The board's proposal for guidelines for remuneration to executive managers

The board of directors proposes that the Annual General Meeting resolves to adopt the following guidelines for remuneration to the company's executive officers.

The proposal for the Annual General Meeting 2024 for the decision on remuneration guidelines for executive managers is in all material respects consistent with the guidelines adopted by the Annual General Meeting in 2020 and only involves changes of an editorial nature.

These guidelines cover the company's CEO and other persons in the company's management. The guidelines shall be applied to remunerations that are agreed upon, and changes that are made to already agreed remunerations, after the guidelines have been adopted by the General Annual Meeting of 2024. The guidelines do not cover remunerations decided by the corporate assembly. It is noted that the members of Bravida's board only receive remuneration as decided by the corporate assembly, therefore these guidelines do not include the board members.

The promotion of the company's business strategy, long-term interests, and sustainability by the guidelines

The company's business strategy is briefly to offer complete technical solutions throughout the entire life of a property – from consulting and design to installation and service. Bravida is a large company with a local presence throughout the Nordics. Bravida meets costumers on-site and takes long-term responsibility for its work. The employees are the company's most important asset. With common values, working methods and tools, the employees together create a sustainable and profitable operation for the company and its customers. Bravida's vision is to be the best in the Nordics at sustainable service and installation of the functions that give properties lite. Bravida aims to be the first choice for customers and the most attractive employer in the industry.

For further information about the company and its business strategy, please visit https://www.bravida.se.

A successful implementation of the company's business strategy and safeguarding of the company's long-term interests, including its sustainability, requires that the company can recruit and retain qualified employees. To do this, the company must be able to offer competitive compensation. These guidelines enable the company to offer competitive total remuneration to its executive officers.

Long-term share-related incentive programs have been established in the company. These have been decided by the corporate assembly and are therefore not covered by these guidelines. For the same reason, the long-term share-related incentive program that the board has proposed that the Annual General Meeting 2024 should adopt is also not covered. The proposed program corresponds in all essential aspects to existing programs. The program covers the Group Management, Regional Managers, Department Managers, other staff members, and other identified key personnel in the company. The performance criteria used to assess the outcome of the programs are clearly linked to the business strategy and hence to the company's long-term value creation. The performance target applied in all programs is the Group's earnings (Ebita) for the third calendar year following the adoption of the program or the share price at the end of the program three years after adoption. The programs also require a personal investment and a multi-year holding period. For more information about ongoing programs, including the criteria upon which the outcome depends, see note 5 in the group's annual report for 2023.

Variable cash remuneration covered by these guidelines should aim to promote the company's business strategy and long-term interests, including its sustainability.

Forms of compensation etc.

The compensation should be market-based and may consist of the following components: fixed cash salary, variable cash compensation, pension benefits, and other benefits. In addition to these guidelines, the General Meeting may decide on, for example, share-based and share price related compensations.

The fulfilment of criteria for the payment of variable cash compensation should be measurable over a period of one year. The variable cash compensation to the Chief Executive Officer may amount to a maximum of 125 percent of the fixed annual cash salary. The variable cash compensation to other senior executives varies depending on the position but may amount to a maximum of 200 percent of the fixed annual cash salary.

For the Chief Executive Officer, pension benefits, including health insurance, should be defines-contribution. Variable cash compensation should not be pension qualifying. Other senior executives should have premium-defined pension benefits, including health insurance, unless covered by defined-benefit pensions according to mandatory collective bargaining agreements. Variable cash compensation should not be pension qualifying.

Senior executives residing in Sweden are entitled to pension benefits corresponding to between 28 to 35 percent of the respective person's annual fixed cash salary, or in accordance with applicable occupational pension plans. For senior executives residing outside of Sweden, the company should strive to apply equivalent pension benefits as those applied to senior executives residing in Sweden, though variations justified by local conditions may occur. In such cases, the overall purpose of these guidelines should be met as far as possible.

Other benefits may include, among others, life insurance, healthcare insurance, and car benefits. Such benefits may together amount to a maximum of 10 percent of the fixed annual cash salary.

Termination of Employment

In the event of termination by the company, the notice period may be up to twelve months. Fixed cash salary during the notice period and severance pay may together not exceed an amount equivalent to the fixed cash salary for one year. In the event of termination by the executive, the notice period may be up to six months, without the right to severance pay.

Criteria for the distribution of Variable Cash Compensation etc.

The variable cash compensation should be linked to predetermined and measurable criteria that can be both financial or non-financial. They may also consist of individualised quantitative or qualitative goals. The criteria should primarily be based on performance (Ebita), acquisition activity, and individual goals. This model aims to improve the operating result and create profitable growth, thereby promoting the company's business strategy and long-term interests, including its sustainability.

Once the measurement period for fulfilling the criteria for payment of variable cash compensation has ended, it should be assessed/determined to what extent the criteria have been met. The Compensation Committee is responsible for the assessment regarding the variable cash compensation to the Chief Executive Officer. As for variable cash compensation to other executives, the Chief Executive Officer is responsible for the assessment. As for financial targets, the assessment should be based on the most recently published financial information by the company.

Salary and Conditions of Employment for Employees

In the preparation of the Board's proposal for these compensation guidelines, the salary and employment conditions for the company's employees have been taken into account by including information about the employees' total compensation, the components of the compensation, and the increase and rate of increase of the compensation over time as part of the Compensation Committee's and the Board's decision-making documentation when evaluating the reasonableness of the guidelines and the limitations that follow from them.

The Decision-Making Process for Establishing, Reviewing, and Implementing the Guidelines

The Board has established a compensation committee. The committee's tasks include preparing the Board's decisions on proposals for guidelines for compensation to senior executives. The Board shall draft proposals for guidelines for compensation to senior executives. The Board shall draft proposals for new guidelines at least every four years and submit the proposal for resolution at the Annual General Meeting. The guidelines shall apply until new guidelines are adopted by the General Meeting. The Compensation Committee shall also monitor and evaluate programs for variable compensation to the company management, the application of guidelines for compensation to senior executives, and the current compensation structures and compensation levels in the Company. The members of the Compensation Committee are independent in relation to the Company and company management. When the Board deals with and decides on compensation-related issues, the Chief Executive Officer or other members of the company management do not attend, to the extent they are affected by the issues.

Deviating from the guidelines

The Board may decide to temporarily deviate from the guidelines, in whole or in part, if in an individual case there are special reasons for it and a deviation is necessary to serve the Company's long-term interests, including its sustainability, or to ensure the Company's financial viability. As stated above, it is part of the Compensation Committee's tasks to prepare the Board's decisions on compensation matters, which includes decisions on deviations from the guidelines.