

RENUMERATION REPORT 2022 FOR BEIJER ELECTRONICS GROUP AB

Introduction

This report describes how the policies for executive remuneration of Beijer Electronics Group AB, adopted by the Annual General Meeting 2020, was implemented during 2022. The report also provides details on the remuneration to the CEO's and the deputy CEO and a summary of the company share-based incentive program. The report has been prepared in accordance with the Remuneration rules issued by the Swedish Corporate Governance Board and the Swedish Companies Act.

Further information on executive remuneration is available in note 6 in the Annual report 2022. Information on the work of the remuneration committee in 2022 is set out in the corporate governance report in the Annual report 2022.

Remuneration of the board of directors is not covered by this report. Such remuneration is resolved annually by the Annual General Meeting and disclosed in note 6 in the Annual report 2022.

Key developments 2022

A summary of BEIJER GROUP's overall performance during the year 2022 can be found in "CEO's STATEMENT" on pages 8-9 in the Annual report 2022.

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

A prerequisite for the successful implementation of the company's business strategy and safeguarding of its long-term interests, including its sustainability, is that the company is able to recruit and retain qualified personnel. To this end, the company must offer competitive remuneration.

The company's remuneration policy enables the company to offer executives a competitive total remuneration. Under the remuneration policy, executive remuneration shall be on market terms and may consist of the following components: fixed base salary, variable remuneration, pension benefits and other benefits. The variable remuneration shall aim to promote long-term value creation within the Group by promoting BEIJER GROUP's business strategy and its long-term interests, including its sustainability work, and shall be based on a performance and share-based incentive program. The design of the program aims at the objective of linking the interests of senior executives with the interests of shareholders by the senior executives also being shareholders in BEIJER GROUP and to increase the proportion of total remuneration linked to the Group's development.

The guidelines are available on page 110 in the corporate governance report in the 2022 Annual report. The remuneration guidelines, which were unanimously approved by the 2020 Annual General Meeting, have been fully implemented. No deviations from the guidelines have been decided and no exceptions from the implementation process of the guidelines have been made. The auditor's report regarding the company's compliance with the guidelines is available at www.beijergroup.se/sv-SE/Corporate_Governance. No compensation has been refunded. In addition to remuneration covered by the remuneration guidelines, the company's AGM has decided to introduce a long-term share-based incentive program.

Total remuneration to CEO's and deputy CEO in 2022

Name (Position)	Fixed remuneration		Variable remuneration		Extra-ordinary items	Pension expense	Total remuneration	Proportion fixed and variable
	Base salary	Other benefits	One-year	Multi-year				
Per Samuelsson (CEO up to 28/2/2022) *1)	1 544	648	0	0	0	226	2 418	100%/0%
Jenny Sjö Dahl (CEO from 1/3/2022)	3 332	423	1 300	0	0	977	6 032	78%/22%
Joakim Laurén (deputy CEO)	2 297	340	910	0	0	589	4 136	78%/22%

*1) Including final outstanding unused vacation of 0,8 MSEK

Share-based remuneration

The company has four share-based incentive programs impacting the year (LTI 2019/2022, LTI 2020/2023, LTI 2021/2024 and LTI 2022/2025) with a maximum of 25 participants per program.

In order to receive Performance shares, it is required that the Performance Target set by the Board regarding the financial years is achieved or exceeded. To participate in the program, the participants themselves must undertake to own shares in Beijer Electronics Group AB. The Performance shares are received free of charge subject to continued employment. The performance target that must be achieved or exceeded refers to (i) EBIT, (ii) Earnings per share, (iii) Free cash flow, and (iv) Order intake for the programs LTI 2019/2022 and LTI 2020/2023. For the programs LTI 2021/2024 and LTI 2022/2025 the performance targets are (i) EBIT, (ii) Free cash flow, and (iii) Order intake.

A total of 359 893 performance shares have been awarded for these four programs, which corresponds to approximately 1% of the shares in the company.

Name (Position)	Main conditions of share program					Number of shares					
						Information regarding the reported financial year					
	Program name	Performance period	Date for award	Date for allotment	Expire of retention period	Opening balance	During the year		Closing balance		
Entitled shares at the beginning of the year						Awarded	Allotted	Subject to performance condition	Awarded but not allotted	Subject to retention period	
Per Samuelsson (CEO up to 28/2/2022)	LTI 2019/2022	2019	18 February 2020 *a)	May 2022	May 2022	9 856	0	9 856 *1)	0	0	0
Per Samuelsson (CEO up to 28/2/2022)	LTI 2020/2023	2020	4 February 2021 *b)	prel. May 2023	prel. May 2023	12 876	0	0	0	12 876	12 876
Per Samuelsson (CEO up to 28/2/2022)	LTI 2021/2024	2021	28 February 2022 *c)	prel. May 2024	prel. May 2024	0	11 600	0	0	11 600	11 600
Per Samuelsson (CEO up to 28/2/2022)	LTI 2022/2025	2022	n/a	n/a	n/a	0	0	0	0	0	0
Per Samuelsson (CEO up to 28/2/2022)						22 732	11 600	9 856	0	24 476	24 476
Jenny Sjö Dahl (CEO from 1/3/2022)	LTI 2019/2022	2019	18 February 2020 *a)	May 2022	May 2022	4 928	0	4 928 *2)	0	0	0
Jenny Sjö Dahl (CEO from 1/3/2022)	LTI 2020/2023	2020	4 February 2021 *b)	prel. May 2023	prel. May 2023	6 438	0	0	0	6 438	6 438
Jenny Sjö Dahl (CEO from 1/3/2022)	LTI 2021/2024	2021	28 February 2022 *c)	prel. May 2024	prel. May 2024	0	5 800	0	0	5 800	5 800
Jenny Sjö Dahl (CEO from 1/3/2022)	LTI 2022/2025	2022	9 February 2022 *d)	prel. May 2025	prel. May 2025	0	0	0	10 113 *3)	0	10 113
Jenny Sjö Dahl (CEO from 1/3/2022)						11 366	5 800	4 928	10 113	12 238	22 351
Joakim Laurén (deputy CEO)	LTI 2019/2022	2019	18 February 2020 *a)	May 2022	May 2022	4 928	0	4 928 *2)	0	0	0
Joakim Laurén (deputy CEO)	LTI 2020/2023	2020	4 February 2021 *b)	prel. May 2023	prel. May 2023	6 438	0	0	0	6 438	6 438
Joakim Laurén (deputy CEO)	LTI 2021/2024	2021	28 February 2022 *c)	prel. May 2024	prel. May 2024	0	5 800	0	0	5 800	5 800
Joakim Laurén (deputy CEO)	LTI 2022/2025	2022	9 February 2022 *d)	prel. May 2025	prel. May 2025	0	0	0	10 113 *3)	0	10 113
Joakim Laurén (deputy CEO)						11 366	5 800	4 928	10 113	12 238	22 351

*a) Outcome: 33%

*b) Outcome: 44%

*c) Outcome: 40%

*d) Outcome: 67%

*1) Value: 648 KSEK based on shareprice at allotment (65,70 SEK) multiplied with number of shares

*2) Value: 324 KSEK based on shareprice at allotment (65,70 SEK) multiplied with number of shares

*3) LTI 2022/2025 was awarded February 9, 2023 where CEO was awarded 10 113 shares and deputy CEO was awarded 10 113 shares.

Holding of shares and other instruments

For information on management's holdings of shares and other instruments linked to the company, see page 118 in the 2022 Annual report.

Application of performance criteria for CEO and deputy CEO for the financial year: variable cash remuneration

Name (position)	Description of criteria for the remuneration component	Relative weight of criteria	a) Measured performance and b) actual award / remuneration outcome
Jenny Sjö Dahl (CEO)	Group orders Jan-Dec	40%	a) 2 552 MSEK b) 650 KSEK *1)
Jenny Sjö Dahl (CEO)	Group EBIT Jan-Dec	40%	a) 201 MSEK b) 650 KSEK *1)
Jenny Sjö Dahl (CEO)	Group free cash flow Jan-Dec	20%	a) 35 MSEK b) 0
Joakim Laurén (deputy CEO)	Group orders Jan-Dec	40%	a) 2 552 MSEK b) 455 KSEK
Joakim Laurén (deputy CEO)	Group EBIT Jan-Dec	40%	a) 201 MSEK b) 455 KSEK
Joakim Laurén (deputy CEO)	Group free cash flow Jan-Dec	20%	a) 35 MSEK b) 0

*1) Entered office 1/3/2022 and by that based on 10 months

Comparative information of the change of remuneration and company performance

Comparisons over five years are shown as an annual index with 2017 as the base year where remuneration can be compared with the Group's outcome in the table below.

	2017 index	2018 vs. 2017	2019 vs. 2017	2020 vs. 2017	2021 vs. 2017	2022 vs. 2017	RFY (2022) *2)
Remuneration to CEO *1)	100	114	107	108	136	143	8 451
Remuneration to the deputy CEO *3)	n/a	n/a	100	102	157	135	4 136
Group actuals							
Orders	100	127	124	116	162	204	2 551 984
EBIT excl. restructuring costs	100	416	568	163	360	1 083	204 774
Average remuneration on a full-time equivalent basis of employees	100	113	114	113	117	133	625

*1) Per Samuelsson Jan-Feb 2022 and Jenny Sjö Dahl Mar-Dec 2022

*2) Actuals 2022 for reference in KSEK

*3) Index 100 put to 2019 for reference as role not existed before. The step-up increase in 2021 due to separate agreement impacting that year.