

Remuneration report 2024

This report describes how the guidelines for executive remuneration of Elanders AB, adopted by the Annual General Meeting 2022, were implemented in 2024. The report also provides information on remuneration to the CEO. The report has been prepared in accordance with the Swedish Companies Act and the Remuneration Rules issued by the Swedish Corporate Governance Board.

Further information on executive remuneration is available in note 5 (Personnel) on pages 120-122 in the Annual Report 2024. Information on the work of the remuneration committee in 2024 is set out in the Corporate Governance Report available on page 107 in the Annual Report 2024.

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 5 on pages 120-122 and in the Corporate Governance Report on page 104 in the annual report 2024.

Key developments in 2024

The CEO summarizes the company's overall performance in his statement on pages 8-11 in the Annual Report 2024.

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 can recruit and retain qualified personnel. To this end, the company must offer competitive remuneration. The company's remuneration guidelines enable the company to offer executives a competitive total remuneration. Under the remuneration guidelines, executive remuneration shall be on market terms 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 may be individualized, quantitative or qualitative objectives. The criteria shall be designed to contribute to the company's business strategy and long-term interests, including its sustainability, by for example being clearly linked to the business strategy or promote the executive's long-term development.

During 2024, the company has complied with the applicable remuneration guidelines adopted by the general meeting. The Board of Directors may temporarily resolve to derogate from the guidelines, in whole or in part, if in a specific case there is a special cause for the derogation and a derogation is necessary to serve the company's long-term interests, including its sustainability, or to ensure the company's financial viability. In 2024, the Board of Directors approved that variable remuneration to an executive resident abroad could exceed the stipulated 40 percent of the basic wage. The reason is that the Board of Directors has deemed such derogation to be necessary in order to offer the executive competitive total remuneration in light of local market conditions. In addition, the Board of Directors has also decided to grant a severance pay exceeding 12 months to a senior executive. This decision has been made in consideration of the departing executive's significant contributions to the company. No other deviations from the guidelines have been decided and no derogations from the procedure for implementation of the guidelines have been made. No remuneration has been reclaimed.

The auditor's report regarding the company's compliance with the guidelines 2024 is available on www.elanders.com/about-elanders/corporate-governance/annual-general-meeting/annual-general-meeting-2025/.

Table 1 – Total remuneration to the CEO, Magnus Nilsson, in 2024 (kSEK)*

Fixed remuneration		Variable remuneration		Extraordinary items	Pension expense	Total remuneration	Proportion of fixed and variable remuneration*****
Base salary**	Other benefits***	One-year variable	Multi-year variable****				
12,035	144	0	E/T	0	4,122	16,301	100 / 0

* The table reports remuneration earned in 2024. Disbursement of any payments may or may not have been made the same year

** Including holiday pay of kSEK 232

*** Car benefit, free healthcare insurance benefit, health examination benefit etc.

**** The company does not have any outstanding share-related or share price-related incentive plans

***** Pension expense, which in its entirety relates to base salary and is premium defined, has been counted entirely as fixed remuneration

Application of performance criteria

The performance measures for the CEO's variable remuneration have been selected to deliver the company's strategy and to encourage behaviour which is in the long-term interest of the company. In the selection of performance measures, the strategic objectives and short-term and long-term business priorities for 2024 have been taken into account.

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

Description of the criteria related to the remuneration component	Relative weighting of the performance criteria	a) Measured performance and b) actual award/ remuneration outcome
Maximum compensation, if a result before tax of MSEK 478 is reached	100%	a) MSEK 278 b) kSEK 0/ 0%

Comparative information on the change of remuneration and company performance

Table 3 – Change of remuneration and company performance over the last five reported financial years (RFY)

	RFY-4 vs RFY-5	RFY-3 vs RFY-4	RFY-2 vs RFY-3	RFY-1 vs RFY-2	RFY vs RFY-1	RFY 2024 (RFY)
CEO remuneration (kSEK)	+4,714 (+34.4%)	+927 (+5.0%)	+2,393 (+12.4%)	-6,564 (-30.2%)	+1 128(+7,4%)	16,301
Group operating profit (MSEK)	+187 (+52.2%)	+34 (+6.2%)	+269 (+46.4%)	-125 (-14,8%)	+62 (+8,6%)	786
Average remuneration on a full-time equivalent basis of employees* of the parent company (kSEK)	+87 (+8.0%)	+270 (+22.8%)	-74 (-5.1%)	-35 (-2,5%)	+244 (+18,1%)	1,588

* Excluding members of the group management