at Ruddex International AB, Chairman of the Board of Drupps Group AB and Terranet AB, and Board member of Frenda AB.

Previous assignments outside Precise Biometrics: Chairman of the Board of Maximum Entertainment AB, Swipp AB, DDM holding AG, MagComp AB and Starbreeze AB, Board member of True heading AB and

Seapilot AB, CEO and other leading positions at Anoto Group, Vice President at Ericsson and leading positions at Ericsson, IBM Europe and IBM Nordic.

Åsa Schwarz (b. 1973)

Board member

Main education: Bachelor of Arts in Computer and Systems Sciences and Business Administration, Stockholm University and KTH.

Other current assignments outside of Precise Biometrics: Head of Strategy at Knowit Cybersecurity & Law. Board member of Enea AB and author in his own company.

Previous assignments outside Precise Biometrics: Security consultant, head of business development and head of sales and marketing at companies such as Cybercom and Nexus. Founder of Dagaz, which was later acquired by Nexus.

Peter Gullander (b. 1968)

Board member

Main education: Master of Science in Engineering, Linköping University, and MBA, INSEAD.

Other current assignments outside of Precise Biometrics: CEO & Fund Manager Almi Invest Stockholm AB, CEO & Founder YellowTree Advisors, Co-founder Gapyel and board assignments in e.g. Guldbrev.

Previous assignments outside Precise Biometrics: Various roles linked to company acquisitions and financing of tech companies from, among others, Inlandsinnovation, Verdane Capital Advisors and Intel Capital.

Maria Rydén (b. 1966)

Board member

Main education: Master of Science in Business and Economics, Växjö University.

Other current assignments outside of Precise Biometrics: Head of Reporting and Finance at Ramudden Global AB. Board member of Arenit Industrie SE. Owns companies in Make Group AB and KeMa Invest AB. Member of the Nomination Committee of Kompis Assistansföreningen.

Previous assignments outside Precise Biometrics: Experience from various CFO positions in global companies, listed companies, privately owned companies and family businesses: Salix Group AB, Beijer Ref AB, Ikano Fastigheter, Dole Nordics AB, SwitchCore AB. CEO of Ikano Vårdboende and as auditor at Arthur Andersen for 10 years. Chairman of APQ El AB and Kompis Assistans. Member of the Audit Committee of Beijer Ref. Several board assignments that come from employment positions; Thomee Gruppen, Habo Gruppen and Teca AB.

Howard Ro (b. 1985)

Board member

Major education: Bachelor of Economics, University of California.

Other current assignments outside of Precise Biometrics: Executive Vice President, Egis Technology Group.

Previous assignments outside Precise Biometrics: Various leading positions in the financial sector in Taiwan, Hong Kong and Japan.

Victor Kuzmin (b. 1979)

Board member

Main education: Double MSc in Electrical Engineering and Entrepreneurship from Chalmers University of Technology and MBA from INSEAD.

Other current assignments outside of Precise Biometrics: Chief Strategy Officer, Recorded Future.

Previous assignments outside of Precise Biometrics: Vice President, Head of Corporate Development (M&A) Europe at Mastercard in London, Strategic Consulting in Private Equity at Roland Berger, and more.

Precise Biometrics' senior executives

The table below shows the senior executives in Precise Biometrics, their position, the year they were admitted to the management team, the year they were employed in Precise Biometrics and their holdings in Precise Biometrics.

Name	Position	In the management team since	Employed at Precise Biometrics since	Holdings in Precise Biometrics
Joakim Nydemark	President and CEO	2023	2023	33,332 ordinary shares and 150,000 warrants
Sarandis Kalogeropoulos	CCO – Digital Identity	2023	2023	55,555 warrants
Henrik Winberg	CCO – Biometric Technologies	2023	2023	55,555 warrants
Fredrik André	Chief Marketing Officer	2023	2023	25,000 ordinary shares and 83,333 warrants
Maria Wester	Chief Financial Officer	2024	2024	55,555 warrants
Roger Pettersson	Director R&D	2025	2025	2,802 ordinary shares

Joakim Nydemark (b. 1971)

President and CEO

Main education: Master of Science in Engineering, Lund University.

Other current assignments outside Precise Biometrics: Beneficial owner and board member of Nydemark JOIS AB.

Previous assignments outside Precise Biometrics: CEO of Crunchfish AB and Crunchfish Interaction AB. Board member of Hoodin AB, IMINT Image Intelligence AB, Ikivo AB, Blippit AB and Crunchfish Digital Cash AB.

Sarandis Kalogeropoulos (b. 1972)

CCO – Digital Identity

Main education: Bachelor of Science in Engineering, LTH, and M.Sc. Physics, Lund University.

Other current assignments outside Precise Biometrics: CEO and board member of Sarandis AB, board member of Nord A1 AB and chairman of MyHome Technologies (2011) AB

Previous assignments outside Precise Biometrics: CCO and CPO at Anima/Kronaby. Prior to that, leading positions in technology, business development, product development and marketing at Sony Ericsson/Sony.

Henrik Winberg (b. 1976)

CCO – Biometric Technologies

Main education: Master of Science in Engineering Physics and Electrical Engineering.

Other current assignments outside Precise Biometrics: None.

Previous assignments outside Precise Biometrics: COO, Head of Sales at Dlaboratory Sweden AB, and leading positions at Crunchfish, Texas Instruments, Scalado and Saab Bofors Dynamics.

Fredrik André (b. 1973)

Chief Marketing Officer

Main education: Master Marketing and B.Sc Construction Engineer.

Other current assignments outside Precise Biometrics: None.

Previous assignments outside Precise Biometrics: Leading positions in marketing and business, mainly from companies in tech, SaaS and software such as Avensia, Autodesk, A.P Moller Maersk, Medius, and Visma.

Maria Wester (b. 1981)

Chief Financial Officer

Main education: Master of Science in Business and Economics, Lund University.

Other current assignments outside Precise Biometrics: None.

Previous assignments outside Precise Biometrics: CFO Lime Technologies, CFO Min Doktor, Managing Director Nordics & Finance Director Intertrust Group, board assignments via Intertrust Group.

Roger Pettersson (b. 1976)

Director R&D

Main education: M.Sc. Electrical Engineering.

Other current assignments outside Precise Biometrics: None.

Previous assignments outside Precise Biometrics: Engineering and management roles at Ericsson, Sony Mobile, Axis Communications and Volvo Cars.

Auditor

At the annual general meeting on 22 May 2025, it was resolved to elect Ernst & Young AB, with Martin Henriksson as auditor in charge, as auditor of Precise Biometrics for the period until the end of the next annual general meeting. Martin Henriksson is an authorized public accountant and a member of FAR (the industry association for accountants). Ernst & Young's and Martin Henriksson's address is Nordenskiöldsgatan 24, SE-211 19 Malmö, Sweden. Ernst & Young's head office is located at Hamngatan 26, SE-111 47 Stockholm, Sweden.

PRO FORMA FINANCIAL INFORMATION

The unaudited pro forma financial information, which describes a hypothetical situation, has been prepared for illustrative purposes to present a hypothetical overview of the effect that Precise Biometrics' acquisition, through a legal merger, of Fingerprint Cards could have affected Precise Biometrics' consolidated income statement for the financial year ended 31 December 2025, if the acquisition had been completed as of 1 January 2025, and on Precise Biometrics' consolidated balance sheet as of 31 December 2025, if the transaction had been completed as of that date.

The pro forma financial information has been prepared solely for illustrative purposes. The pro forma financial information is by its nature intended to describe a hypothetical situation and is not intended to describe Precise Biometrics' actual results of operations or financial position. The pro forma financial information do not necessarily reflect Precise Biometrics' actual results of operations if the acquisition had taken place on 1 January 2025, and the pro forma financial information should not be seen as an indication of Precise Biometrics' future results of operations. Consequently, an investor should not attach undue importance to the pro forma financial information.

The pro forma financial information should be read together with the information in Precise Biometrics' and Fingerprint Cards' year-end reports. Refer to the sections "Financial history in summary", "Information about Fingerprint Cards" and "Documents incorporated by reference".

Purpose of the pro forma financial information

On 23 March 2026, Precise Biometrics announced that it had entered into an agreement to acquire all shares in Fingerprint Cards through a legal merger, structured as a share-for-share acquisition. Precise Biometrics does not own any shares in Fingerprint Cards at the time of the announcement of the Merger.

Precise Biometrics is a global supplier of biometric software and access control systems. Fingerprint Cards is a supplier of biometric hardware and systems, with sensors already built-in and in active use in nearly two billion devices worldwide. The combination brings together Precise Biometrics' biometric software and identity platform with Fingerprint Cards' hardware and system capabilities, creating a larger and stronger technology platform positioned to meet the growing demand for secure and seamless identity solutions across the consumer, enterprise, and government segments.

The consideration for the acquisition is settled through the issuance of shares in Precise Biometrics to the shareholders of Fingerprint Cards. One (1) share in Fingerprint Cards, irrespective of share class, entitles the holder to receive nine (9) new ordinary shares in Precise Biometrics. The total consideration, based on the number of outstanding shares in Fingerprint Cards, amounts to SEK 135.7 million based on the closing price on 20 March 2026 of approximately SEK 2.0, which is as stated in the Merger Plan, corresponding to approximately SEK 17.9 per share in Fingerprint Cards.

The total consideration amount in the pro forma financial information is based on the closing price of ordinary shares in Precise Biometrics listed on Nasdaq Stockholm of SEK 2.0 per share as of 17 March 2026. The amount of SEK 2.0 per share also includes premium.

The acquisition, which is carried out through a legal merger, will have a direct impact on the group's future operating results, financial position and cash flow, where Precise Biometrics is the parent company. The pro forma financial information therefore illustrates the effects of the acquisition as if the acquisition had taken place on 1 January 2025 and includes a pro forma consolidated income statement for the financial year ended 31 December 2025 and a pro forma consolidated balance sheet as of 31 December 2025.

The pro forma financial information is only intended to inform and describe facts. The pro forma financial information is by its nature intended to describe a hypothetical situation and thus does not serve to describe Precise Biometrics' actual results of operations or financial position. In addition, the pro forma financial statements should not be an indication of Precise Biometrics' future results of operations. Consequently, investors should not attach undue importance to the pro forma financial statements.

Basis for the pro forma financial information

The unaudited pro forma financial information of this Merger has been prepared in accordance with the applicable requirements of Commission Delegated Regulation (EU) 2021/528 supplementing the Prospectus Regulation.

Assumptions and assessments

The pro forma financial information has been prepared on the assumptions that:

- The purchase consideration has been calculated based on the closing price of issued ordinary shares in Precise Biometrics listed on Nasdaq Stockholm as of 17 March 2026
- All criteria in the Merger are fulfilled
- All conditions for the Completion of the Merger are fulfilled

Further, the pro forma financial information has been prepared on the assumption that the transaction is reported as a business combination where Precise Biometrics is the accounting acquirer of Fingerprint Cards. The assumption is based, among other things, on the fact that the shareholders of Precise Biometrics are expected to receive the majority of the voting rights in the new group after the Completion of the Merger.

Basic data

Precise Biometrics

The pro forma consolidated income statement for the financial year ended 31 December 2025 and the pro forma consolidated balance sheet as of 31 December 2025 is prepared based on Precise Biometrics' unaudited year-end report for 2025, incorporated into this Merger Document by reference, prepared in accordance with IFRS as adopted by the EU. Precise Biometrics' reporting currency is SEK.

Fingerprint Cards

The pro forma consolidated income statement for the financial year ended 31 December 2025 and the pro forma consolidated balance sheet as of 31 December 2025 have been prepared based on Fingerprint Cards' unaudited financial statement report for the financial year ended 31 December 2025, incorporated into this Merger Document by reference, prepared in accordance with IFRS as adopted by the EU. The pro forma consolidated income statement only reflects the profit and loss from the continuing operations based on Fingerprint Cards' unaudited financial statements for the financial year ended 31 December 2025 and excludes the profit and loss from the discontinued operations presented in the referred year-end report. Fingerprint Cards' reporting currency is SEK.

Accounting policies

Precise Biometrics and Fingerprint Cards both prepare their financial statements in accordance with IFRS as adopted by the EU. No significant differences have been identified between the Companies with regard to applied accounting principles in accordance with IFRS that are expected to have any material impact on the pro forma financial information. For further information on certain classification aspects, please refer to the section on presentation formats.

Presentation format

Precise Biometrics and Fingerprint Cards both apply an income statement classified by function of expense. To ensure that the companies' income statements are consistent with one another, certain adjustments have been made to the presentation format for Fingerprint Cards' income statement in the pro forma consolidated income statement. During the financial year 2025, Fingerprint Cards has classified amortization expenses of capitalized development expenses within the function *Development expenses* in their income statement classified by function of expense during the financial year 2025. In the pro forma income statement, the amortization expenses of capitalized development expenses have been adjusted to be reported as Cost of goods and services sold to be consistent with Precise Biometrics' classification.

Fingerprint Cards reports other operating income and other operating expenses and financial income and financial expenses on separate lines in their consolidated statement of comprehensive income. These items have been presented net within Operating income/expenses and Financial income/expenses to be consistent with Precise Biometrics' classification.

There are certain items in Fingerprint Cards' consolidated balance sheet that do not have a corresponding item in Precise Biometrics' consolidated balance sheet. In these cases, additional line items in the pro forma consolidated balance sheet have been. This relates to deferred tax assets. There are also certain items in Fingerprint Cards' consolidated balance sheet that for the purposes of the pro forma consolidated balance sheet have been aggregated where necessary to align with the presentation format of Precise Biometrics. This relates to right-of-use assets that have been presented as part of Tangible assets and short term leasing liabilities, short term liabilities, accounts payable, current tax liabilities, accrued expenses and deferred income, and other current liabilities that have been presented as part of Short term liabilities.

Pro forma adjustments

The overall nature of the pro forma adjustments is described below. Further details are provided in the notes to the pro forma financial statements. All pro forma adjustments are recurring, unless otherwise stated. No pro forma adjustments have been made with respect to synergy effects or integration costs.

Purchase price allocation

The preliminary pro forma acquisition analysis, which forms the basis for the pro forma financial information, is summarised below. The preliminary pro forma acquisition analysis has been prepared based on the balance sheet as of 31 December 2025.

Amount (MSEK)	Fingerprint Cards
Number of ordinary shares as consideration, in millions	68,3
Share price Precise Biometrics' ordinary share, SEK	2,0
Market value of ordinary shares, MSEK	136,5
Net assets acquired	57,3
Customer Relationships	17,8
Trademarks	3,5
Technology	34,4
Deferred tax liability	-11,5

Goodwill	35
Total Consideration	136,5

The total consideration of SEK 136.5 million differs from the total consideration of SEK 135.7 million set out in the Merger Plan, which is due to the fact that the calculation of the Merger Consideration in the pro forma accounts was based on the closing price on 17 March 2026 and the calculation of the Merger Consideration in the Merger Plan was based on the closing price on 20 March 2026.⁷

The consideration is settled through the issue of shares in Precise Biometrics to the shareholders of Fingerprint Cards. One (1) share in Fingerprint Cards, irrespective of share class, entitles the holder to receive nine (9) new ordinary shares in Precise Biometrics.

In the pro forma financial information, the consideration of SEK 136.5 million (as described in the section *Assumptions and assessments*) has been calculated based on the closing price of issued ordinary shares in Precise Biometrics listed on Nasdaq Stockholm as of 17 March 2026. The actual consideration will be determined based on the closing price of the ordinary shares in Precise Biometrics as of the date of the acquisition incurs.

The preliminary pro forma acquisition analysis and the pro forma financial information in general are based on the following assumptions:

- Precise Biometrics has prepared a preliminary pro forma acquisition analysis, in which acquired assets and liabilities have been measured at fair value in accordance with IFRS where required. In the preliminary pro forma acquisition analysis, significant values have been allocated to intangible assets.
- Deferred taxes have been included where applicable. The applied tax rate is 20.6 percent and corresponds to the corporate income tax rate in Sweden, which was unchanged during the pro forma period. The tax losses in Sweden that are reported as deferred tax assets in Fingerprint Cards are expected, as a result of changes in ownership and the transaction, expected to be forfeited and no longer considered to be available for utilization. Therefore, a reversal of the deferred tax asset of SEK 54.9 million has been made in the preliminary pro forma acquisition analysis.

The estimated amortization of value adjustments established in the preliminary pro forma acquisition analysis regarding intangible assets amounts to SEK 6.4 million for the pro forma financial period ended 31 December 2025, of which customer relationships SEK 1.8 million, brands SEK 1.2 million and technology SEK 3.4 million.

The estimated useful life of customer relationships and technology amounts to 10 years respectively. The estimated useful life of trademarks amounts to 3 years.

Transaction costs

No significant transaction costs have been recognized in Precise Biometrics or in Fingerprint Cards in their consolidated income statements for the financial year ended 31 December 2025, nor in their consolidated

⁷ The closing price on 20 March 2026 was SEK 1.99 per share. The closing price on 17 March 2026 was SEK 2.00 per share.

balance sheets as of 31 December 2025. Therefore, no pro forma adjustment regarding transaction costs has been considered necessary.

Tax

Deferred tax is recognized on all pro forma adjustments in cases where the adjustments result in temporary differences. For the pro forma consolidated income statement for the financial year 2025, deferred tax adjustments have been reflected based on a tax rate of 20.6 percent, which corresponds to the corporate tax rate in Sweden and which has remained unchanged during the pro forma period.

The tax losses in Sweden that are capitalized in the deferred tax asset in Fingerprint Cards are due to changes in ownership and the transaction, expected to be forfeited and no longer considered to be available for utilization

Pro forma consolidated income statement – in summary for the period 1 January – 31 December 2025

	<i>Unaudited</i>	<i>Unaudited</i>	<i>Unaudited</i>	<i>Unaudited</i>		<i>Unaudited</i>
	Precise Biometrics 1 January 2025 – 31 December 2025	Fingerprint Cards 1 January 2025 – 31 December 2025	Accounting adjustment	Pro forma adjustments	Note	Precise Biometrics
Amount in TSEK	IFRS	IFRS	IFRS			IFRS
Net turnover	77,814	78,182		-		155,996
Cost of goods sold	-21,146	-30,682	-14,318	-3,442	1,2	-69,588
Gross profit	56,668	47,500	-14,318	-3,442		86,408
				-		
Sales costs	-32,436	-16,820	-	-2,953	2	-52,209
Administration costs	-14,122	-67,051	-	-		-81,173
R&D costs	-27,249	-55,230	14,318	19,524	1	-48,637
Other operating income/expenses	-2,920	32,400		-	3	29,480
	-76,727	-106,701	14,318	16,572		-152,539
Operating profit	-20,059	-59,201	-	13,130		-66,131
				-		
Financial income/expenses	-212	-4,101	-	-		-4,314
Profit before tax	-20,271	-63,303	-	13,130		-70,444
				-		
Tax	347	-3,100	-	1,317	4	-1,436
Profit for the period attributable to parent company shareholders	-19,924	-66,403	-	14,447		-71,880

Note 1. Fingerprint Cards has classified amortization expenses of SEK 33.8 million relating to capitalized development expenses and amortization expenses relating to patents within R&D costs in the function-by-function income statement for the financial year 2025. In the pro forma consolidated income statement, amortization expenses relating to capitalized development projects of SEK 14.3 million have been adjusted and recognized under Cost of goods and services sold to be aligned with the classification in Precise Biometrics. This pro forma adjustment is expected to be of a non-recurring nature as the accounting management will be adapted to the new group going forward.

The amortization expenses related to the patents of SEK 19,5 million that have been reversed. They relate to the patent value of SEK 39,2 million that has been adjusted for in the preliminary pro forma purchase price allocation (refer to the pro forma consolidated balance sheet as of 31 December 2025 below). The amortization expenses are reversed in the proforma income statement 2025 as the value of the patents will not be reflected in the new Group going forward. The pro forma adjustment is non-recurring.

Note 2. Adjustment related to amortization of intangible assets totals SEK -6,4 million, whereof customer relationships SEK -1,8 million, trademarks SEK -1,2 million and technology SEK -3,4 million. Amortization of technology of SEK -3,4 million has been reported in Cost of goods and services sold. Amortization of customer relationships of SEK -1,8 million and amortization of trademarks of SEK -1,2 million has been reported in Selling expenses.

Note 3. Fingerprint Cards presents other operating income/expenses gross in their consolidated statement of comprehensive income. The amount SEK 32.4 million in the above pro forma consolidated income statement was specified between Other operating income of SEK 48.6 million and Other operating expenses of SEK -16.2 million. Other operating income include consideration relating to monetization of existing assets, primarily IP/technology rights that Fingerprint Cards has incurred during the financial period.

Note 4. Income tax effect of in total SEK 1,3 million relates to dissolution of deferred tax liability adjustments to amortization of intangible assets, whereof customer relationships SEK +0,7 million, trademarks SEK +0,2 million and technology SEK +0,4 million.

Pro forma consolidated balance sheet – in summary as of 31 December 2025

	<i>Unaudited</i>	<i>Unaudited</i>	<i>Unaudited</i>		<i>Unaudited</i>
	Precise Biometrics 31 December 2025	Fingerprint Cards 31 December 2025	Pro forma adjustments	Note	Precise Biometrics Pro Forma 31 December 2025
Amount in TSEK	IFRS	IFRS			IFRS
Fixed assets					
Property, plant and equipment	11,947	4,476	-953	1	15,470
Goodwill and intangible assets	119,683	163,005	-66,895	1	215,793
Deferred tax assets	-	54,900	-54,900	2	-
Total fixed assets	131,630	222,381	-122,748		231,263
Current assets					
Inventories	277	21,369	-		21,646
Accounts receivable	18,753	8,368	-		27,121
Other receivables	2,356	3,228	-		5,584
Accruals and deferred income	2,695	16,298	-		18,993
Cash and cash equivalents	18,411	27,125	-		45,536
Total current assets	42,492	76,388	-		118,880
TOTAL ASSETS	174,122	298,769	-122,748		350,143
EQUITY AND LIABILITIES					
Equity					
Equity	-131,018	270,769	-134,225	3	267,562
Total equity attributable to parent company shareholders	131,018	270,769	-134,225		267,562
Long-term debt					
Long-term debt	12,146	-	11,476	4	23,623
Total long-term debt	12,146	-	11,476		23,623
Short-term liabilities					
Short-term liabilities	30,958	28,000	-		58,958
Total short-term liabilities	30,958	28,000	-		58,958
TOTAL EQUITY AND LIABILITIES	174,122	298,769	-122,748		350,143

Note 1. According to the preliminary pro forma acquisition analysis, the fair value of acquired identifiable intangible assets relating to Fingerprint Cards as of 31 December 2025 amounts to SEK 55.7 million. A reversal of previous goodwill and patents has been made in the preliminary pro forma acquisition analysis. The fair value has been compared with the reported intangible assets in Fingerprint Cards. The difference is recognized in the pro forma balance sheet as Goodwill and Intangible assets. A distribution is made between customer relationships, brands, technology and with a residual value attributable to goodwill. These pro forma adjustments are outlined in the table below. In the preliminary pro forma acquisition analysis, an adjustment of SEK 1.0 million has also been reflected in IFRS 16 as a result of a minor difference in operating capital.

Amount in TSEK	Reported Value Fingerprint Cards 31 December 2025	Adjustments to the reported value Fingerprint Cards 31 December 2025	Fair Value Adjustments Fingerprint Cards 31 December 2025	Total pro forma value Fingerprint Cards 31 December 2025
Goodwill	118,359	-118,359	34,962	34,962
Customer Relationships	0,0	-	17,760	17,760
Trademarks	0,0	-	3,530	3,530
Technology	5,438	-	34,420	39,858
Patents	39,209	-39,209	-	0,0
Identifiable intangible assets	44,647	-39,209	55,710	61,148
Goodwill and intangible assets	163,005	-157,568	90,672	96,110

Note 2. The tax losses in Sweden that are capitalized in the deferred tax asset in Fingerprint Cards are, due to changes in ownership and the transaction, expected to be forfeited and no longer considered to be available for utilization. Therefore, a reversal of the deferred tax asset of SEK 54,9 million has been made in the preliminary pro forma purchase price allocation.

Note 3. Elimination of acquired equity has been adjusted for in accordance with the preliminary pro forma acquisition analysis.

The total impact of the pro forma Equity is summarized in the below table.

Impact on pro forma Equity, TSEK:	
Issue in kind	136,544
Reversal value relating to previous goodwill, patents and lease adjustment	-158,521
Reversal deferred tax relating to tax losses	-54,900
Elimination of acquired equity in Fingerprint Cards	-136,544
Valuation of intangible assets	55,710
Deferred tax liabilities	-11,476
Goodwill	34,962
Pro forma adjustment, Equity	-134,225

Note 4. Deferred tax liabilities related to identifiable intangible assets in the preliminary pro forma acquisition analysis amount to SEK 11.5 million, wherof customer relationships SEK 3.7 million, trademarks SEK 0.7 million and technology SEK 7.1 million.

AUDITOR'S REPORT ON PRO FORMA ACCOUNTING

Independent auditor's assurance report on the compilation of pro forma financial information included in a merger document

To the Board of Directors of Precise Biometrics AB, corporate identity number 556545-6596

Report on the compilation of pro forma financial information included in a merger document

We have completed our assurance engagement to report on the compilation of pro forma financial information of Precise Biometrics AB ("the company") by the Board of Directors. The pro forma financial information consists of the pro forma balance sheet as at December 31, 2025, the pro forma income statement for the financial year ended December 31, 2025 and related notes as set out on pages 58-60 of the merger document issued by the company. The applicable criteria on the basis of which the Board of Directors has compiled the pro forma financial information are specified in the Delegated Regulation (EU) 2021/528 and described on pages 54-58.

The pro forma financial information has been compiled by the Board of Directors to illustrate the impact of the merger with Fingerprint Cards AB on the company's financial position as at December 31, 2025 and the company's financial performance for the financial year ended December 31, 2025 as if the proposed transaction had taken place at December 31, 2025 and January 1, 2025 respectively. As part of this process, information about the company's financial position and financial performance has been extracted by the Board of Directors from the company's financial statements for the financial year ended December 31, 2025, on which no auditor's report or review report has been published. In addition, information has been extracted by the Board of Directors from Fingerprint Cards AB's financial statements for the financial year ended December 31, 2025, on which no auditor's report or review report has been published.

Responsibilities of the Board of Directors for the pro forma financial information

The Board of Directors is responsible for compiling the pro forma financial information in accordance with the requirements of the Delegated Regulation (EU) 2021/528.

Our independence and quality control

We have complied with the independence and other ethical requirements in Sweden, which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

The firm applies International Standard on Quality Management 1, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Auditor's responsibility

Our responsibility is to express an opinion about whether the pro forma information, in all material respects, has been compiled correctly by the Board of Directors in accordance with the Delegated Regulation (EU) 2021/528, on the bases given and that these bases are consistent with the company's accounting policies.

We have conducted the engagement in accordance with International Standard on Assurance Engagements ISAE 3420 Assurance engagements to report on the compilation of pro forma financial information included in a prospectus, issued by the International Auditing and Assurance Standards Board. This standard requires that the auditor plan and perform procedures to obtain reasonable assurance about whether the Board of Directors has compiled, in all material respects, the pro forma financial information in accordance with the delegated regulation.

For purposes of this engagement, we are not responsible for updating or reissuing any reports or opinions on any historical financial information used in compiling the pro forma financial information, nor have we, in the course of this engagement, performed an audit or review of the financial information used in compiling the pro forma financial information.

The purpose of pro forma financial information included in a merger document is solely to illustrate the impact of a significant event or transaction on the company's unadjusted financial information as if the event had occurred or the transaction had been undertaken at an earlier date selected for purposes of the illustration. Accordingly, we do not provide any assurance that the actual outcome of the event or transaction at December 31, 2025 and January 1, 2025 would have been as presented.

A reasonable assurance engagement to report on whether the pro forma financial information has been compiled, in all material respects, on the basis of the applicable criteria involves performing procedures to assess whether the applicable criteria used by the Board of Directors in the compilation of the pro forma financial information provide a reasonable basis for presenting the significant effects directly attributable to the event or transaction, and to obtain sufficient and appropriate audit evidence about whether:

- The pro forma adjustments have been compiled correctly on the specified basis.
- The pro forma financial information reflects the proper application of those adjustments to the unadjusted financial information
- The stated basis comply with the company's accounting policies.

The procedures selected depend on the auditor's judgment, having regard to his or hers understanding of nature of the company, the event or transaction in respect of which the pro forma financial information has been compiled, and other relevant engagement circumstances.

The engagement also involves evaluating the overall presentation of the pro forma financial information.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion the pro forma financial information has been compiled, in all material respects, on the bases stated on pages 54-60 and these bases are consistent with the accounting policies applied by the company.

Malmö, April 9, 2026

Ernst & Young AB

Martin Henriksson

Martin Henriksson
Authorized Public Accountant

INFORMATION ABOUT FINGERPRINT CARDS

At the time of publication of this Merger Document, the Merger between Precise Biometrics and Fingerprint Cards has not yet been completed. This section only contains information about Fingerprint Cards' operations prior to the Merger, unless otherwise stated. The section contains industry and market information relating to Fingerprint Cards' operations and the markets in which Fingerprint Cards operates. Fingerprint Cards has accurately reproduced such third-party information and, to the fullest extent of the Board's knowledge and ability to ascertain from information made public by third parties, no facts have been omitted that would make the reproduced information inaccurate or misleading.

Information in this section contains estimates of future market developments and other so-called forward-looking statements. Forward-looking statements do not constitute a guarantee of future performance or development and actual results may differ materially from those expressed in forward-looking statements. See also the sections "Important information - Forward-looking statements" and "Risk factors".

Market Overview

Fingerprint Cards is a global company that develops and designs biometric systems consisting of sensors, algorithms and software. Fingerprint Cards is thus active in the market for biometric solutions, which in Fingerprint Cards' opinion represents an industry of the future, driven by growing demand for secure and user-friendly authentication as the physical and digital worlds merge more and more quickly. In an era of increasing sophistication of cyber threats and digital fraud, including the rise of artificial intelligence (AI) and deepfake technology, biometric authentication provides a user-friendly and secure defense against malicious intrusions, protecting both businesses and individuals and improving the user experience in how they integrate with digital services. Biometric technology offers unique precision, security, and user experience that ensures that only authorized individuals have seamless access to sensitive information and critical systems.

Fingerprint Cards estimates that the market for biometric authentication will grow in the order of about 20 percent per year in the coming years. At the same time, customers are increasingly prioritizing solutions that are faster to integrate, easier to certify, and easier to scale—favoring platform-based offerings over individual components. Biometric technologies are gaining more and more traction, as they combine a high level of security with a smooth user experience in both physical and digital environments. This market development supports Fingerprint Cards' move up the value chain, from sensors to complete biometric systems. The market for biometrics and identity management remains fragmented, with many small players and limited commercial reach. As competitive advantages linked to scale become increasingly important, the opportunity for consolidation increases, and suppliers with broader offerings and stronger market processing can gain market share.

Fingerprint Cards has strategically shifted its focus beyond the standardized fingerprint sensor business in mobile and PC and diversified towards complete biometric system solutions to offer a more complete product portfolio, address more customers and secure a better position in the value chain. Central to this strategy is the Fingerprint Cards AllKey product family – an integrated complete biometric system-in-package (SiP) – which enables Fingerprint Cards to deliver complete biometric systems rather than individual components, with higher average sales price and stronger margins. In addition to fingerprints, Fingerprint Cards sees continued opportunities to grow in iris recognition and is focusing on strengthening its capabilities in this product segment, including through a strategic partnership with Smart Eye AB (publ). In accordance with the transformation plan announced in October 2023, Fingerprint Cards has redirected resources to areas of high growth and improved profitability, and completed the discontinuation of the loss-making businesses in the Mobile and PC product groups as of 31 March 2025.

Total revenue by region

In the financial year 2025, Fingerprint Cards' revenues by region amounted to the following:

- EMEA: SEK 21.9 million
- America: SEK 14.8 million
- APAC: SEK 41.5 million

Total revenue by business segment

Fingerprint Cards did not apply segment reporting during the 2025 financial year. During the financial year 2025, Fingerprint Cards' revenues in continuing and discontinued operations amounted to the following:

- Continuing operations: SEK 78.2 million
- Discontinued operations: SEK 37.4 million

Business description

Introduction

Fingerprint Cards is a global biometrics company with Swedish roots whose solutions make everyday life easier for users all over the world by providing secure and convenient identification and authentication with a human touch. Fingerprint Cards' solutions are integrated into over two billion devices and applications and are used billions of times every day.

Fingerprint Cards develops and sells fingerprint sensors and complete packaged biometric systems consisting of sensors, microcontrollers (MCUs), algorithms and software. Fingerprint Cards' product development has resulted in products with high security and a seamless user experience, with Fingerprint Cards' AllKey as the central platform. The use of biometrics is increasing in several application areas, and Fingerprint Cards' solutions can be found in e.g. FIDO keys, door locks, cryptocurrency wallets and payment cards.

Fingerprint Cards is listed on Nasdaq Stockholm. Fingerprint Cards' head office is located in Sweden and the number of employees amounted to 39 as of 31 December 2025.

Fingerprint Cards products and applications

Fingerprint Cards offers biometric security solutions through secure and seamless identification and authentication of fingerprints and iris.

Fingerprint Cards develops biometric authentication solutions that are used to confirm identity and provide secure access – both in the physical world and in digital environments. The solutions are based on biometric modalities such as fingerprint and iris, combined with secure handling of data, and are designed to replace or supplement PINs and passwords with more user-friendly and robust protection against unauthorized access and fraud. In practice, it enables secure digital access, such as company login and logical access (e.g. security keys and identity/access systems), as well as physical access in the form of access control to buildings and spaces (e.g. access cards, smart locks and other access solutions). Fingerprint Cards' technology is also used in applications where strong authentication is central, such as crypto wallets and other security-critical devices, with the goal of raising the level of security while reducing friction for the user. The AllKey product is a central part of our strategy. By delivering complete biometric systems rather than individual components, AllKey reduces customers' integration efforts and system complexity, while enabling Fingerprint Cards to get higher ASP and a larger share of the customer's total value.

Fingerprint Cards' product portfolio is focused on the Access and Payments product groups. The previous product groups Mobile and PC have been discontinued as of 31 March 2025 in accordance with Fingerprint Cards' transformation plan, with the aim of exiting unprofitable segments with low margins and focusing on profitable growth segments.

Fingerprint Cards' operations are focused on two priorities: Driving growth by developing products higher up the product value chain, and licensing and commercialization of its assets and core competencies. Central to Fingerprint Cards' offering is Fingerprint Cards AllKey, an integrated biometric system-in-package (SiP) that enables the delivery of complete biometric systems with higher average sales price and stronger margins.

Access solutions

Biometric solutions for Access – biometric access control – are a fragmented but growing market that includes key applications such as Logical Access (devices such as FIDO tokens and PIV/FIDO cards), Physical Access (access cards and smart locks), physical cryptocurrency wallets, Smartlocks (door locks and padlocks for secure physical access) and IoT (storage, security cabinets, alarms, etc.).

It is Fingerprint Cards' assessment that passwords and PINs are insecure, outdated and vulnerable to cyber intrusion, making businesses and consumers vulnerable to cyber threats. That is why Fingerprint Cards believes that a scalable, secure and seamless authentication solution is no longer optional, but necessary. In addition, the global shift towards Zero Trust security frameworks means an increased need for robust and secure authentication systems.

Fingerprint Cards offers biometric sensors and systems as well as software specifically adapted for Access products, including both modules for fingerprint recognition and solutions based on iris recognition. For device manufacturers and access control providers who are in need of secure and seamless authentication, Fingerprint Cards offers passwordless, secure, fully complete biometrics system solutions that are easy to integrate and reliable.

Unlike independent sensor suppliers, Fingerprint Cards offers complete end-to-end solutions to simplify system integration, shorten time to market and ensure a seamless user experience.

Fingerprint Cards is of the opinion that the market demand for biometric authentication – especially FIDO-certified products – remains high. To capitalize on these opportunities, Fingerprint Cards introduced Fingerprint Cards AllKey, a versatile and secure biometrics solution for a variety of devices, from smart door locks to cryptocurrency wallets, that facilitates integration, reduces risk, and shortens time to market for manufacturers. This launch strengthens Fingerprint Cards' position in the market for access control and broadens the addressable market for secure authentication.

Iris recognition is also well suited for certain applications in Access, such as touchless entry and exit systems in public spaces, which have come into greater focus due to the COVID-19 pandemic. Also when it comes to access cards and security keys with fingerprint sensors, there is an increased interest from many companies and organizations, as one and the same card or key can be used to enable uniform, secure access to computers and systems, as well as to physical spaces. In response to this interest, Fingerprint Cards is now focusing on developing multifunctional cards and tokens, but these are currently in development and not yet available.

In addition, hybrid work requires smarter security, access control, and authentication practices to protect businesses, their data, and employees.

Payments

Fingerprint sensors for payment devices, including payment cards, smart cards, and wearables, represent a potential growth area for Fingerprint Cards.

Fingerprint authentication replaces PINs and signatures and reduces the risk of fraud. At the same time, the biometric data is stored securely in the card. For payment card manufacturers looking for secure and seamless solutions, Fingerprint Cards offers certified biometric systems for payment cards that seamlessly integrate into existing ecosystems by providing end-to-end solutions through strategic partnerships that increase security, simplify integration and enable cost-effective production.

Strengths and competitive advantages

Fingerprint Cards' primary strengths and competitive advantages are as follows:

- **Market position:** Fingerprint Cards believes that it is well positioned to capture a larger share of new, emerging global markets for biometric solutions. Furthermore, Fingerprint Cards believes that it is well positioned to strengthen its capabilities in iris modalities (internally and through partnerships). In Payments, Fingerprint Cards is, according to Fingerprint Cards' own assessment, in an advantageous position as it has continued to update its solution and has received certification from EMVCo, which represents a majority of key players in the payment card industry, and as Fingerprint Cards' technology has so far been used in twelve commercial launches and in 24 market tests of biometric payment cards worldwide.
- **Product Quality:** Fingerprint Cards believes that its position is based on product quality, supply chain robustness, security, and biometric performance. Fingerprint Cards believes that it has good opportunities to continue to introduce new products to the market.
- **Innovative capability:** Fingerprint Cards operates in a market with strong tailwinds driven by technological advances, increased security concerns and a rising demand for contactless solutions, and Fingerprint Cards considers itself well in line with the rapid global development towards passwordless security systems. Fingerprint Cards has a history of innovative products and solutions and as a result has approximately 600 registered patents. Fingerprint Cards has an organization that can respond to the changing demands of the market and is in a position to continue developing new products. It is Fingerprint Cards' opinion that the latest investments in R&D ensure that Fingerprint Cards is at the forefront of industry development.

FINANCIAL HISTORY IN SUMMARY

This section contains selected historical financial information relating to the financial years 2022, 2023, 2024 and 2025. The financial information for the financial years 2022, 2023 and 2024 has been retrieved from Fingerprint Cards' annual reports for the financial years 2022, 2023 and 2024, which have been prepared in accordance with the Annual Accounts Act and the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) as adopted by the EU. The annual reports for the financial years 2022, 2023 and 2024 have been audited by the Company's independent auditor BDO Mälardalen AB in accordance with what is stated in the associated auditors' reports. Other information in the Merger Document has not been audited by Fingerprint Cards' auditor unless expressly stated. The financial information for the period January – December 2025 has been obtained from Fingerprint Cards' unaudited interim report for the period January – December 2025, which has been prepared in accordance with IAS 34 Interim Financial Reporting and the Annual Accounts Act. The financial information for the period January – December 2025 has not been subject to audit or review.

Fingerprint Cards' annual reports and interim reports are available on Fingerprint Cards' website www.fpc.com. The interim report for the period 1 January – 31 December 2025 is incorporated in its entirety into the Merger Document by reference.

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (MSEK)	<i>Unaudited</i> January- December 2025	<i>Audited</i> January- December 2024	<i>Audited</i> January- December 2023	<i>Audited</i> January- December 2022
Revenue	78.2	403.2	705.4	861.8
Cost of goods sold	-30.7	-357.6	-615.8	-695.4
Gross profit	47.5	45.6	89.6	166.4
Selling expenses	-16.8	-76.5	-171.1	-142.6
Administrative expenses	-67.1	-127.2	-127.6	-143.6
Development costs	-21.4 ⁸	-109.0	-117.3	-118.1
Impairment charges	-33.8 ⁹	-287.6	-4.7	-433.4
Other operating income	48.6	71.3	16.6	42.4
Other operating expenses	-16.2	-38.3	-5.9	-2.1
Operating profit/loss	-59.2	-521.7	-320.4	-631.0
Financial income	0.1	2.0	4.6	15.4
Financial expenses	-4.2	-47.1	-59.7	-36.6
Profit/loss before tax	-63.3	-566.8	-375.5	-652.2

⁸ In the interim report for the period 1 January – 31 December 2025, the item is titled "Development expenses; Other expenses".

⁹ In the interim report for the period 1 January – 31 December 2025, the item is titled "Development expenses; amortizations/write-downs".

Tax	-3.1	-121.5	35.7	66.2
Profit/loss for the period from continuing operations	-66.4	-465.9	-	-
Profit/loss for the period for discontinued operations	7.8	-222.4	-	-
Total comprehensive income for the period	-58.6	-688.3	-339.8	-586.0
Other comprehensive income from continuing operations	-104.9	82.7	-	-
Other comprehensive income from discontinued operations	65.7	-38.2	-	-
Earnings per share				
Before dilution (SEK)	-9.42 ¹⁰	-0.24	-0.31	-1.92
After dilution (SEK)	-8.31 ¹¹	-0.24	-0.31	-1.92
Other comprehensive income				
Net profit/loss for the year	-58.6	-688.3	-339.8	-586.0
Translation differences for the year on translation of foreign operations	- ¹²	44.5	-20.5	84.0
Other comprehensive income	-39.2¹³	44.5	-20.5	84.0
Comprehensive income for the year	-97.8	-643.8	-360.3	-502.0
Attributable to:				
Equity holders of the parent company	-97.8	-643.8	-360.3	-502.0

¹⁰ The item does not appear in the interim report for the period 1 January – 31 December 2025. However, there is the item “Earnings per share before and after dilution from continuing operations, SEK”

¹¹ The item does not appear in the interim report for the period 1 January – 31 December 2025. However, there is the item “Earnings per share before and after dilutions, SEK”

¹² The item does not appear in the interim report for the period 1 January – 31 December 2025.

¹³ The item is divided into “Other comprehensive income from continuing operations” and “Other comprehensive income from discontinued operations” in the interim report for the period 1 January – 31 December 2025.

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (MSEK)	<i>Unaudited</i> January- December 2025	<i>Audited</i> January- December 2024	<i>Audited</i> January- December 2023	<i>Audited</i> January- December 2022
ASSETS				
Fixed assets				
Intangible assets	163.0	229.8	504.8	538.0
Property, plant and equipment	0.6	1.6	3.0	4.3
Right-of-use assets	3.9	8.4	14.4	25.3
Deferred tax receivable	54.9	56.0	171.6	121.8
Total non-current assets	222.4	295.8	693.8	689.4
Current assets				
Inventories	21.4	48.0	133.5	304.1
Accounts receivable	8.4	56.0	120.6	128.3
Other receivables	3.2	7.8	17.9	40.0
Prepaid expenses and deferred income	16.3	5.3	7.9	9.6
Cash and cash equivalents	27.1	12.1	109.9	274.1
Total current assets	76.4	129.2	389.8	756.1
TOTAL ASSETS	298.8	425.0	1 083.6	1 445.5
SHAREHOLDERS' EQUITY				
Share capital	- ¹⁴	159.7	26.0	18.5
Other paid-up capital	- ¹⁵	854.3	854.3	854.3
Translation reserve	- ¹⁶	190.3	145.8	166.3
Retained earnings including net profit for the year	- ¹⁷	-927.7	-334.5	-172.6
Shareholders' equity	270.8	276.6	691.6	866.5
Non-current liabilities				

¹⁴ The item does not appear in the interim report for the period 1 January – 31 December 2025.

¹⁵ The item does not appear in the interim report for the period 1 January – 31 December 2025.

¹⁶ The item does not appear in the interim report for the period 1 January – 31 December 2025.

¹⁷ The item does not appear in the interim report for the period 1 January – 31 December 2025.

Deferred tax liabilities	-	0.7	6.6	13.0
Long-term leasing liabilities	-	2.7	6.5	12.4
Convertible loan	⁻¹⁸	0.0	72.9	293.7
Total non-current liabilities	-	3.4	86.0	319.1
Current liabilities				
Short-term leasing liabilities	2.9	4.1	6.2	11.2 ¹⁹
Short-term portion of loans	0.0	13.6	21.9	⁻²⁰
Accounts payables	10.1	39.9	103.5	74.3
Current tax liabilities	3.8	0.6	6.3	6.6
Other current liabilities	6.1	11.2	25.4	20.7
Accrued expenses and deferred income	5.1	75.6	142.7	147.1
Total current liabilities	28.0	145.0	306.0	259.9
TOTAL EQUITY AND LIABILITIES	298.8	425.0	1 083.6	1 445.5

CONDENSED CONSOLIDATED CASH-FLOW STATEMENT (MSEK)

	<i>Unaudited</i>	<i>Audited</i>	<i>Audited</i>	<i>Audited</i>
	January-December 2025	January-December 2024	January-December 2023	January-December 2022
Operating activities				
Profit/loss before tax	-57.9	-566.8	-375.5	-652.2
Adjustment for non-cash items	48.2	410.2	65.2	496.3
Income tax paid	3.8	-16.2	-22.1	-13.3
Cash flow from operating activities before changes in working capital	-5.9²¹	-172.8	-332.4	-169.2
Cash flow from changes in working capital				
Increase (-)/Decrease (+) in inventory	5.8	34.7	175.4	-160.6

¹⁸ The item does not appear in the interim report for the period 1 January – 31 December 2025.

¹⁹ The item is referred to as “Short-term portion of long-term liabilities” in the annual report for the financial year 2022.

²⁰ The item does not appear in the annual report for the financial year 2022.

²¹ The item does not appear in the interim report for the period 1 January – 31 December 2025.

Increase (-)/Decrease (+) in operating receivables	35.3	84.1	25.4	179.4
Increase (+)/Decrease (-) in operating liabilities	-91.1	-153.6	-43.3	-183.7
Cash flow from operating activities	-55.9	-207.6	-88.3	-334.1
Investing activities				
Purchase and internal development of intangible assets	- ²²	-11.8	-47.1	-103.5
Purchase of property, plant and equipment	- ²³	0.0	-0.2	-1.1
Sale of property fixed assets	- ²⁴	0.2	0.2	- ²⁵
Change in financial assets	-	0.0	1.0	0.0
Cash flow to investing activities	-1.0²⁶	-11.6	-46.1	-104.6²⁷
Financing activities				
Set-off issue and rights issue	- ²⁸	215.8	154.9	341.3
Loans	- ²⁹	74.0	-	- ³⁰
Convertible loan	- ³¹	-	145.7	- ³²
Amortization of loans	- ³³	-165.6	-315.2	- ³⁴
Amortization leasing liabilities	- ³⁵	-6.1	-11.1	-12.9
Cash flow from financing activities	74.1	118.1	-25.7	328.4
Cash flow for the year	17.2 ³⁶	-101.1	-160.1	-110.3
Cash and cash equivalents at the beginning of year	12.1	109.9	274.1	374.3

²² The item does not appear in the interim report for the period 1 January – 31 December 2025.

²³ The item does not appear in the interim report for the period 1 January – 31 December 2025.

²⁴ The item does not appear in the interim report for the period 1 January – 31 December 2025.

²⁵ The item does not appear in the annual report for the financial year 2022.

²⁶ The item is referred to as “Cash flow from investing activities” in the interim report for the period 1 January – 31 December 2025.

²⁷ The item is referred to as “Cash flow from investing activities” in the annual report for the financial year 2022.

²⁸ The item does not appear in the interim report for the period 1 January – 31 December 2025.

²⁹ The item does not appear in the interim report for the period 1 January – 31 December 2025.

³⁰ The item does not appear in the annual report for the financial year 2022.

³¹ The item does not appear in the interim report for the period 1 January – 31 December 2025.

³² The item does not appear in the annual report for the financial year 2022.

³³ The item does not appear in the interim report for the period 1 January – 31 December 2025.

³⁴ The item does not appear in the annual report for the financial year 2022.

³⁵ The item does not appear in the interim report for the period 1 January – 31 December 2025.

³⁶ The item does not appear in the interim report for the period 1 January – 31 December 2025.

Effect of translation differences on cash and cash equivalents	-2.2	3.3	-4.1	10.1
Cash and cash equivalents at end of year	27.1	12.1	109.9	274.1

KEY FIGURES IN SUMMARY (MSEK)	<i>Unaudited</i>	<i>Audited</i>	<i>Audited</i>	<i>Audited</i>
	January-December 2025	January-December 2024	January-December 2023	January-December 2022
Balance sheet total	298.8	425.0	1,083.6	1,445.5
Equity/assets ratio (%)	90.6	65.1	63.1	59.9

Definitions of alternative performance measures in Fingerprint Cards

Balance sheet total

Total assets.

Equity/assets ratio

Equity divided by total assets.

Legal information, share capital and ownership

Fingerprint Cards

The company's company name and commercial designation is Fingerprint Cards AB (publ). The company's corporate identity number is 556154-2381. The company is a Swedish public limited liability company that was formed on 19 August 1971 and registered with the Swedish Companies Registration Office on 25 November 1971. The company is regulated by, and the business is conducted in accordance with, the Swedish Companies Act (2005:551). The company's legal entity identification code (LEI) is 5493004YF5D7Z612Z822. The company's registered office is in Gothenburg with registered address Box 2412, SE-403 16 Gothenburg, Sweden, and visiting address Kungsgatan 20, SE-411 19 Gothenburg, Sweden. The company can be reached by www.fpc.com or by phone 010-172 00 00. Please note that the information on the website does not form part of this Merger Document except where this information has been incorporated into the Merger Document by reference.

General Information

Fingerprint Cards' B share is listed on Nasdaq Stockholm and is traded under the ticker FING B. Fingerprint Cards' registered share capital amounts to SEK 162,023,501.667533 divided into 7,587,687 shares, of which 3,937 are A shares and 7,583,750 are B shares, each with a quota value of approximately SEK 21.35. The shares are denominated in SEK and have been issued in accordance with Swedish law. All issued shares are fully paid up and are freely transferable. According to Fingerprint Cards' articles of association, the share capital may not be less than SEK 54,428,133.389266 and not exceed SEK 217,712,533.557063, divided into a minimum of 3,500,000 shares and a maximum of 14,000,000 shares, of which a maximum of 1,235,294 are A shares and a maximum of 12,764,706 are B shares. There have been no public takeover bids for Fingerprint Cards' shares.

Certain rights in respect of the shares

The shares in Fingerprint Cards are available in two different classes, A shares and B shares, of which one A share entitles to ten votes and one B share entitles to one vote. Regardless of the share class, each share gives equal rights to a share in the company's assets and profits. The rights associated with shares issued by Fingerprint Cards can only be changed in accordance with the procedures set out in the Swedish Companies Act.

Right to attend general meetings and voting rights

Shareholders who are registered in the share register maintained by Euroclear on the record date of the Meeting and who have given notice of attendance to Fingerprint Cards no later than the date specified in the notice of the Meeting are entitled to participate in the general meeting. Decisions on amendments to the articles of association are made by the General Meeting, and the Swedish Companies Act sets out certain qualified majority requirements for such resolutions at the General Meeting to be valid. Each A share entitles to ten votes at the general meeting, each B share entitles to one vote at the general meeting and each person entitled to vote may vote for the full number of shares owned and represented by him or her.

Preferential rights to new shares, etc.

If Fingerprint Cards resolves to issue new shares, warrants or convertibles through a cash issue or a set-off issue, the shareholders generally have preferential rights to subscribe in proportion to the number of shares they previously own. However, in accordance with the provisions of the Companies Act, it is possible to deviate from the shareholders' preferential rights.

Right to dividends and proceeds at the liquidation

All shares entitle equal rights to Fingerprint Cards' profits and to any surplus in the event of liquidation. Decisions on dividends are made by the general meeting and paid out by Euroclear Sweden. According to the Swedish Companies Act, dividends may only be paid in such an amount that Fingerprint Cards' restricted equity is fully covered after the dividend and only if the dividend appears to be justifiable with regard to (i) the requirements that the nature, scope and risks of the business place on the equity and (ii) the company's consolidation needs, liquidity and position in general. As a general rule, shareholders may not decide on a larger dividend than proposed or approved by the board of directors.

The shares entitle to dividend for the first time as of the record date for dividend that occurs immediately after the shares have been registered with the Swedish Companies Registration Office and entered in the share register maintained by Euroclear. According to the Companies Act, dividends may only be paid in such an amount that there is still unrestricted equity, i.e. after the dividend there must be full coverage for the company's restricted equity. It is the company's most recently adopted balance sheet that forms the basis for how much dividend can be paid. Furthermore, a dividend may only be paid if it appears to be justifiable in view of the requirements that the nature, scope and risks of the business place on the size of the equity as well as the need for consolidation, liquidity and position in general.

Dividends are usually paid in cash per share, but can also refer to other things than cash payments. Shareholders are entitled to a pro rata portion of the dividend in proportion to their holding of ordinary shares. Payment of dividends is administered by Euroclear. If a shareholder is unable to receive payment through Euroclear, the shareholder will receive a claim on the company for the corresponding amount. Such a claim is subject to a ten-year limitation period, after which the amount of the dividend accrues to the company.

There are no restrictions on the right to dividends for shareholders residing outside Sweden. Subject to restrictions imposed by banks or clearing systems in the relevant jurisdiction, payments are made to such shareholders in the same manner as to shareholders in Sweden.

Convertibles, warrants, etc.

Warrants of series 2025:1

In connection with Fingerprint Cards' rights issue of units comprising B shares and warrants entitling to subscription for B shares, which was resolved upon by the board of directors on 17 December 2024, and approved by the general meeting on 17 January 2025, a total of 1,917,864,768 warrants of series 2025:1 were issued (the "**Warrants**") (TO8). The Warrants are traded on Nasdaq Stockholm.

In connection with the Merger, the Warrant holders will have the opportunity to either (i) transfer their Warrants in exchange for warrants with corresponding rights in the Combined Company (the "**Substitute Warrants**"), in accordance with the terms and conditions of the Warrants, or (ii) have their Warrants purchased by Precise Biometrics at a price of approximately SEK 0.0010 per Warrant³⁷, representing a premium of approximately 12 percent compared to the closing price of SEK 0.0009 per Warrant on Nasdaq Stockholm on 20 March 2026. Warrant holders will be contacted separately in connection with Completion for purposes hereof, and Warrant holders not choosing to receive Substitute Warrants will, without any further action being required, have their Warrants purchased by Precise Biometrics at the price set out above and, in connection therewith, the consideration for the Warrants will be paid into the Warrant holder's securities account.

Employee stock options

The annual general meeting in Fingerprint Cards held on 24 June 2025 resolved to adopt an employee stock option program for employees ("**ESOP 2025/2028**") and an employee stock option program for board members ("**ESOP 2025/2029**").

ESOP 2025/2028 comprises 265,569 allotted employee stock options. Subject to vesting during 2026, 2027 and 2028, each vested employee stock option can be exercised by the holder between 1 September 2028 and 1 November 2028 for subscription of one (1) new B share in Fingerprint Cards at an exercise price of SEK 33. 265,569 warrants have been issued and are held by Fingerprint Cards to ensure delivery of shares to the participants in ESOP 2025/2028. ESOP 2025/2028 is administrated by the board of directors of Fingerprint Cards.

ESOP 2025/2029 comprises 113,815 allotted employee stock options. Subject to vesting during 2026, 2027, 2028 and 2029, each vested employee stock option can be exercised by the holder between 1 September 2029 and 1 November 2029 for subscription of one (1) new B share in Fingerprint Cards at an exercise price of SEK 38.50. No warrants have been issued to ensure delivery of shares to the participants in ESOP 2025/2029. ESOP 2025/2029 is administrated by the nomination committee of Fingerprint Cards.

Under the terms and conditions of ESOP 2025/2028 and ESOP 2025/2029, all allotted employee stock options shall vest and be prematurely exercisable upon a change of control by, inter alia, the Merger. The board of directors of Fingerprint Cards has, in accordance with the terms and conditions of ESOP 2025/2028, resolved (i) that the employee stock options shall, conditional upon the approval of the Merger Plan by the general meeting, be exercisable in advance up until and including the date of the general meeting for the approval of the Merger Plan, and (ii) that exercised employee stock options shall be settled in cash, whereby it is noted that the strike price and the transaction value implied by the Merger Consideration mean that the cash amount payable per exercised stock option will be zero (0). Outstanding employee stock options not exercised pursuant to the foregoing shall automatically be forfeited. The warrants issued in connection with ESOP 2025/2028 will be cancelled in connection with Completion of the Merger. The nomination committee of Fingerprint Cards has made a corresponding resolution with respect to the employee stock options under ESOP 2025/2029, in accordance with the terms and conditions of ESOP 2025/2029.

Apart from what is mentioned above, there are no warrants, convertibles or other securities that entitle the holder to special rights in Fingerprint Cards.

³⁷ The consideration per Warrant amounts to SEK 0.001008.

Authorizations

The annual general meeting on 24 June 2025 resolved to grant the board of directors of Fingerprint Cards the following authorizations.

The annual general meeting authorized the board of directors to, until the next annual general meeting, on one or more occasions, with or without deviation from the shareholders' preferential rights, resolve on a new issue of B shares, warrants and/or convertibles entitling to B shares corresponding to a maximum of 20 percent of the total number of outstanding shares in Fingerprint Cards as of the day when the authorization is first exercised. The authorization also includes the right to resolve on new issues of shares, warrants and/or convertibles with provisions on contribution in kind, set-off or otherwise with conditions in accordance with the Swedish Companies Act.

The annual general meeting authorized the board of directors to resolve, on one or more occasions, until the next annual general meeting, to acquire a total of so many B shares that Fingerprint Cards' holding at any time does not exceed ten (10) percent of all shares in Fingerprint Cards. Furthermore, the board of directors was authorized to resolve, on one or more occasions, with deviation from the shareholders' preferential rights, until the next annual general meeting, on transfer of Fingerprint Cards' own B shares.

Central Securities Custody

The shares in Fingerprint Cards are registered in a CSD register in accordance with the Swedish Central Securities Depositories and Financial Instruments Accounts Act (1998:1479). This register is maintained by Euroclear, Box 191, SE-101 23 Stockholm, Sweden. The ISIN code for Fingerprint Cards' B share is SE0026141665. The ISIN code for Fingerprint Cards' A shares is SE0026141657.

Ten largest shareholders in Fingerprint Cards as of 31 December 2025

As of 31 December 2025, the number of registered shareholders in Fingerprint Cards was 24,340. The ten largest shareholders in Fingerprint Cards as of 31 December 2025 are listed below.

Shareholders	A shares	B shares	Capital (%)	Votes (%)
Avanza Pension	–	404,626	5.33	5.31
Peter Hoglin	–	145,000	1.91	1.90
Niels Henrik Balle	–	137,495	1.81	1.80
Storebrand Asset Management	–	65,679	0.87	0.86
Swedbank Insurance	–	60,761	0.80	0.80
Handelsbanken Liv Försäkring AB	–	57,743	0.76	0.76
Adam Philpott	–	54,916	0.72	0.72
Fredrik Hedlund	–	53,218	0.70	0.70
Handelsbanken Fonder	–	50,000	0.66	0.66
Nihat Üre	–	45,954	0.61	0.60

Others	3,937	6,508,358	85.83	85.89
Total	3,937	7,583,750	100.00	100.00

Treasury shares

As of the date of this Merger Document, Fingerprint Cards holds 1,900 own B shares.

Shareholders' agreement

As far as Fingerprint Cards' board of directors is aware, there are no shareholders' agreements between Fingerprint Cards' shareholders that aim to jointly influence Fingerprint Cards. Fingerprint Cards' board of directors is also not aware of any agreements or similar agreements that could lead to a change in control of Fingerprint Cards.

Lock-up agreements

As far as Fingerprint Cards' board of directors is aware, there are no transfer restrictions for a certain period of time (so-called lock-up agreements).

Significant agreements in Fingerprint Cards affected by the Merger

There are no significant agreements in Fingerprint Cards that are materially affected by the Merger.

Dividend policy

Fingerprint Cards does not have a dividend policy and has not paid any dividend during the financial years covered by the historical financial information in the Merger Document. The Board's priority is to ensure that Fingerprint Cards has a financial position that is strong enough to support both organic growth and selective acquisitions. Fingerprint Cards also wants to maintain a strong balance sheet. The payment of capital to shareholders shall be adjusted to earnings development and cash flow, while taking into account Fingerprint Cards' growth opportunities and financial position.

Significant investments

Since the last published annual accounts on 31 December 2025 until the date of the Merger Document, Fingerprint Cards has not made any material investments that are in progress and/or for which firm commitments have been made.

Significant changes since 31 December 2025

As of the date of this Merger Document, there have been no significant changes to Fingerprint Cards' financial results or financial position during the period as of 31 December 2025.

Trending

Except as set forth below, as of the date of this Merger Document, there are no known trends, uncertainties, requirements, commitments or events that are reasonably likely to have a material impact on Fingerprint Cards' prospects during the current financial year.

If all conditions for the Merger are fulfilled and the Merger is completed, it is expected to have a material impact on Fingerprint Cards, as Fingerprint Cards' assets and liabilities, rights and obligations will be

transferred to Precise Biometrics and Fingerprint Cards will be dissolved. See further under the section “*The Merger*” above.

Fingerprint Cards is affected by geopolitical and macroeconomic factors in society, such as the changed security policy situation and the existence of export and import restrictions and protectionist measures in the form of, for example, tariffs and customs duties, which may have a material impact on Fingerprint Cards’ and other companies’ operations. See further under the section “*Risk factors – Risks related to geopolitical and macroeconomic factors*”.

Legal proceedings and arbitration

Fingerprint Cards has not been a party to any governmental proceedings, legal proceedings or arbitration proceedings (including proceedings that have not yet been settled or which, to Fingerprint Cards’ knowledge, are at risk of being initiated) during the past twelve months that may have or have recently had a significant effect on the financial position or profitability of the Fingerprint Cards Group.

Information published in accordance with MAR

Below is a summary of the information that Fingerprint Cards has made public pursuant to the Market Abuse Regulation (596/2014) (“**MAR**”) during the past twelve months.

Financial reports

- 29 April 2025 – Interim Report January – March 2025
- 14 August 2025 – Interim Report January – June 2025
- 28 October 2025 – Interim Report January – September 2025
- 13 February 2026 – Year-end report January – December 2025

Other

- 7 August 2025 – “Fingerprint Cards AB (publ) licenses PC assets to Egis Technology in SEK 24 million deal, with additional royalty upside tied to OEM volumes”
- 3 October 2025 – “Fingerprint Cards AB (publ) completes third IP monetization and licensing transaction in 11 months, with a new PixArt Imaging Inc. deal signed for SEK 19 million upfront plus royalty potential”
- 23 March 2026 – “Precise Biometrics and Fingerprint Cards to create a global leader in biometrics and identity”

ARTICLES OF ASSOCIATION FOR FINGERPRINT CARDS AB (PUBL)

§1 Registered name

The company name of the Company is Fingerprint Cards AB. The Company is a public limited liability company (publ).

§ 2 Registered office of the Board of Directors

The registered office of the Board of Directors is in Gothenburg municipality, County of Västra Götaland, Sweden.

§ 3 Operations

The object of the Company's operations is to pursue the development of technology in the field of personal identification based on micro electronics, the sale of related components and license the rights pertaining to the technology developed as well as investment management and other similar business operations.

§ 4 Share capital

The share capital shall amount to not less than SEK 54,428,133.389266 and not more than SEK 217,712,533.557063. The number of shares shall not be fewer than 3,500,000 and not exceed 14,000,000.

§ 5 Classes of shares

The Company's shares may be issued in two classes, designated Class A carrying ten (10) votes per share and Class B carrying one (1) vote per share. Class A shares may be issued to a maximum number of 1,235,294 and Class B shares to a maximum number of 12,764,706.

When requested by holders of Class A shares, the Board shall arrange the conversion of the holders' Class A shares to Class B shares. The conversion request shall be submitted in writing to the Board of Directors. The request shall state the number of shares that the holder wishes to convert.

In January each year, the Board of Directors will address questions pertaining to the conversion to Class B shares for those Class A shares for which the holders have requested conversion during the immediately preceding calendar year. However, should the Board find grounds thereto, the Board is permitted to address conversion issues even at other times. Conversions shall be reported for registration without delay and conversion shall become effective as soon as registration has been completed.

§ 6 Pre-emption rights

If the Company decides to issue new Class A and Class B shares through a cash issue or an offset issue, holders of Class A and Class B shares have pre-emption rights to subscribe for new shares of the same class in relation to the number of shares already held (primary pre-emption right).

Shares that are not subscribed for by primary pre-emption rights are offered to all shareholders for subscription (subsidiary pre-emption rights). If the number of shares offered on this basis is insufficient or subscription based on subsidiary pre-emption rights, the shares are distributed in relation to the number of shares already held and, insofar as this is not possible, by lottery.

If the Company decides to issue warrants or convertible debentures through a cash issue or an offset issue, the shareholders have pre-emption rights to subscribe for warrants as if the issue applied to the shares that may be newly subscribed on the basis of the warrants or, respectively, the pre-emption rights to subscribe for convertibles as if the issue pertained to those shares for which the warrants or convertibles, respectively may be exchanged.

If the Company decides by means of a cash or offset issue to issue shares of only Class A or Class B, all shareholders, irrespective of whether their shares are of Class A or Class B, have pre-emption rights to subscribe for new shares in proportion to the number of shares owned prior to the issue.

The above stipulations do not constitute any infringement on the possibility to make a decision regarding a cash issue or an offset issue whereby the shareholders' pre-emption rights are disapplied.

Should the share capital be increased through a bonus issue, new shares of each class will be issued in relation to the number of shares of the same series already held. In such cases, existing shares of a specific class carry entitlement to new shares of the same class. The aforementioned does not restrict the possibility of issuing shares of a new class through a bonus issue following the necessary amendment to the Articles of Association.

§ 7 Board of Directors

The Board of Directors is to comprise four to ten members with a maximum of five alternates.

§ 8 Auditing

One or two auditors, with or without alternate auditors, or one or two registered firms of accountants shall be appointed by the Company.

§ 9 Notice of a general meeting

Notice of a General Meeting of Shareholders shall be made in the form of an announcement in Post och Inrikes Tidningar and on the Company's website. The announcement of this Notice shall be advertised in Svenska Dagbladet. To be entitled to participate in the business of the General Meeting, shareholders must notify the Company of their intention to attend the Meeting not later than on the date set forth in the notice of the Meeting. This day may not be a Saturday, Sunday, public holiday, Midsummer Eve, Christmas Eve or New Year's Eve, nor may it fall less than five business days prior to the General Meeting. Assistants may only accompany shareholders to a General Meeting if the shareholder provides notification of the number of assistants to the Company no later than the date specified in the Notice of the Meeting.

§ 10 General Meeting of Shareholders

General Meetings may, in addition to Gothenburg, be held in Stockholm.

The Annual General Meeting shall be held annually within six months of the end of the fiscal year.

The following items of business shall be addressed at the Annual General Meeting:

1. Election of Chairman of the Meeting;
2. Preparation and approval of voting list;
3. Approval of the agenda;
4. Election of two minutes checkers;
5. Determination that the Meeting has been duly convened;
6. The President's presentation;
7. Presentation of the submitted Annual Report and the Auditor's Report, and where appropriate the Consolidated Financial Statements and the Auditor's Report on the Consolidated Financial Statements
8. Resolutions on: a. adoption of the income statement and balance sheet and, where appropriate, the consolidated income statement and consolidated balance sheet; b. appropriation of the Company's profit/loss according to the adopted Balance Sheet; c. discharge from liability of the Board of Directors and the President;
9. Determination of the number of members and alternate members of the Board and, where applicable, the number of auditors and alternate auditors;

10. Determination of the remuneration of the Members of the Board;
11. Determination of remuneration of the auditors;
12. Election of Board members;
13. Wherever appropriate, election of auditors and alternate auditors;
14. Other business to be addressed by the Meeting in accordance with the Swedish Companies Act or the Articles of Association.

§ 11 Fiscal year

The Company's fiscal year is the calendar year.

§ 12 Record day provision

The Company's shares are to be registered in a Central Securities Depository Register (CSD) pursuant to the Swedish Central Securities Depositories and Financial Instruments Accounts Act (1998:1479).

§ 13 Amendment of the Articles of Association

Resolutions regarding amendments to the paragraphs of the Articles of Association pertaining to the Company's operations and Board of Directors (Articles 3 and 7) and this paragraph are valid only if supported by shareholders carrying more than three quarters of the number of votes and shares represented at the General Meeting. Should the Swedish Companies Act stipulate more far-reaching conditions, the provisions of this Act shall prevail.

§ 14 Collection of proxies and postal voting

The Board of Directors may collect power of attorneys in accordance with the procedure described in Chapter 7, Section 4, second paragraph of the Swedish Companies Act (2005:551).

The Board of Directors may before a General Meeting resolve that the shareholders shall be entitled to vote by post prior to the General Meeting.

§ 15 Presence of third parties at General Meetings

The Board of Directors may decide that a person who is not a shareholder in the Company shall, under the terms determined by the Board of Directors, have the right to be present or otherwise follow the proceedings at a General Meeting.

Adopted at the Extraordinary General Meeting on 18 August 2025³⁸

³⁸The board of directors of Fingerprint Cards has proposed that the extraordinary general meeting on 30 April 2026 resolves to amend § 7 of the articles of association, whereby the limits for the number of Board members are changed to a minimum of 3 and a maximum of 10 members.

FINGERPRINT CARDS' BOARD OF DIRECTORS, MANAGEMENT AND AUDITOR

Fingerprint Cards board of directors

As of the date of the Merger Document, Fingerprint Cards' board of directors consists of three ordinary Board members, including the Chairman of the Board, with no deputies. The table below shows the members of the board of directors, their position, the year they were elected and their holdings in Fingerprint Cards. Major shareholders are defined according to the Swedish Code of Corporate Governance as shareholders who directly or indirectly control ten percent or more of the shares or votes in Fingerprint Cards.

Name	Position	Board member since	Holdings in Fingerprint Cards
Christian Lagerling	Chairman	2022	17,714 B shares, 4,804,032 warrants and 56,907 employee stock options
Carl Johan Grandinson	Member	2025	28,453 employee stock options
Adam Philpott	Board member, President and CEO	2023	54,916 B shares, 17,999,984 warrants and 92,949 employee stock options

Christian Lagerling (b. 1973)

Chairman of the Board

Main education: Master of Science in Business and Economics at Stockholm University and The London School of Economics and Political Science, England.

Other current assignments outside of Fingerprint Cards: Owner and CEO of Beluca Ventures LLC. Chairman of the Board of Audio AB (publ). Board member of MEIQ Systems AB and GoodTrust Inc. Financial advisor to various global technology companies and private investment activities in private and public technology companies.

Previous assignments outside of Fingerprint Cards over the past five years: Chairman of the Board of Raymond Solar AB. Board member of Einride AB and Audio International AB. Chairman and co-founder of Dicopay AB. Chairman of the Supervisory Board of Asknet Solutions AB.

Carl Johan Grandinson (b. 1975)

Board member

Main education: Master of Science in Mechanical Engineering, Royal Institute of Technology; Major, Media Management and Marketing, Stockholm School of Economics 1998-1999; Exchange studies, Stanford School of Engineering.

Other current assignments outside of Fingerprint Cards: Founding Partner, Qvantea Capital, Advisor/Consultant, Essoge Multi Family Office, Advisor/Consultant, Glue & Smart Frog Canary Group (USA).

Previous assignments outside of Fingerprint Cards over the past five years: Chairman of the Board/consultant in Dynamic Code. Founder/Board member/CEO/Advisor in Glue. Partner, True Global Ventures.

Adam Philpott (b. 1975)

President, President and CEO and Board member

Refer to the description in the section “Fingerprint Cards’ current senior executives” below.

Fingerprint Cards’ current senior executives

The table below shows the senior executives of Fingerprint Cards, their position, the year they were admitted to the management team, the year they were employed by Fingerprint Cards and their holdings in Fingerprint Cards.

Name	Position	In the management team since	Employed at Fingerprint Cards since	Holdings in Fingerprint Cards
Adam Philpott	President, CEO, Board member	2023	2023	54,916 B shares, 17,999,984 warrants and 92,949 employee stock options
Fredrik Hedlund	Chief Financial Officer	2024	2024	53,218 B shares, 17,539,384 warrants and 53,113 employee stock options.
David Eastaugh	Chief Strategy & Technology Officer	2024	2024	9 B shares and 39,835 employee stock options.

Adam Philpott (b. 1975)

President, President and CEO and Board member

Main education: Master of Science in Economics at the University of Derby, England.

Other current assignments outside of Fingerprint Cards: None.

Previous assignments outside of Fingerprint Cards over the past five years: Chief Revenue Officer at Trellix, Chief Revenue Officer at McAfee, Senior Vice President EMEA at McAfee, and Vice President EMEA at McAfee.

Fredrik Hedlund (b. 1971)

Chief Financial Officer

Main education: Bachelor's degree in Economics, London School of Economics, England.

Other current assignments outside of Fingerprint Cards: Co-founder and business developer of The Leadership Speaking School.

Previous assignments outside of Fingerprint Cards over the past five years: Chief Growth Officer and Managing Director at Daphne Technology and Senior Vice President/Business Unit CFO at Nielsen.

David Eastaugh (b. 1976)

Chief Strategy & Technology Officer

Main education: Master's degree in Industrial Mathematical Modelling, Loughborough University, England. Postgraduate degree, Systems Engineering for Renewable Energy, Loughborough University, England. Bachelor of Science in Electrical Engineering and Electronics, Loughborough University, England.

Other current assignments outside of Fingerprint Cards: None.

Previous assignments outside of Fingerprint Cards over the past five years: Senior Director Software Engineering at LexisNexis Risk Solutions and CTO at TruNarrative.

Accountant

At the annual general meeting on 24 June 2025, it was resolved, in accordance with the board of directors' proposal, to elect BDO Mälardalen AB, with Johan Pharmanson as auditor in charge, as auditor of Fingerprint Cards for the period until the end of the next annual general meeting. Johan Pharmanson is an authorized public accountant and a member of FAR (the industry association for auditors). BDO Mälardalen AB's and Johan Pharmanson's address is Box 6343, SE-102 35 Stockholm, Sweden.

CERTAIN TAX ISSUES IN SWEDEN

The following summary describes some of the tax consequences that may arise for shareholders in Sweden as a result of the Merger. The summary only applies to natural persons and limited liability companies that are fully liable to tax in Sweden, unless otherwise stated. The summary is based on current legislation and is intended to be general information only. The summary does not intend to address all tax issues that may arise in connection with the Merger but aims to provide the reader with more general information regarding certain tax issues.

Examples of parts that are not covered by this summary are special legislation that applies to:

- i. shares held by partnerships/limited partnerships or constituting stock assets in business activities, or
- ii. holdings in companies that are or have previously been closely held companies or in shares acquired with the support of such so-called qualified participations in closely held companies, or
- iii. holdings in mutual funds or special funds.

Special tax rules apply to certain types of taxpayers, such as investment companies, insurance companies and non-residents. The taxation of each individual shareholder depends on his or her particular situation. Thus, each holder of shares should consult a tax advisor to obtain information on the specific consequences that may arise in the individual case for him/her, including the applicability and effect of foreign rules and tax treaties or other applicable special legislation.

Tax consequences of the Merger for shareholders in Fingerprint Cards who are fully taxable in Sweden

Natural persons

For natural persons who are fully taxable in Sweden, the shares in Fingerprint Cards will be deemed to have been divested in connection with the Merger. A sale of shares in principle triggers capital gains taxation for the shareholder. However, provided that the rules on deferred taxation in connection with the exchange of shares are applicable, no immediate taxation will arise for the shareholder, to the extent that the Merger Consideration consists of shares in Precise Biometrics. In such a case, the shareholder's expense amount for the shares in Fingerprint Cards will be transferred to the shares in Precise Biometrics that have been received as Merger Consideration through the completed Merger.

In order for the rules on deferred taxation in connection with an exchange of shares to be applicable to natural persons who have sold shares through the Merger, there are a number of conditions that must be met. On the one hand, the shares in Fingerprint Cards must be sold to the buying company, Precise Biometrics. The remuneration must be in line with market conditions and consist of shares in the buying company, but may also be partly provided in money. Furthermore, the natural person must be a resident of a state within the European Economic Area (“**EEA**”) or habitually resident in the EEA. In addition, both the buying company, Precise Biometrics, and the divesting company, Fingerprint Cards, must be Swedish limited liability companies (or constitute certain other legal entities). The application of the rules is mandatory if the prerequisites are met.

It should be noted that if a natural person ceases to be resident in a state within the EEA and the rules on deferred taxation in connection with the exchange of shares have been applied, the deferred capital gain attributable to the exchange of shares must be taxed.

Limited liability companies

For limited liability companies that are subject to unlimited tax liability in Sweden, the shares in Fingerprint Cards will be deemed to have been divested in connection with the Merger. A sale of shares in principle triggers capital gains taxation for the shareholder. However, provided that the rules on deferred share

exchanges (the share exchange rules) apply, shareholders may request a deferral of taxation to the extent that the remuneration consists of shares in Precise Biometrics.

In order for the share exchange rules to apply, there are a number of conditions that must be met. On the one hand, the shares in the divested company (Fingerprint Cards) must be divested to the buying company (Precise Biometrics) through the Merger. On the one hand, the remuneration must be in line with market conditions and consist of shares in the buying company, but may also be partly provided in money. Furthermore, both the buying company (Precise Biometrics) and the divested company (Fingerprint Cards) must be Swedish limited liability companies (or certain other legal entities). For shareholders who are limited liability companies, the sale of the shares must also result in a capital gain, i.e. if the sale results in a loss of capital, the share exchange rules do not apply.

The application of the rules on the exchange of shares is not mandatory for limited liability companies. Limited liability companies that wish to deferral taxation of the capital gain must report the capital gain in their income tax return and at the same time request a deferral of taxation. The Deferred Amount shall be distributed equally among the shares in Precise Biometrics that have been received through the Merger.

If the conditions are not met or if the limited liability company decides not to apply the share exchange rules, capital gains taxation is triggered in accordance with general provisions. In such cases, capital gains and losses are taxed in the same way as described below.

General information on capital gains taxation

Natural persons

For natural persons who are fully liable to tax in Sweden, capital income, such as interest income, dividends and capital gains, is generally taxed in the income type capital at a tax rate of 30 per cent.

When calculating whether a capital gain or loss arises from a sale of shares, the expense amount, corresponding to the price paid by the shareholder for the shares sold, shall be applied. If the shareholder has acquired shares on several occasions, the average amount of expenses on the shares must be calculated and stated as the amount of expenses at the time of sale. The average expense amount is calculated by the shareholder adding up the sum of its total acquisition expenses including commission and dividing the calculated amount by the total number of shares if the shareholder owned before the sale. The average expense per share shall then be multiplied by the number of shares sold. In the case of the sale of listed shares, the standard method may alternatively be used, which means that the amount of expenses may be set at 20 per cent of the sale price after deduction of bank charges and brokerage. The sale of the shares must be reported on Appendix K4 which is submitted together with the shareholder's income tax return.

Capital losses on listed shares may be deducted in their entirety against taxable capital gains that arise in the same year on shares and listed securities that are taxed as shares (but not units in mutual funds or special funds that only contain Swedish credits, so-called fixed income funds). Capital losses that cannot be offset in this way are deductible at 70 percent against other capital income. If a deficit arises in the income type capital, a deduction is allowed in the form of a tax reduction for the deficit. A tax reduction of 30 percent is granted for losses that do not exceed SEK 100,000 and of 21 percent of the remaining deficit. Deficits in the income type capital that are not used in accordance with the above are lost and may not be used in later years.

If the shareholder has the shares placed in an investment savings account (ISK), no tax will be levied on a profit from the sale. Instead, the shareholder pays an annual tax on the capital base in the ISK account, which is based on the total value of the assets in the ISK account. The capital base corresponds to the assets in the account at the beginning of each quarter, together with the sum of all deposits in the account. For the 2026 income year, the standard income amounts to 3.55 percent of the capital base. On the standard income, the shareholder pays 30 percent tax, which means that the tax is 1.065 percent of the value of the shareholder's capital base. If the shareholder owns shares through an ISK account, no appendix K4 needs to be submitted

regarding the sale of these shares. As of 1 January 2025, a tax-free basic level for savings in ISK accounts was introduced, which for the income year 2026 amounts to SEK 300,000.

Limited liability companies

For limited liability companies that are fully taxable in Sweden, all income, including capital income, is normally taxed at a tax rate of 20.6 per cent. Capital gains and losses are calculated in the same way as described above for natural persons. Capital gains on listed shares (where the holding exceeds 10 per cent) may under certain conditions be tax-exempt under the regulations regarding business participations.

Deductions for capital losses on listed shares (where the holding is less than 10 per cent) are only allowed against capital gains on shares and other shareholder rights. Such capital losses may also, if certain conditions are met, be set off against capital gains on shares and shareholder rights in companies within the same group, provided that group contribution rights exist between the companies. Capital losses that cannot be utilised in a particular tax year may be saved (rolled forward) and deducted against capital gains on shares and other shareholder rights in subsequent tax years without limitation in time.

Special tax issues for shareholders who are subject to non-resident tax liability in Sweden

Tax on dividends

For shareholders who have limited tax liability in Sweden and receive dividends on shares in a Swedish limited liability company, withholding tax is normally levied in the form of Swedish withholding tax. The same applies to payments from a Swedish limited liability company in connection with, among other things, redemption of shares, repurchase of own shares through an acquisition offer that has been directed to all shareholders or all owners of shares of a certain type and liquidation of the company. In some cases, payment of coupon tax may also be relevant if part of the Merger Consideration consists of other than shares. Coupon tax is then levied on the part of the Merger Consideration that does not consist of shares, such as cash compensation. The tax rate for withholding tax is 30 percent but can be reduced by tax treaties. In Sweden, the coupon tax is normally withheld by Euroclear or, in the case of nominee-registered shares, by the nominee. Sweden's tax treaty generally allows for a reduction of the coupon tax to the tax rate of the agreement immediately at the time of distribution, provided that Euroclear or the nominee has received the necessary information about the person entitled to the dividend. Investors entitled to a reduced tax rate under a tax treaty can request a refund from the Swedish Tax Agency if withholding tax has been withheld at an excessively high rate.

Capital gains taxation

Shareholders who are subject to limited tax liability in Sweden, and who do not conduct business from a permanent establishment in Sweden to which the divested shareholder rights are attributable, will normally not be subject to capital gains taxation in Sweden as a result of the Merger. However, such holders may be subject to taxation in their respective states of residence.

However, natural persons who have limited tax liability in Sweden may be subject to Swedish capital gains taxation on the sale of shareholder rights in accordance with the so-called ten-year rule, if the person at any time during the calendar year in which the sale takes place or during any of the previous ten calendar years has been resident or permanently resident in Sweden. However, the applicability of this rule may be limited and regulated by tax treaties between Sweden and other countries.

DOCUMENTS INCORPORATED BY REFERENCE

The information below is incorporated by reference and forms part of the Merger Document. The documents are available for the duration of the Merger Document on www.precisebiometrics.com.

- i. Merger plan, dated 23 March 2026 prepared by the board of directors of the Companies, including appendices.
- ii. Auditors' statements from Ernst & Young AB and BDO Mälardalen AB, dated 23 March 2026 regarding the Merger Plan pursuant to Chapter 23. Section 11 of the Companies Act.
- iii. Precise Biometrics' unaudited interim report for the period 1 January – 31 December 2025, where reference is made to the income statement on page 15, balance sheet on page 16, changes in equity on page 18, cash flow statement on page 17 and notes on pages 19 – 21.
- iv. Precise Biometrics' audited annual report for the financial year 2024, where reference is made to the board of directors' Report on pages 24 – 31, income statement on page 43, balance sheet on page 44, changes in equity on page 46, cash flow statement on page 45, notes on pages 47 – 68 and the auditor's report on pages 86 – 91.
- v. Precise Biometrics' audited annual report for the financial year 2023, where reference is made to the board of directors' Report on pages 27 – 35, income statement on page 47, balance sheet on page 48, changes in equity on page 50, cash flow statement on page 49, notes on pages 51 – 72 and the auditor's report on pages 91 – 94.
- vi. Precise Biometrics' audited annual report for the financial year 2022, where reference is made to the board of directors' Report on pages 26 – 32, income statement on page 43, balance sheet on page 44, changes in equity on page 46, cash flow statement on page 45, notes on pages 47 – 67 and the auditor's report on pages 86 – 90.
- vii. Fingerprint Cards' unaudited interim report for the period 1 January – 31 December 2025, where reference is made to the income statement on page 16, balance sheet on page 17, changes in equity on page 18, cash flow statement on page 19 and notes on page 28.
- viii. Fingerprint Cards' audited annual report for the financial year 2024, where reference is made to the board of directors' Report on pages 9 – 18, income statement on page 53, balance sheet on page 54, changes in equity on page 55, cash flow statement on page 56, notes on pages 57 – 85 and the auditor's report on pages 108 – 114.
- ix. Fingerprint Cards' audited annual report for the financial year 2023, where reference is made to the board of directors' Report on pages 11 – 19, income statement on page 49, balance sheet on page 50, changes in equity on page 51, cash flow statement on page 52, notes on pages 53 – 69 and the auditor's report on pages 85 – 88.
- x. Fingerprint Cards' audited annual report for the financial year 2022, where reference is made to the board of directors' Report on pages 56 – 61, income statement on page 62, balance sheet on page 63, changes in equity on page 64, cash flow statement on page 65, notes on pages 69 – 87 and the auditor's report on pages 89 – 92.

The parts of the above documents that are not incorporated by reference are either not relevant or are to be found in other parts of the Merger Document.

Documents kept available for inspection

Copies of the following documents are available on <https://www.precisebiometrics.com/> for twelve months following the publication of this Merger Document.

- This Merger Document,
- The Merger Plan,
- Precise Biometrics' articles of association and Certificate of Registration,
- Fingerprint Cards' articles of association and Certificate of Registration, and
- Other historical financial information referred to in this Merger Document (including auditors' reports).

DEFINITIONS AND GLOSSARY

The Swedish Companies Act	The Swedish Companies Act (2005:551).
The Companies	Precise Biometrics and Fingerprint Cards.
Substitute Warrants	Warrants in the Combined Company with corresponding rights as the Warrants.
Euroclear Sweden	Euroclear Sweden AB.
Fingerprint Cards	Fingerprint Cards AB (publ), Reg. No. 556154-2381, or the group of which Fingerprint Cards AB (publ) is the parent company, depending on the context.
FDI Act	Act (2023:560) on the Review of Foreign Direct Investments.
R&D	Research and development of new products.
The Merger	The proposed merger between the Companies.
The Merger Document	This Merger Document.
The Merger Plan	The Merger Plan summarizing the order of the Merger between the Companies and is subject to shareholder approval, which was announced on 23 March 2026.
The Merger Consideration	The ordinary shares that will be issued by Precise Biometrics and subsequently paid to the shareholders of Fingerprint Cards.
Completion	The date on which the Merger is registered by the Swedish Companies Registration Office.
ISP	The Inspectorate for Strategic Products.
MSEK	Million SEK.
Nasdaq Stockholm	Refers to the regulated market Nasdaq Stockholm, where the Companies' shares are admitted to trading, which is operated by Nasdaq Stockholm Aktiebolag, Reg. No. 556420-8394.
The Combined Company	Precise Biometrics after the Completion of the Merger.
Precise Biometrics	Precise Biometrics AB (publ), Reg. No. 556545-6596, or the group of which Precise Biometrics AB (publ) is the parent company, depending on the context.
SEK	Swedish krona.
The Boards	The Boards of Directors of the Companies together.

Takeover rules	The Swedish Stock Market Self-Regulatory Committee's Takeover Rules for Nasdaq Stockholm and Nordic Growth Market NGM
The Warrants	Warrants of series 2025:1 (TO8) in Fingerprint Cards, which were issued in connection with Fingerprint Cards' rights issue of units during 2025 and are traded on Nasdaq Stockholm.
TSEK	A thousand SEK.
USD	U.S. dollar, U.S. currency.

ADDRESSES

PRECISE BIOMETRICS AB (PUBL)

Scheelevägen 27, SE-223 63 Lund, Sweden

Phone number: 046 31 11 00

<https://www.precisebiometrics.com/>

FINGERPRINT CARDS AB (PUBL)

Kungsgatan 20, SE-411 19 Gothenburg,
Sweden

Phone number: 010-172 00 00

<https://www.fpc.com/>

FINANCIAL ADVISOR TO PRECISE BIOMETRICS

DNB Carnegie Investmentbank AB (publ)

Regeringsgatan 56, SE-111 56 Stockholm,
Sweden

LEGAL ADVISOR TO PRECISE BIOMETRICS AB (PUBL)

Advokatfirman Vinge KB

Östergatan 30, SE-211 22 Malmö, Sweden

LEGAL ADVISORS TO FINGERPRINT CARDS AB (PUBL)

KANTER Advokatbyrå KB

Engelbrektsgratan 3, SE-114 32 Stockholm,
Sweden

and

Legal Works Group

Olof Palmes gata 11, SE-111 37 Stockholm,
Sweden

AUDITOR OF PRECISE BIOMETRICS AB (PUBL)

Ernst & Young AB

Box 7850, SE-103 99 Stockholm, Sweden

AUDITOR OF FINGERPRINT CARDS AB (PUBL)

BDO Mälardalen AB

Box 6343, SE-102 35 Stockholm, Sweden

THE MERGER PLAN

MERGER PLAN

This is a translation of the Swedish language version of this merger plan. In the event of any discrepancy, the Swedish language version shall prevail.

*The board of directors of Precise Biometrics AB (publ), a public limited liability company with corporate registration number 556545-6596, (“**Precise Biometrics**”), with registered seat in Lund, Sweden, and the board of directors of Fingerprint Cards AB (publ), a public limited liability company with corporate registration number 556154-2381, (“**Fingerprint Cards**”), with registered seat in Gothenburg, Sweden, have agreed on a merger through absorption between Precise Biometrics and Fingerprint Cards pursuant to Chapter 23, Section 1 of the Swedish Companies Act (2005:551) (the “**Companies Act**”) (Sw. aktiebolagslagen (2005:551)), with Precise Biometrics as transferee company and Fingerprint Cards as transferor company (the “**Merger**”). The merged company which will be the result of the Merger is hereinafter referred to as the “**Combined Company**”. Fingerprint Cards will be automatically dissolved as a result of the Merger without liquidation taking place.*

*In conjunction with this, the board of directors of Precise Biometrics and the board of directors of Fingerprint Cards (together the “**Boards**”) have prepared the following merger plan (the “**Merger Plan**”).*

1. Rationale for the Merger

Precise Biometrics is a global provider of biometrics and access control software. The company develops software and algorithms for biometric authentication, processing over 100,000 secure biometric verifications every second, used across mobile devices, physical access control, and government identity programs, amongst others. Precise Biometrics’ biometric software is delivered primarily to global sensor manufacturers through a licensing model. In addition, Precise Biometrics delivers turn-key solutions for physical access and visitor management through an enterprise SaaS model, which was successfully expanded through the acquisition of EastCoast Solutions in 2021.

Fingerprint Cards is a global biometrics hardware and systems provider, with its sensors already embedded and in active use in nearly two billion devices worldwide. Built on deep manufacturing expertise and long-standing relationships with leading OEMs, Fingerprint Cards provides the biometric hardware and authentication systems that verify identity at the point of use, deployed and managed at scale across global device fleets and enterprise environments. Having successfully transitioned from a mobile fingerprint sensor supplier into a biometrics system provider, Fingerprint Cards today serves high-value segments including consumer products, payments, secure enterprise access, and digital identity.

The Boards have investigated the consequences of a merger between the two companies and are convinced of the strategic fit between Precise Biometrics and Fingerprint Cards.

The Merger combines capabilities within hardware, software, and identity solutions within one single provider. The Combined Company will be able to offer a strengthened, multi-modal product portfolio within both physical and digital access, delivered through AI-driven and cloud-based technology. This will create a stronger ability to serve enterprise, government and consumer markets within high-demand segments such as identity, authentication, access, and cybersecurity. By offering hardware and software from one single provider, the Combined Company can increase customer relevance and stickiness, strengthen confidence amongst partners, and improve win-rates.

The Merger also brings together complementary go-to-market footprints, providing the Combined Company with wider and more scalable commercial reach. The strengthened product portfolio enables

the Combined Company to capture higher share of customer wallets through upselling and cross-selling across the combined customer portfolio. Furthermore, the wider commercial reach and relevance of the Combined Company enhance the ability to target and win in new customer segments globally.

The Boards expect the Merger to generate meaningful cost synergies through the consolidation of administration, streamlined operations, and optimized resource utilization. Identified operating cost synergies are estimated at an annual run-rate of at least SEK 45 million. The improved cost base, combined with the strengthened financial profile of the combined group, is expected to generate double-digit EBITDA margins following synergy realization.

The integration of operations is expected to commence immediately following completion of the Merger. Restructuring costs are estimated at approximately SEK 25 million in aggregate, with the vast majority expected to be incurred and recognized during 2026.

The Merger represents the first step in a broader consolidation journey. As synergies are realized, the Combined Company will be able to utilize its scale to take an active part in the industry consolidation through selective acquisitions within portfolio consolidation and expansion of capabilities.

Against this background, the Boards believe that the Merger will be significantly value-adding for the shareholders as well as for other stakeholders and have therefore adopted this Merger Plan.

2. Determination of the Merger Consideration and circumstances of significance in the evaluation of the appropriateness of the Merger

Determination of the Merger Consideration and valuation

The Merger Consideration (as defined in section 3 (*Merger Consideration, etc.*) below) has been determined with the intention of achieving a fair distribution of the value in the Combined Company between the shareholders in Precise Biometrics and Fingerprint Cards, respectively. In determining a fair Merger Consideration for both Precise Biometrics' and Fingerprint Cards' shareholders, the Boards have taken a number of factors into consideration. The Boards have primarily considered the respective companies' current market capitalization and the observable relative market capitalization over time between the companies. Moreover, the Boards have taken into account and determined that a certain premium for the shares in Fingerprint Cards in relation to the market capitalization at the time of this Merger Plan is motivated.

Precise Biometrics has issued ordinary shares which are listed on Nasdaq Stockholm and C shares which are not listed on any marketplace.¹ Each ordinary share carries one (1) vote and each C share carries one tenth (1/10) of a vote at general meetings. The market capitalization for Precise Biometrics has been determined as the total number of shares in Precise Biometrics multiplied with the price for the ordinary shares listed on Nasdaq Stockholm. On 20 March 2026, which was the last trading day prior to the announcement of the Merger, the closing price of the Precise Biometrics ordinary share on Nasdaq Stockholm was approximately SEK 2.0.

Fingerprint Cards has issued B shares which are listed on Nasdaq Stockholm and A shares which are not listed on any marketplace. Each B share carries one (1) vote and each A share carries ten (10) votes at general meetings. The market capitalization for Fingerprint Cards has been determined as the total number of shares in Fingerprint Cards multiplied with the price for the B shares listed on Nasdaq Stockholm. On 20 March 2026, which was the last trading day prior to the announcement of the Merger, the closing price of the Fingerprint Cards B share on Nasdaq Stockholm was approximately SEK 16.0.

The Boards have, in addition to the market capitalization, as described above, considered a number of additional valuation methods such as relative valuation both vis-à-vis comparable companies and between the companies, using multiples and discounted cash flow valuation.

¹ There are 1,085,000 C shares in Precise Biometrics, all of which are held by Precise Biometrics in treasury as hedge for a long-term share bonus program resolved upon at the annual general meeting 2022.

The Boards have jointly stated that, by taking the above factors into account and applying the above valuation methods, the Merger Consideration has been determined so that shareholders in Fuse, for one (1) share in Fingerprint Cards, irrespective of share class, will receive nine (9) ordinary shares in Precise Biometrics (see further under section 3 (*Merger Consideration, etc.*)).

Based on the closing price of approximately SEK 2.0 of Precise Biometrics' ordinary share on Nasdaq Stockholm on 20 March 2026, the Merger Consideration represents a premium of approximately 12 percent compared to the closing price of approximately SEK 16.0 of Fingerprint Cards' B share on Nasdaq Stockholm on 20 March 2026, the last trading day before the announcement of the Merger and (ii) approximately 1.4 percent compared to the volume weighted average share price of approximately SEK 17.6 of Fingerprint Cards' B share on Nasdaq Stockholm during the 30 trading days up to and including the announcement of the Merger. The Merger Consideration values Fingerprint Cards at approximately SEK 135.7 million.

Evaluation of appropriateness of the Merger

The Boards are of the opinion that the Merger is beneficial to the companies and the shareholders.

The board of directors of Precise Biometrics considers the Merger Consideration to be fair, from a financial point of view, and unanimously recommends the shareholders of Precise Biometrics to vote in favor of the Merger Plan at the extraordinary general meeting in Precise Biometrics, to be held on or about 6 May 2026. This view is supported by valuations and assessments conducted by Precise Biometrics' advisors.

The board of directors of Fingerprint Cards considers the Merger Consideration to be fair, from a financial point of view, for the shareholders in Fingerprint Cards, and unanimously recommends the shareholders of Fingerprint Cards to vote in favor of the Merger Plan at the extraordinary general meeting in Fingerprint Cards, to be held on or about 6 May 2026. This view is supported by a fairness opinion from Grant Thornton Sweden AB, dated 20 March 2026, to the effect that, as of such date and based upon and subject to the assumptions and limitations set forth therein, the Merger Consideration to be received in the Merger is fair, from a financial point of view, to the shareholders in Fingerprint Cards.

Following completion of the Merger, the Combined Company intends to raise approximately SEK 110 million through a rights issue of shares (the "**Rights Issue**"). Net proceeds from the Rights Issue will be used to accelerate growth, capture identified synergies and support continued expansion of the Combined Company globally. Precise Biometrics has received guarantee commitments, on customary terms, totaling SEK 45 million from several guarantors for purposes of the Rights Issue. In addition, Precise Biometrics and DNB Bank ASA has entered into an underwriting agreement, subject to customary terms, for an aggregate amount of SEK 35 million. Hence, the Rights Issue is subject to guarantee commitments totaling SEK 80 million. Neither the guarantee undertakings nor the commitment under the underwriting agreement is secured by bank guarantees, blocked funds, pledged assets or the like. A remuneration of 11 percent is paid for the guarantee commitments and underwriting agreement.

Final terms of the Rights Issue will be determined by the board of directors of the Combined Company at a later date, based on the prevailing market conditions at the time of the Rights Issue. Precise Biometrics intends to propose that the annual general meeting of Precise Biometrics, to be held on 21 May 2026, resolves on an issue authorization that enables the Rights Issue.

3. Merger Consideration, etc.

Merger Consideration

One (1) share in Fingerprint Cards, irrespective of share class, entitles the holder to receive nine (9) new ordinary shares in Precise Biometrics (the "**Merger Consideration**"). The Merger Consideration does not contain any cash consideration.

Issue of Merger Consideration

The board of directors of Precise Biometrics will propose that the general meeting that resolves on the Merger Plan, planned to be held on or about 6 May 2026, also resolves on issuance of the shares constituting the Merger Consideration.

The ordinary shares in Precise Biometrics issued as Merger Consideration to the shareholders of Fingerprint Cards shall carry rights to dividends for the first time on the record date that occurs following Completion (as defined below).

The number of shares issued to Fingerprint Cards' shareholders as Merger Consideration will be based on the number of Fingerprint Cards shares outstanding at the date when the Merger is registered with the Swedish Companies Registration Office (the "**Completion**"), excluding any shares held in treasury.² Under the assumption that the number of shares outstanding at Completion is the same as of the date of this Merger Plan, the aggregate number of newly issued ordinary shares in Precise Biometrics will be 68,272,083. On this basis, the total number of shares in the Combined Company following Completion will be 146,736,410, consisting of 145,651,410 ordinary shares and 1,085,000 C shares. The shareholders of Fingerprint Cards would, thus, in total, own approximately 47 percent of the shares and votes in the Combined Company (excluding any dilution that may result from the exercise of Substitute Warrants (as defined below)).

In order to enable the issuance of shares as Merger Consideration, the board of directors of Precise Biometrics will also propose that the general meeting resolves to amend the articles of association.

Any shares in Fingerprint Cards held by or on behalf of Fingerprint Cards will be cancelled in accordance with the provisions in the Companies Act.

4. Settlement of Merger Consideration

The shareholders registered in the share register of Fingerprint Cards on the date of Completion will be entitled to receive Merger Consideration.

Unless otherwise stated below, the Merger Consideration will be accounted for by Euroclear Sweden registering the number of shares in Precise Biometrics on the securities account of each duly entitled person following registration of the Merger with the Swedish Companies Registration Office. Meanwhile, the shareholding in Fingerprint Cards of such persons will be deregistered from the same account. Thus, the Merger Consideration will be distributed automatically and no actions will be required from the shareholders of Fingerprint Cards in relation thereto. The new ordinary shares in Precise Biometrics distributed as Merger Consideration shall carry full shareholder rights as from the date of their registration with the Swedish Companies Registration Office.

If shares in Fingerprint Cards are pledged on the date of account of the Merger Consideration, account thereof shall, as a result, be made to the pledgee. If shares in Fingerprint Cards are registered with a nominee, account thereof shall, as a result, be made to the nominee.

The Merger is expected to be registered in the beginning of the third quarter of 2026 (see section 7 (*Completion of the Merger*) below).

5. Pre-merger undertakings

Precise Biometrics and Fingerprint Cards, respectively, undertake to take all necessary actions in order to complete the Merger on the terms set out herein.

² On the date of this Merger Plan, there are in total 7,585,787 shares in Fingerprint Cards, of which 1,900 B shares are held in treasury.

Precise Biometrics and Fingerprint Cards shall, during the period from the date of this Merger Plan and until Completion, carry on the business of their respective companies in the ordinary course of business and shall not, without the prior written consent of the other company, take any of the following actions:

- (a) declare or pay any dividend or make any other value transfer to shareholders;
- (b) issue shares or other securities, except for the issue of shares in Precise Biometrics for settlement of the Merger Consideration and the issue of any Substitute Warrants (as defined below) in Precise Biometrics;
- (c) resolve on share split or similar action;
- (d) acquire, sell or agree to acquire or sell, material shareholdings, businesses or assets;
- (e) enter into or amend any material contracts or arrangements, or incur any additional indebtedness other than in the ordinary course of operating its business; or
- (f) amend the articles of association or any other constitutional documents, except for (i) necessary amendments of the articles of association of Precise Biometrics to settle the Merger Consideration or other amendments necessary for Completion or the Rights Issue, and (ii) amendments of the articles of association of Fingerprint Cards regarding the number of board members.

6. Conditions for the Merger

Completion is conditional upon:

- (a) that the general meeting in Fingerprint Cards resolves to approve the Merger Plan;
- (b) that the general meeting in Precise Biometrics resolves (i) to approve the Merger Plan, (ii) to issue the Merger Consideration shares, (iii) to authorize the board of directors to issue any Substitute Warrants (as defined below), (iv) to adopt new articles of association in accordance with the proposal by the board of directors and (v) to authorize the board of directors to resolve on the Rights Issue;
- (c) that the Merger has received all necessary regulatory, governmental or similar clearances, approvals and decisions, including decision from the Inspectorate of Strategic Products (Sw. *Inspektionen för strategiska produkter*) to take no action regarding a notification in accordance with the Swedish Screening of Foreign Direct Investments Act (Sw. *lag (2023:560) om granskning av utländska direktinvesteringar*) or, if applicable, approve the Merger following screening, in each case on terms which, in the opinion of the Boards in good faith, are acceptable;
- (d) that Nasdaq Stockholm has admitted the shares to be issued as Merger Consideration to trading on Nasdaq Stockholm;
- (e) that the Merger is not in whole or in part made impossible or materially impeded as a result of legislation, court rulings, decisions by public authorities or anything similar;
- (f) that the pre-merger undertakings made by Precise Biometrics and Fingerprint Cards as set out in section 5 (*Pre-merger undertakings*) above are not breached before Completion in any such way which would result in a material adverse effect on the Merger or the Combined Company; and
- (g) that no change, matter or event or series of changes, matters or events has occurred that has had or could reasonably be expected to have a material adverse effect on the financial

position, operations or assets of Precise Biometrics, Fingerprint Cards or the Combined Company, and as a result of which the other company cannot reasonably be expected to complete the Merger.

If the conditions set out in this section have not been satisfied and Completion has not taken place on or before 31 December 2026, the Merger will not be implemented and this Merger Plan shall cease to have any further effect, however that the Merger will only be discontinued and the Merger Plan shall only cease to have any further effect, to the extent permitted by applicable law, if the non-satisfaction is of material importance to the Merger or the Combined Company. The Boards reserve the right to jointly waive, in whole or in part, one, several or all of the conditions above.

The Boards shall, subject to applicable law, be entitled to jointly decide to postpone the last date for fulfilment of the conditions from 31 December 2026 to a later date.

7. Completion of the Merger

Planned registration of the Merger

Subject to fulfilment of the conditions for the Merger as set out in section 6 (*Conditions for the Merger*) above, the Merger will take effect upon Completion, *i.e.* as of the date when the Swedish Companies Registration Office registers the Merger. The date for such registration is expected to occur in the beginning of the third quarter of 2026. Precise Biometrics and Fingerprint Cards will announce the date on which the Swedish Companies Registration Office is expected to register the Merger at a later stage.

Dissolution of Fingerprint Cards

Fingerprint Cards will be dissolved without liquidation taking place and all its assets and liabilities will be transferred to Precise Biometrics at Completion.

The last day for trading in the Fingerprint Cards B shares is expected to be the trading day that falls two (2) trading days prior to the date of Completion.

Listing of the issued Merger Consideration shares

Precise Biometrics will apply for the listing of the new shares to be issued by Precise Biometrics as Merger Consideration on Nasdaq Stockholm and the first day of trading of such shares is estimated to take place two (2) trading days following the date of Completion.

8. Due Diligence

When preparing for the Merger, the companies have conducted limited, customary due diligence reviews of certain business, financial, commercial and legal information relating to Precise Biometrics and Fingerprint Cards, respectively. During the due diligence reviews, no information that had not previously been disclosed and which would constitute inside information in Precise Biometrics or Fingerprint Cards was shared.

9. Holders of securities with special rights in Fingerprint Cards

Warrants of series 2025:1

In connection with Fingerprint Cards' rights issue of units comprising B shares and warrants entitling to subscription for B shares, which was resolved upon by the board of directors on 17 December 2024, and approved by the general meeting on 17 January 2025, a total of 1,917,864,768 warrants of series 2025:1 were issued (the "Warrants") (TO8). The Warrants are traded on Nasdaq Stockholm.

In connection with the Merger, the Warrant holders will have the opportunity to either (i) transfer their Warrants in exchange for warrants with corresponding rights in the Combined Company (the “**Substitute Warrants**”), in accordance with the terms and conditions of the Warrants, or (ii) have their Warrants purchased by Precise Biometrics at a price of approximately SEK 0.0010 per Warrant³, representing a premium of approximately 12 percent compared to the closing price of SEK 0.0009 per Warrant on Nasdaq Stockholm on 20 March 2026. Warrant holders will be contacted separately in connection with Completion for purposes hereof, and Warrant holders not choosing to receive Substitute Warrants will, without any further action being required, have their Warrants purchased by Precise Biometrics at the price set out above and, in connection therewith, the consideration for the Warrants will be paid into the Warrant holder’s securities account.

Employee stock options

The annual general meeting in Fingerprint Cards held on 24 June 2025 resolved to adopt an employee option stock option program for employees (“**ESOP 2025/2028**”) and an employee stock option program for board members (“**ESOP 2025/2029**”).

ESOP 2025/2028 comprises 265,569 allotted employee stock options. Subject to vesting during 2026, 2027 and 2028, each vested employee stock option can be exercised by the holder between 1 September 2028 and 1 November 2028 for subscription of one (1) new B share in Fingerprint Cards at an exercise price of SEK 33. 265,569 warrants have been issued and are held by Fingerprint Cards to ensure delivery of shares to the participants in ESOP 2025/2028. ESOP 2025/2028 is administrated by the board of directors of Fingerprint Cards.

ESOP 2025/2029 comprises 113,815 allotted employee stock options. Subject to vesting during 2026, 2027, 2028 and 2029, each vested employee stock option can be exercised by the holder between 1 September 2029 and 1 November 2029 for subscription of one (1) new B share in Fingerprint Cards at an exercise price of SEK 38.50. No warrants have been issued to ensure delivery of shares to the participants in ESOP 2025/2029. ESOP 2025/2029 is administrated by the nomination committee of Fingerprint Cards.

Under the terms and conditions of ESOP 2025/2028 and ESOP 2025/2029, all allotted employee stock options shall vest and be prematurely exercisable upon a change of control by, *inter alia*, the Merger. The board of directors of Fingerprint Cards has, in accordance with the terms and conditions of ESOP 2025/2028, resolved (i) that the employee stock options shall, conditional upon the approval of the Merger Plan by the general meeting, be exercisable in advance up until and including the date of the general meeting for the approval of the Merger Plan, and (ii) that exercised employee stock options shall be settled in cash, whereby it is noted that the strike price and the transaction value implied by the Merger Consideration mean that the cash amount payable per exercised stock option will be zero (0). Outstanding employee stock options not exercised pursuant to the foregoing shall automatically be forfeited. The warrants issued in connection with ESOP 2025/2028 will be cancelled in connection with completion of the Merger. The nomination committee of Fingerprint Cards is expected to make a corresponding resolution with respect to the employee stock options under ESOP 2025/2029, in accordance with the terms and conditions of ESOP 2025/2029.

Apart from the above, there are no other warrants, convertibles or other securities providing the holder with special rights in Fingerprint Cards.

10. Fees, etc. relating to the Merger

Except as set forth below, no special fees or benefits, each within the meaning of the Companies Act, shall be granted in connection with the Merger to any member of the Boards, the managing directors or the auditors of either Precise Biometrics or Fingerprint Cards.

³ The price per Warrant amounts to SEK 0.001008.

The auditors of Precise Biometrics and Fingerprint Cards shall be paid as per invoice for, *inter alia*, their work with their respective statement concerning the Merger Plan, their review of the Merger Plan and any other work performed with respect to the Merger.

Under the short-term incentive program 2026 established by the board of directors of Fingerprint Cards, the managing director of Fingerprint Cards is entitled to a cash payment corresponding to 55 percent of his annual base salary if Fingerprint Cards carries out certain strategic transactions, including the Merger. The cash payment is expected to be paid following, and subject to, Completion.

11. Other

The managing director of Precise Biometrics and the managing director of Fingerprint Cards shall be entitled to jointly make any minor amendments to the Merger Plan that may prove necessary in connection with the registration of the Merger Plan or the Merger with the Swedish Companies Registration Office, or Euroclear Sweden in connection with the account of the Merger Consideration.

Attached to this Merger Plan are the following documents:

- (a) Precise Biometrics' annual financial statements for the financial years 2022, 2023 and 2024
- (b) Fingerprint Cards' annual financial statements for the financial years 2022, 2023 and 2024
- (c) Precise Biometrics' year-end report for the financial year 2025
- (d) Fingerprint Cards' year-end report for the financial year 2025
- (e) Auditor's statement by Ernst & Young AB in accordance with Chapter 23, Section 11 of the Companies Act
- (f) Auditor's statement by BDO Mälardalen AB in accordance with Chapter 23, Section 11 of the Companies Act

(Signature page follows)

23 March 2026

Precise Biometrics AB (publ)

Torgny Hellström

Torgny Hellström

Peter Gullander

Peter Gullander

Howard Ro

Howard Ro

Åsa Schwarz

Åsa Schwarz

Peter Gullander

Maria Rydén

Victor Kuzmin

Victor Kuzmin

23 March 2026

Fingerprint Cards AB (publ)

Christian Lagerling

Christian Lagerling

Adam Philpott

Adam Philpott

Carl Johan Grandinson

Carl Johan Grandinson

STATEMENT FROM THE BOARD OF DIRECTORS OF FINGERPRINT CARDS IN CONNECTION WITH THE MERGER

Press Release
23 March 2026



Statement by the board of directors of Fingerprint Cards in relation to the merger with Precise Biometrics

The board of directors of Fingerprint Cards AB (publ) ("Fingerprint Cards") unanimously recommends the shareholders of Fingerprint Cards to vote in favor of the completion of the merger between Fingerprint Cards and Precise Biometrics AB (publ) ("Precise Biometrics") announced by press release today 23 March 2026 (the "Merger"). The Board of Directors believes the Merger to be significantly value-adding for shareholders and other stakeholders, as it will create a combined business with a stronger offering, strengthened commercial reach, realize meaningful synergies and a profitable foundation with necessary scale for future organic growth and consolidation.

Background

The board of directors of Fingerprint Cards and Precise Biometrics (together, the "**Companies**") have today, 23 March 2026, adopted a joint merger plan (the "**Merger Plan**"), pursuant to which Precise Biometrics and Fingerprint Cards have agreed to combine the Companies through the Merger. The Merger will be implemented by Precise Biometrics absorbing Fingerprint Cards, whereby the shareholders in Fingerprint Cards will receive nine (9) new ordinary shares in Precise Biometrics for each share in Fingerprint Cards, irrespective of share class. The merged company which will be the result of the Merger is hereinafter referred to as the "**Combined Company**". The Merger Plan is available on the Companies' respective websites, <https://www.precisebiometrics.com/> and <https://www.fpc.com/>.

The biometrics and identity market is seeing rising demand as higher security requirements and increasingly sophisticated cyber and identity threats drive the need for secure and seamless authentication solutions. Biometric technologies are increasingly adopted as they combine high levels of security with convenient user experiences across both physical and digital environments. At the same time, the market is highly fragmented, comprising numerous sub-scale businesses with strong technology and novel modalities, with limited commercial reach and insufficient scale. Together, these dynamics create a compelling opportunity for market consolidation.

The Merger directly addresses the structural dynamics in the market, and the growing competitive advantages of scale, bringing together two businesses complementary in capabilities and commercial presence. The Merger will create a combined business with a stronger offering, a strengthened commercial reach, realize meaningful synergies, and establish a profitable foundation with necessary scale for future organic growth and consolidation.

Fingerprint Cards' shareholders will receive as merger consideration nine (9) new ordinary shares in Precise Biometrics for each share in Fingerprint Cards, irrespective of share class (i.e., new shares in Precise Biometrics will be issued to Fingerprint Cards' shareholders in proportion to their existing shareholdings in Fingerprint Cards in the ratio of 9:1).^[1] Hence, the shareholders of Fingerprint Cards will, in total, own approximately 47 percent of the shares and votes in the Combined Company.



Based on the closing price of approximately SEK 2.0 of Precise Biometrics' ordinary share on Nasdaq Stockholm on 20 March 2026, the merger consideration represents a premium of (i) approximately 12 percent compared to the closing price of approximately SEK 16.0 of Fingerprint Cards' B share on Nasdaq Stockholm on 20 March 2026, the last trading day before the announcement of the Merger and (ii) approximately 1.4 percent compared to the volume weighted average share price of approximately SEK 17.6 of Fingerprint Cards' B share on Nasdaq Stockholm during the 30 trading days up to and including the announcement of the Merger. The merger consideration values Fingerprint Cards at approximately SEK 135.7 million.

The completion of the Merger is conditional upon, inter alia, approval by the shareholders of each of Precise Biometrics and Fingerprint Cards at their respective general meetings.

This statement is made by the board of directors of Fingerprint Cards (the "**Board**") in accordance with section II.19 of the Stock Market Self-Regulation Committee's (Sw. *Aktiemarknadens självregleringskommittés*) Takeover rules for Nasdaq Stockholm and Nordic Growth Market NGM.

The Board has engaged KANTER Advokatbyrå KB and LegalWorks Nordic as legal advisors in connection with the Merger. The Board has engaged Grant Thornton to issue a fairness opinion regarding the Merger. The fairness opinion is attached to this statement.

The Board's recommendation

The Board's view of the Merger is based on an assessment of a number of factors that the Board has considered relevant in evaluating the Merger. These factors include, but are not limited to, the strategic merits of the Merger, the current market situation, future opportunities and risks and Fingerprint Cards' financial position.

The Merger combines capabilities within hardware, software, and identity solutions within one single provider. The combined company will be able to offer a strengthened, multi-modal product portfolio within both physical and digital access, delivered through AI-driven and cloud-based technology. This will create a stronger ability to serve enterprise, government and consumer markets within high-demand segments such as identity, authentication, access, and cybersecurity. By offering hardware and software from one single provider, the Combined Company can increase customer relevance and stickiness, strengthen confidence amongst partners, and improve win-rates.

The Merger also brings together complementary go-to-market footprints, providing the Combined Company with wider and more scalable commercial reach. The strengthened product portfolio enables the Combined Company to capture a higher share of customer wallets through upselling and cross-selling across the combined customer portfolio. Furthermore, the wider commercial reach and relevance of the Combined Company enhance the ability to target and win in new customer segments globally.



The Board expects the Merger to generate meaningful cost synergies through the consolidation of administration, streamlined operations, and optimized resource utilization. Identified operating cost synergies are estimated at an annual run-rate of at least SEK 45 million. The improved cost base, combined with the strengthened financial profile of the combined group, is expected to generate double-digit EBITDA margins following synergy realization.

The Merger represents the first step in a broader consolidation journey. As synergies are realized, the Board believes that the Combined Company will be able to utilize its scale to take an active part in the industry consolidation through selective acquisitions within portfolio consolidation and expansion of capabilities.

In its evaluation of the Merger, the Board has also taken into account that the Combined Company, following completion of the Merger, intends to raise approximately SEK 110 million through a rights issue of shares ("**Rights Issue**"). Net proceeds from the Rights Issue will be used to accelerate growth, capture identified synergies and support continued expansion of the Combined Company globally. Precise Biometrics has received guarantee commitments, on customary terms, totaling SEK 45 million from several guarantors for purposes of the Rights Issue. In addition, Precise Biometrics and DNB Bank ASA have entered into an underwriting agreement, subject to customary terms, for an aggregate amount of SEK 35 million. Hence, the Rights Issue is subject to guarantee commitments totaling SEK 80 million.

In addition, the Board has taken into account the fairness opinion provided by Grant Thornton on behalf of the Board. This opinion states that Grant Thornton is of the opinion that the Merger is fair to the shareholders of Fingerprint Cards from a financial point of view, based on the conditions and assumptions set out in the fairness opinion.

The Board notes that the merger consideration represents a premium of approximately 12 percent compared to the closing price of the Fingerprint Cards B share on 20 March 2026, the last trading day prior to the announcement of the Merger.

In summary, the Board considers that the Merger is in favor of Fingerprint Cards and its shareholders. The Board further believes that the merger consideration is fair from a financial point of view to the shareholders of Fingerprint Cards. Based on the above, the Board unanimously recommends the shareholders of Fingerprint Cards to vote in favor of the Merger at the upcoming extraordinary general meeting.

Impact on Fingerprint Cards and its employees

Continuity of leadership through the integration period is provided by the retention of the Precise Biometrics CEO Joakim Nydemark, who will lead the management of the Combined Company. Adam Philpott will continue as CEO of Fingerprint Cards until the completion of the Merger and will ensure a smooth transition and integration. Adam Philpott, CEO of Fingerprint Cards, and Christian Lagerling, Chairman of the board of directors of Fingerprint Cards, are expected to join the board of the Combined Company.



The Combined Company will conduct a thorough review after the Merger in order to take advantage of the synergies and scale benefits that a Merger is expected to bring. Changes resulting from the Merger regarding employment and operations in the locations where Fingerprint Cards and Precise Biometrics currently operate will be examined in more detail. The measures to be implemented in connection with the Merger will be determined after a thorough review of both businesses during the period following the completion of the Merger. There are currently no decisions on any material changes to Precise Biometrics' or Fingerprint Cards' employees or to the existing organization and operations, including the terms of employment and locations of the business.

Applicable law and disputes

This recommendation shall in all aspects be governed by and interpreted in accordance with Swedish law. Any disputes relating to or arising in connection with this recommendation shall be settled exclusively by Swedish courts.

Information about Precise Biometrics and Fingerprint Cards

Precise Biometrics in brief

Precise Biometrics is a global pioneer in biometrics and cybersecurity. The offering includes algorithm products for fingerprint, facial, and palm recognition, along with turnkey solutions for visitor management (Precise Biometrics Visit by EastCoast) and biometric physical access (Precise Biometrics Access).

The premium solutions enable secure and seamless access to data, mobile devices, premises, and trusted identities. Key focus areas include biometric authentication for mobile phones, laptops, security keys, logical access, vehicles, government biometric programs, as well as enterprise solutions for visitor management and biometric physical access.

Precise Biometrics operates through two business units, Digital Identity and Biometric Technologies, and the company has offices in Sweden (HQ in Lund), the US, South Korea, Taiwan, and China. Precise Biometrics is a public company listed on Nasdaq Stockholm (PREC), small cap.

For more information about Precise Biometrics, visit: <https://www.precisebiometrics.com/>.

Fingerprint Cards in brief

Fingerprint Cards is a global biometrics and identity leader. The company delivers intelligent edge-to-cloud solutions that make identity secure, seamless, and passwordless. Trusted by enterprises, fintechs, and OEMs, Fingerprint Cards platforms power hundreds of millions of devices and enable billions of authentications daily. Beyond consumer electronics and payments, the company strengthens enterprise identity with help desk enablement, self-service recovery, and support for shared devices. With multi-modal biometrics, including fingerprint, iris, face, and more, Fingerprint Cards reduces friction, cuts IT costs, and improves user experience. Fingerprint Cards is listed on Nasdaq Stockholm (FING B), small cap.

Press Release
23 March 2026



For more information about Fingerprint Cards, visit: <https://www.fpc.com/>.

Gothenburg, 23 March 2026

Fingerprint Cards AB

The Board of Directors

For further information, please contact:

Adam Philpott, CEO

Investor Relations: +46(0)10-172 00 10, investrel@fpc.com

Press: +46(0)10-172 00 10, press@fpc.com

This information was submitted for publication in accordance with the Takeover rules for Nasdaq Stockholm and Nordic Growth Market NGM at 08:05 am CET on 23 March 2026.

Important information

For the purposes of this disclaimer, "this press release" means this document, its contents or any part of them, any oral presentation, any question-and-answer session and any written or oral materials discussed or distributed therein.

This press release may not be made public, published or distributed, either directly or indirectly, in or into Australia, Belarus, Canada, Hong Kong, Japan, New Zealand, Russia, Singapore, South Africa, South Korea, Switzerland, the United Kingdom, the United States, or any other jurisdiction where such action, in whole or in part, would be subject to legal restrictions or would require additional information documents, registration, or other measures beyond those required by Swedish law. The information in this press release may not be forwarded or reproduced in a manner that is inconsistent with such restrictions or would entail such requirements. Any violation of these instructions may constitute a breach of applicable securities laws.

This communication does not constitute notice to a general meeting or a merger document, nor shall it constitute an offer to sell or the solicitation or invitation of any offer to buy, acquire or subscribe for, any securities or an inducement to enter into investment activity, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. Any decision with respect to the proposed statutory merger of Precise Biometrics AB (publ) and Fingerprint Cards AB (publ) in accordance with the Swedish Companies Act should be made solely on the basis of information to be contained in the actual notices to the general meetings of Precise Biometrics and Fingerprint Cards, as applicable, and the merger document related to the Merger as well as on an independent analysis of the information contained therein. You should consult the merger document, which will be available prior to the general meeting at which the matters set out herein will be subject to vote, for more complete information about the Merger. You should also perform an independent analysis of the information contained therein and the merger document when making any investment decision.

This press release contains forward-looking statements. By their nature, forward-looking statements involve known and unknown risks, uncertainties, assumptions and other factors because they relate to events and depend on circumstances that will occur in the future whether or not outside the control of each respective company or the Combined Company. Such factors may cause actual results, performance or developments to differ materially from those expressed or implied by such forward-looking statements. Although managements of each respective company believe that their expectations reflected in the forward-looking statements are reasonable based on information currently available to them, no assurance is given that such forward-looking statements will prove to have been correct. You should not place undue reliance on forward-looking statements. They speak only as at the date of this press release and neither Precise Biometrics nor Fingerprint Cards undertake any obligation to update these forward-looking statements. Past performance of Precise Biometrics and Fingerprint Cards does not guarantee or predict future performance of the Combined Company. Moreover, Precise Biometrics, Fingerprint Cards and their respective affiliates and their respective officers, employees and agents do not undertake any obligation to review, update or confirm expectations or estimates or to release any revisions to any forward-looking statements to reflect events that occur or circumstances that arise in relation to the content of the presentation. Additionally, there can be no certainty that the Merger will be completed in the manner and timeframe described in this press release, or at all.

[1] Merger consideration is received for each Fingerprint Cards share outstanding at the date of the completion of the Merger, irrespective of share class.

Attachments

[Fairness Opinion \(ENG\)](#)

FAIRNESS OPINION FROM GRANT THORNTON SWEDEN AB



To the board of directors of

Fingerprint Cards AB
Box 2412
40316 Göteborg

Grant Thornton Sweden AB
Box 7623
103 94 Stockholm
T 08-563 070 00
www.grantthornton.se/radgivning/

March 20, 2026

To the board of directors of Fingerprint Cards AB

As of 20 March 2026, Fingerprint Cards AB (“Fingerprint Cards” or the “Company”) announced that the Company intends to enter into a merger plan between Fingerprint Cards and Precis Biometrics AB (collectively referred to as the “Companies”) pursuant to which, the Companies will merge through a statutory merger in accordance with the Swedish Companies Act (the “Merger”). The Merger will be implemented by Precis Biometrics AB absorbing Fingerprint Cards. The shareholders in Fingerprint Cards will receive 9 new ordinary shares in Precis Biometrics AB for each share in Fingerprint Cards irrespective of share class, outstanding at the completion of the Merger (the “Consideration”).

We, Grant Thornton Sweden AB (“Grant Thornton” or “we”), as an independent expert, has been assigned by the board of directors of Fingerprint Cards to assess the fairness from a financial point of view of the Consideration to be received by Fingerprint Cards’ shareholders in the Merger.

Our assessment has included, inter alia, valuation based on the income approach, the market approach and analysis of the Companies’ historic share prices.

As basis for our assessment, we have reviewed the following information for both companies:

1. The terms of the Merger
2. Publicly available information, e.g. annual reports and interim reports
3. Internal financial information, presentations, and projections
4. Company information
5. Information about the merger model including forecast and synergies of the combined company
6. Price and volume information for the Companies’ shares
7. Information from the financial database LSEG Workspace
8. Analyst reports regarding the shares and the market for biometric sensors
9. Other analyses and information that we have deemed as relevant for the fairness opinion

We have relied upon the accuracy and the completeness of the information provided and otherwise made available to us by representatives of the Companies. Grant Thornton do not assume any responsibility for the accuracy in the received information. Changes in the circumstances mentioned may affect the conditions that have formed the basis of our value assessment.



This opinion is addressed to the board of directors of Fingerprint Cards for the purpose of serving as a basis for its position regarding the Consideration and we do not accept any responsibility for its use for other purposes than this.

Our opinion is based on the market condition and other conditions, as well as the information provided to us, as at the date of this report. We do not assume any responsibility for any events after this date.

We have not acted as a financial advisor to Fingerprint Cards in connection with the Merger. Our fee for this assignment is not dependent on a decision of the completion of the Merger.

Subject to the foregoing conditions and limitations, it is Grant Thornton's opinion that the Consideration as of this date, from a financial point of view, is fair to the shareholders of Fingerprint Cards.

Grant Thornton Sweden AB

A handwritten signature in blue ink, appearing to read "Magnus Sörling".

Magnus Sörling
Partner