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GUIDELINES FOR REMUNERATION TO SENIOR EXECUTIVES

The Annual General Meeting held on April 23, 2024 resolved to adopt the following guidelines for remuneration to senior executives:

Nyfosa AB has established principles and forms of remuneration to senior executives. The board of directors resolves, after the remuneration committee's preparation, on the size and forms of remuneration structures and remuneration payable to senior executives. The term senior executives means the Chief Executive Officer (CEO) and other members of the company's management. The board of directors proposes that the following guidelines for remuneration to senior executives are adopted by the general meeting to apply until further notice, although not longer than until the 2028 Annual General Meeting. These guidelines apply to agreements concluded after the 2024 Annual General Meeting's resolution and where amendments are made to existing agreements after that time. The guidelines do not apply to any potential incentive programs resolved upon by the general meeting.

The guideline's promotion of the company's strategy, long-term interests and sustainability

Nyfosa's strategy is available at Nyfosa's website www.nyfosa.se. A prerequisite for a successful implementation of the company's strategy and safeguarding of its long-term interests, including its sustainability, is that the company is able to recruit and retain qualified personnel. Therefore, the company shall apply compensation levels and employment terms in line with market practice. The forms of remuneration shall motivate senior executives to do their utmost to ensure the shareholders' interests. The forms of remuneration shall also be simple, long-term and measurable.

Remuneration forms

The remuneration to senior executives may comprise a fixed and a variable part and pension and other benefits. The fixed remuneration shall be in line with market practice and be based on competence, responsibility and performance.

Variable remuneration may be awarded to the senior executives where the board of directors considers it appropriate. The variable remuneration shall reward specified and pre-determined results or performance targets. The variable remuneration shall be determined through simple and transparent criteria and shall be maximized. Targets for variable remuneration must relate to financial targets, sustainability targets, operative targets or individual targets within each person's respective area of responsibility.

As a general rule, the measurement period for variable remuneration should be based on performance during a period of twelve months. Variable remuneration shall not entitle to pension benefits and shall not, as a general rule, exceed 50 percent of the annual fixed remuneration for each respective senior executive. Additional variable remuneration may however be paid under extraordinary circumstances, provided that such particular arrangements are limited in time and are carried out only on an individual basis, either in order to recruit or retain senior executives, or as remuneration for extraordinary efforts that goes beyond the senior executive's regular tasks or responsibilities. Such extraordinary variable remuneration may not exceed an amount corresponding to 100 percent of the senior executives' annual fixed remuneration. Decisions on such extraordinary remuneration shall be made by the board of directors.

To which extent the targets for variable remunerations have been fulfilled shall be determined upon the end of the relevant measurement period. The board of directors is responsible for such an assessment as regards variable remuneration to the CEO. As regards variable remuneration to the other senior executives, the CEO is responsible for the assessment.

Non-monetary benefits shall facilitate the work of the senior executive and correspond to what may be deemed reasonable in relation to standard practices on the market in which each senior executive operates. Premiums and other costs (including social costs) for the employer relating to such benefits may (at the time of the decision of the benefit) amount to not more than 10 percent of the senior executives' annual fixed remuneration.

The terms for pension benefits for senior executives shall be based on defined contribution pension plans and comply with or correspond to, and thereby be limited to, general pension plans in accordance with the ITP plan.

The company may pay some remuneration linked to senior executives' acquisition of shares or share-related instruments within the framework of share or share price related incentive programs. Such remuneration shall normally not exceed 15 percent of the senior executive's annual fixed remuneration. Share and share price related incentive programs shall, as applicable, be resolved upon by the general meeting and is therefore not covered by these guidelines. For more information regarding outstanding share and share price related incentive programs, see the company's website www.nyfosa.se.

Termination of employment

The notice period for senior executives is six months. Variable remuneration shall not be paid when the notice of termination is made by the senior executive. Fixed remuneration and severance pay for a senior executive may, combined, not exceed 50 percent of the senior executive's annual fixed remuneration when the notice of termination is made by the senior executive. When the notice of termination is made by the company, fixed remuneration and severance pay for a senior executive may, as a general rule, combined not exceed 150 percent of the senior executive's annual fixed remuneration.

Documents taken into account when preparing the guidelines

Nyfosa has a decentralised and relatively small organisation. The most central functions of the company are located internally and other more standardised functions are maintained by external suppliers.

In the preparation of the board of directors' proposal for these remuneration guidelines, salary and employment conditions for employees of the company have been taken into account by including information on the employees' total income, the components of the remuneration and increase and growth rate over time, in the remuneration committee's and the board of directors' basis of decision when evaluating whether the guidelines and the limitations set out herein are reasonable.

Remuneration to the board of directors in addition to fees to the board of directors resolved by the general meeting

In special cases, directors of the board elected by the general meeting should be able to receive fees and other remuneration for work carried out on the company's behalf, alongside their board work. Fees at market rates, to be approved by the board of directors, may be payable for such services. These guidelines are applicable on such remuneration.

Preparation, decision-making process etc.

The board of directors has established a remuneration committee. The committee's tasks include preparing the board of directors' decision to propose guidelines for remuneration to senior executives

as well as any deviation from the guidelines. The board of directors shall prepare a proposal for new guidelines at least every fourth year and present the proposal for resolution by the Annual General Meeting. The guidelines shall be in force until new guidelines are adopted by the general meeting. The remuneration committee shall also monitor and evaluate plans for variable remuneration to the executive management, the application of the guidelines for remuneration to senior executives as well as the current remuneration structures and compensation levels in the company. The chairman of the board of directors may be chairman of the remuneration committee. The other members of the remuneration committee shall be independent from the company and its executive management. In the board of directors' work regarding remuneration-related matters, the CEO of the company and the other members of the executive management are not present in so far as the questions concern their own remuneration.

Deviation from the guidelines

The board of directors may temporarily resolve to deviate, in whole or in part, from the guidelines for remuneration to senior executives set out above if in a specific case there is special cause for the deviation and a deviation is necessary to serve the company's long-term interests, including its sustainability, or to ensure the company's financial viability. If the board of directors deviates from the guidelines for remuneration to senior executives this shall be reported in the remuneration report before the upcoming Annual General Meeting.

Description of changes to the guidelines etc.

The board of directors has not received any comments from shareholders on the existing guidelines for remuneration to senior executives. The board of directors has made a general review of the guidelines and the board of directors' proposal for guidelines for remuneration to senior executives largely corresponds the existing guidelines, although with some re-phrasing. The updated guidelines include, inter alia, that the board of directors shall be able to resolve upon additional variable cash remuneration under extraordinary circumstances.

These guidelines were adopted by the Annual General Meeting held on April 23, 2024.