

Remuneration Report 2024

Introduction

This report describes how the guidelines for remuneration to senior executives of Pandox, adopted by the annual general meeting 2024, have been applied in 2024. The report also provides information on the remuneration of the CEO and a summary of Pandox's incentive programs. The report has been prepared in accordance with the Swedish Companies Act and the Swedish Corporate Governance Board's *Rules on Remuneration to Senior Executives and on Incentive Programs*.

Further information on remuneration to senior executives can be found in Note C7 (Salaries, other remuneration and social security costs) on pages 161-162 in the Annual Report 2024. Information about the work of the Remuneration Committee in 2024 can be found in the Corporate Governance Report on pages 71-77 in the Annual Report for 2024.

Developments in 2024

The CEO summarises the company's overall results in her report on pages 10-12 of the Annual Report 2024.

The Company's remuneration guidelines: scope, purpose, and deviations

A prerequisite for a successful and sustainable implementation of the company's business strategy is that the company can recruit and retain qualified employees. For this, it is necessary that the company offers competitive remuneration.

According to Pandox's remuneration guidelines, remuneration shall be on market terms and may consist of the following components: fixed cash salary, short-term variable cash remuneration, cash-based incentive programs, pension benefits and other benefits. The remuneration guidelines, adopted by the 2024 Annual General Meeting, can be found on page 161-162 in the Annual Report for 2024.

In 2024, the Company complied with the applicable remuneration guidelines. No deviations from the guidelines have been made and no deviations have been made from the decision-making process. The auditor's statement on the company's compliance with the guidelines is available on the company's website.

Total remuneration to the CEO (SEK million) *

Name, position	Year	Fixed remuneration		Variable remuneration		Pension-costs	Total remuneration	Proportion fixed/variable
		Base salary	Other benefits	Short term 1)	Long term 2)			
Liia Nõu, VD	2024	7.3	0.0	3.1	3.5	2.4	16.5	52/48 (%)

1) Short-term remuneration is attributable to the financial year 2024 but will be paid out in 2025.

2) Long-term remuneration is reported to the extent it has vested during 2024, with payment decided in 2025 and 2026.

Outstanding incentive programs

During the financial year 2023, Pandox had two outstanding incentive program for senior executives in the form of two continuous, ongoing, performance- and cash-based incentive program based on predetermined and measurable financial and non-financial criteria.

Performance of the CEO during the financial year: variable cash remuneration

The performance criteria for the CEO's variable remuneration have been chosen to execute the company's strategy and to encourage actions that are in the company's long-term interest. The selection of performance criteria has taken into account the strategic targets and short- and long-term business priorities for 2024. The non-financial performance criteria also contribute to alignment with sustainability and the company's values.

Name, position	Criteria related to the remuneration component			
	Criteria	Relative weighting	Performance	Compensation Mkr
Liia Nõu, VD	Net profit YTD	50%	100%	1.53
	Personal goals	50%	100%	1.53

Changes in remuneration and the company's earnings during the last five reported financial years (RR)

	Financial year				
	2024	2023	2022	2021	2020
Remuneration to the CEO	16.5	12.1	13.9	8.6 2)	13.5
Net profit for the year	1 706	-580	4 204	609	-1 408
Average remuneration per employee 1)	0.9	0.9	1.0	0.9	0.9

1) Based on the number of full-time equivalent (FTE) employees in the parent company Pandox AB excluding members of Group Management.

2) Refers to remuneration paid to the former CEO for the period January 1 - May 31, 2021, and to the current CEO for the period August 23 - December 31, 2021. The amount does not include the payment of long-term variable remuneration to the former CEO of 22 MSEK, as described in the remuneration report for 2021.