

CARASENT

# REMUNERATION REPORT 2024



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## INTRODUCTION

This report describes how the guidelines for remuneration to senior executives in Carasent AB (publ), adopted by the Extraordinary General Meeting on 3 November 2024, were applied during 2024. The report also contains information on remuneration to the CEO and a summary of the company's outstanding share and share price-related incentive programs. The report has been prepared in accordance with the Swedish Companies Act and the Swedish Corporate Governance Board.

Further information on remuneration to senior executives can be found in Note 6 (Remuneration and benefits to employees and senior executives) on pages 45-48 of the Annual Report for 2024.

Information about the Board's work in 2024 can be found in the Corporate Governance Report on pages 17-26 of the Annual Report for 2024.

Board fees are not covered by this report. Such fees are resolved annually by the Annual General Meeting and are set out in Note 6 on page 46 of the Annual Report for 2024.

## DEVELOPMENTS IN 2024

The CEO summarizes the company's overall results in his statement on page 3 of the Annual Report for 2024.

## THE COMPANY'S REMUNERATION GUIDELINES: SCOPE, PURPOSE AND DEVIATIONS

A prerequisite for a successful implementation of the company's business strategy and the safeguarding of its long-term interests, including its sustainability, is that the company is able to recruit and retain qualified employees. This requires that the company can offer competitive remuneration. The company's remuneration guidelines enable senior executives to be offered a competitive total remuneration.

According to the Remuneration Guidelines, remuneration to senior executives shall be in line with market conditions and may consist of the following components: fixed cash salary, variable cash remuneration, pension benefits and other benefits. The variable cash remuneration shall be linked to financial or non-financial criteria. They can consist of individualised quantitative or qualitative objectives. The criteria shall be designed so that they promote the company's business strategy and long-term interests, including its sustainability, by, for example, having a clear link to the business strategy or promoting the executive's long-term development.

The guidelines can be found on pages 46-48 of the Annual Report for 2024. During 2024, the Company has complied with the applicable remuneration guidelines adopted by the Annual General Meeting. No deviations from the guidelines have been made and no deviations have been made from the decision-making process that according to the guidelines should be applied to determine the remuneration. The auditor's statement on the company's compliance with the guidelines is available on <https://carasent.com/sv/bolagsstyrning/>.

**Table 1 – Total CEO remuneration 2024 ( Amounts in SEK 1000)**

	1	2	3	4	5	6
2024-01-01 - 2024-12-31	Base salary* / Other benefits**	Variable remuneration** *	Extraordinary items	Pension costs****	Total compensation	Proportion of fixed and variable compensation
Daniel Öhman (VD)	2 450 / 100	936	0	641	4 128	77/23

\*Including holiday pay

\*\* Car benefit

\*\*\*Refers to variable salary earned in 2024, paid in 2025

\*\*\*\*Pension cost (column 4), which in its entirety refers to Basic salary and is defined contribution, has been counted in its entirety as fixed remuneration

## WARRANTS

### Description of the programme

On 3 October 2022, Carasent sold warrants under an option program with maturities of four (50% of the options) and five (50% of the options) years to the Chairman of the Board of Directors for NOK 800,000 and for the CEO of NOK 800,000.

### The programme has ended

Warrants in Carasent ASA could not continue to apply in the same form after the cross-border merger. Carasent agreed with the Chairman of the Board and the CEO that the warrants sold by Carasent would cease to exist immediately prior to the completion of the cross-border merger and relisting. Carasent has refunded the purchase price that they have paid. The Chairman of the Board and the CEO will use the amounts to be repaid when purchasing Carasent AB (publ) shares on the open market.

## APPLICATION OF PERFORMANCE CRITERIA

The performance criteria for the CEO's variable remuneration have been selected to deliver the company's strategy and to encourage behaviour that is in the company's long-term interest. The selection of key performance indicators has taken into account the strategic objectives and short- and long-term business priorities for 2024. The non-financial performance measures also contribute to alignment with sustainability and the company's values.

**Table 2 - Performance of the CEO during the reported financial year: variable cash remuneration**

The Executive	Description of the criteria related to the reward component	Relative weighting of the performance criteria	a) Measured performance and b) actual outcome of award/compensation
Daniel Öhman (CEO)	Net sales 2024*	40%	a) 268 MSEK b) 250 TSEK
	EBITDAC 2024*	40%	a) -1 MSEK b) 445 TSEK
	Discretionary	20%	b) 241 TSEK
Total			

\* Bonus calculated excluding acquisitions and fixed exchange rate

## COMPARATIVE INFORMATION REGARDING CHANGES IN REMUNERATION AND THE COMPANY'S PROFIT

**Table 3 – Changes in remuneration and the company's results during the last five reported financial years (kSEK)**

Amounts in SEK 1000*	2020 vs 2019	2021 vs 2020	2022 vs 2021	2023 vs 2022	2024 vs 2023	2024
Remuneration of the CEO**	497	187	416	1 465	671	4 128
% change	56 %	13 %	26 %	74 %	19 %	
Group operating profit	10 176	6 219	-11 007	-76 542	23 401	-54 502
% change	nm	181 %	nm	nm	nm	
Average remuneration based on number of full-time equivalents in the Group ***	4	13	99	75	21	652
% change	1 %	3 %	22 %	13 %	4 %	

\*Figures after 2023 are given in SEK in the table as a result of the change of reporting currency. Previous historical figures are shown in NOK in the table.

\*\* Refers to Dennis Höjer until 31/10/2022 and Daniel Öhman as of 1/11/2022

\*\*\* The figures only include Carasent Sverige AB until 2022