

# REMUNERATION REPORT 2024

Vertiseit aims to attract and retain competent and engaged employees who wish to contribute to the company's long-term success. Remuneration is part of the overall package intended to enhance the company's appeal as an employer and contribute to strong performance. The company's remuneration policies are designed to encourage long-term commitment, creating sustainable value for both customers and shareholders.

## **INTRODUCTION**

This report describes how the guidelines for compensation to senior executives of Vertiseit AB (publ), adopted by the annual general meeting in 2024, were applied during the year. The report also contains information about compensation to the Chief Executive Officer and a summary of the company's outstanding share and share price-related incentive programs. The report has been prepared in accordance with the Companies Act and the Swedish Corporate Governance Board's *Rules on compensation to senior executives and incentive programs*.

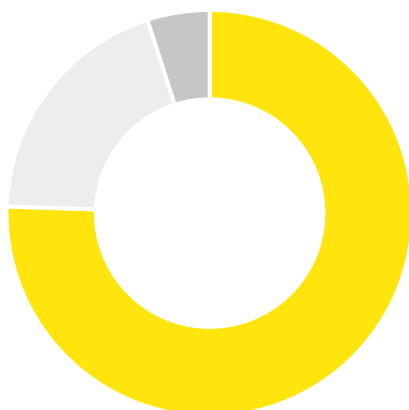
## **DEVELOPMENT DURING 2024**

The Chief Executive Officer summarizes the company's overall results in his statement on page 11 of the Annual Report for the fiscal year 2024.

## **REMUNERATION POLICY**

Vertiseit and its subsidiaries apply market-based compensations consisting of a fixed salary, pension, and other benefits. Employee compensation should reflect the complexity and responsibility of each role, as well as the employee's skills and performance based on the salary-generating factors defined in the company's Salary Policy. The fixed salary is determined, evaluated, and revised according to established principles in the company's salary process. The company does not apply any variable compensations, other than warrants programs described below.

## COST OF STAFF 2024



KSEK	
Fixed salaries	113 241
Social security contributions	29 280
Pensions	7 435
<b>Total (SEK)</b>	<b>149 956</b>

### REMUNERATION TO EXECUTIVE OFFICERS

The compensation to the company's executive officers shall follow the guidelines established by the Annual General Meeting and consists of a fixed salary, pension, and other benefits. The notice period is up to a maximum of six months, with no additional severance pay granted. Other benefits consist of market-standard benefits such as a company car, wellness allowance, and health insurance. According to the guidelines, executive officers in the company are considered to be the CEO, Deputy CEO and the members of the executive management team. During the year, the number of persons in the executive management team has been increased from eight to eleven.

(SEK)	Fixed salary	Social security contributions	Pension cost	Other benefits	Total
CEO	1 292 216	762 412	323 300	105 340	2 483 268
Deputy CEO	1 298 007	764 244	323 300	105 379	2 490 930
Other executive officers (8 persons)	7 652 740	3 410 614	1 124 105	414 219	12 601 679
<b>Total</b>	<b>10 242 963</b>	<b>4 937 270</b>	<b>1 770 705</b>	<b>624 938</b>	<b>17 575 877</b>

### REMUNERATION TO THE BOARD OF DIRECTORS

Compensation to the chairperson and members consists of a fixed fee, as decided annually by the annual general meeting. A fixed remuneration of 230,000 SEK is paid to the chairperson of the board, and 115,000 SEK to each member. No compensation is granted for committee work. Payment is made annually in arrears.

(SEK)	Remuneration	Social security contributions	Total
Ann Öberg (chair)	230 000	72 266	302 266
Vilhelm Schottenius	115 000	36 133	151 133
Adrian Nelje	115 000	36 133	151 133
Jon Lindén	115 000	36 133	151 133
Johanna Schottenius	115 000	36 133	151 133
Mikael Olsson	115 000	36 133	151 133
Carl Backman	-	-	-
<b>Summa</b>	<b>805 000</b>	<b>252 931</b>	<b>1 057 931</b>

## INCENTIVE PROGRAM

At the beginning of 2024, Vertiseit had three warrant-based incentive programs in place for employees and senior executives (TO 3A, TO 4, and TO 5A). The programs were set to expire in May 2024 with a subscription price of 24.00 SEK per class B share (TO 3A), in May 2025 with a subscription price of 50.00 SEK per class B share (TO 4), and in May 2026 with a subscription price of 50.00 SEK per class B share (TO 5A). During the spring, the TO 3A warrant program expired. In connection with this, 615,000 new class B shares in Vertiseit were issued.

At the Annual General Meeting on May 2, 2024, the Board of Directors' proposal to establish a new warrant program for employees and senior executives (TO 6) was adopted. The program runs until May 2027 with a subscription price of 53.00 SEK per class B share. All warrants have been acquired for consideration corresponding to the market value, calculated according to the Black & Scholes model.

<b>(pcs/person)</b>	<b>Offered number of warrants</b>
Employees	TO 3A, TO 4, TO 5A, TO 6: 8 000
Key personnel in management position	TO 3A, TO 4, TO 5A, TO 6: 16 000

## ACTIVE INCENTIVE PROGRAMS DURING 2024

<b>(pcs)</b>	<b>Employees</b>	<b>Key personnel in management position</b>	<b>Total</b>
TO 3A (2021) – erbjudande	120 000	304 000	424 000
TO 3A (2021) – teckning	97 000	518 000*	615 000
TO 4 (2022) – erbjudande	775 000	400 000	1 175 000
TO 4 (2022) – teckning	113 350	304 000	417 350
TO 5A (2023) – erbjudande	444 000	320 000	764 000
TO 5A (2023) – teckning	68 000	196 000	264 000
TO 6 (2024) – erbjudande	368 000	272 000	640 000
TO 6 (2024) – teckning	104 200	146 750	250 950
<b>Total – offered</b>	<b>1 707 000</b>	<b>1 296 000</b>	<b>3 003 000</b>
<b>Total – subscribed</b>	<b>382 550</b>	<b>1 174 750</b>	<b>1 547 300</b>

\* of which 300,000 options were subscribed by executive officers of the subsidiary Grassfish Marketing Technologies GmbH in connection with Vertiseit's acquisition of the company.