

Remuneration report 2024 – HAKI Safety AB

Introduction

This report describes how the guidelines for the remuneration of senior executives at HAKI Safety, adopted by the 2021 Annual General Meeting, were implemented in 2024. The report also includes information on the CEO's remuneration. The report has been prepared in accordance with the Swedish Companies Act and the Rules on Remuneration of the Board and Executive Management and on Incentive Programmes, issued by the Swedish Corporate Governance Board.

Further information on remuneration for senior executives can be found in Note 11, Remuneration and other benefits to senior executives, page 42 of the 2024 Annual Report. Information on the work of the Remuneration Committee can be found in the Corporate Governance Report on pages 66-69 of the 2024 Annual Report.

Fees to the Board of Directors are not covered by this report. Such fees are determined annually by the Annual General Meeting and are reported in Note 11, page 42, of the 2024 Annual Report.

Key developments 2024

The CEO summarises HAKI Safety's overall performance in his statement on pages 4–5 of the 2024 Annual Report.

HAKI Safety's guidelines on remuneration: scope, purpose and deviations

A prerequisite for successfully implementing HAKI Safety's strategy and safeguarding the Group's long-term interests, including its sustainability profile, is that HAKI Safety can recruit and retain qualified employees. To this end, it is necessary for HAKI Safety to offer competitive remuneration. HAKI Safety's remuneration guidelines enable senior executives to be offered a competitive total remuneration. According to the remuneration guidelines, the remuneration to senior executives shall be market-based and may comprise the following components: a fixed cash salary, a variable cash salary, pensions, and other benefits. The variable cash salary shall be referred to financial or non-financial criteria and shall not exceed 40 percent of the total fixed cash salary during the measurement period for such criteria. They may consist of individually tailored quantitative or qualitative targets. The criteria shall be designed to promote HAKI Safety's strategy and long-term interests, including its sustainability profile, by, for example, having a clear link to the Group's strategy or promote the long-term development of the senior executive. These criteria also guide the remuneration of other employees within the Group.

The guidelines are found on page 24 of the 2024 Annual Report. During 2024, HAKI Safety has followed 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 the guidelines are to apply to determine the compensation. The auditor's opinion on HAKI Safety's compliance with the guidelines is available at www.hakisafety.com/governance/general-meetings. No remuneration has been reclaimed. At the 2022 Annual General Meeting, it was decided to introduce a long-term share-based incentive program for the CEO and other senior executives. The call option program is described in the annual report on page 24. The call options were acquired by the CEO and other senior executives at market value in accordance with a valuation by an independent external party.

Table 1 – Total remuneration of the CEO 2024 (SEK k)

Befattningshavarens namn (position)	1. Fast ersättning		2. Rörlig ersättning		3. Pensionskostnad	4. Total ersättning	5. Andel fast resp. rörlig ersättning %***
	Grundlön*	Andra förmåner**	Ettårig	Flerårig			
Sverker Lindberg (VD)	3 241	129	0	0	1185	4 555	100/0

*Inklusive semesterersättning om 42 kSEK.

**Tjänstebil & drivmedelsförmån eller motsvarande kontantersättning.

***Pensionskostnader (kolumn 3), som i sin helhet avser Grundlön och är premiebestämd, har till fullo redovisats som fast ersättning.

Application of performance criteria

The performance criteria for the CEO's variable remuneration have been selected to implement HAKI Safety's strategy and to encourage actions that are in HAKI Safety's long-term interest. The selection of performance criteria has taken into account the strategic goals and short- and long-term business priorities for 2024.

Table 2 – The CEO's performance criteria during the fiscal year: variable cash remuneration

Befattningshavarens namn (position)	1. Beskrivning av kriterier hänförliga till ersättningskomponenten	2. Relativ viktning av prestationskriterier	3a - Uppmätt prestation 3b - Faktiskt tilldelning/ersättningsutfall
Sverker Lindberg (VD)	EBITA 2023* Operativt kassaflöde 2023**	100%	a) 77/-18 Mkr b) 0 kSEK

*Rörelseresultat justerat för engångseffekter och förvävsrelaterade poster

**Definierat som kassaflöde från den löpande verksamheten plus kassaflöde från nettoinvesteringar i materiella och immaterialla anläggningstillgångar.

Comparative information on change in remuneration and HAKI Safety's result

Table 3 – Changes in remuneration and HAKI Safety's performance over the last five reported fiscal years (SEK k)

Befattningshavarens namn (position)	2020	2021	2022	2023	2024
Sverker Lindberg (VD)*	3 730	4 709	4 578	4 364	4 555
Total ersättning VD	3 730	4 709	4 578	4 364	4 555
- Förändring i kSEK	-178	979	-131	-214	191
- Förändring i %	-5%	26%	-3%	-5%	4%
Koncernens rörelseresultat**	17 000	70 000	102 000	99 000	70 000
- Förändring i kSEK	-57 000	53 000	32 000	-3 000	-29 000
- Förändring i %	-77%	312%	46%	-3%	-29%
Genomsnittlig ersättning baserat på antalet heltidsekvivalenter anställda i moderbolaget***	804	605	511	1983	3459
- Förändring i kSEK	-18	-199	-94	1 472	1 476
- Förändring i %	-2%	-25%	-16%	288%	74%

*Sverker Lindberg tillträdde posten som VD den 1 september 2016.

**För åren 2018-2020 beräknat baserat på kvarvarande verksamhet enligt definition i årsredovisning 2019 och 2020.

***Avser anställda exklusive VD och övriga ledande befattningshavare. För 2024 var detta 3,75 (2,08) heltidsekvivalenter.