

Proposal for guidelines for executive remuneration

CEO and deputy CEO, any other persons within the management as well as Board members to the extent that they receive remuneration in addition to Board fees, fall within the provisions of these guidelines. The guidelines are forward-looking, i.e. they are applicable to remuneration agreed, and amendments to remuneration already agreed, after adoption of the guidelines by the Annual General Meeting. These guidelines do not apply to any remuneration resolved or approved by the General Meeting.

The guidelines' promotion of the Company's business strategy, long-term interests and sustainability
Eastnine's vision is to create and provide the best meeting places where ideas can flow, people can meet and successful business operations develop. The Company's business concept is to be the leading, long-term supplier of modern and sustainable office and logistics space in prime locations in the Baltics. At any time, current versions of vision and business concept as well as further information regarding the Company's business strategy, is available at www.eastnine.com

The Company shall have the remuneration levels and terms of employment required to recruit and retain expertise and necessary capacity. Variable cash remuneration covered by these guidelines shall aim at promoting the Company's business strategy and long-term interests, including sustainability. The long-term incentive programs that exist in the Company, as well as the long-term incentive program that the Board of Directors has proposed that the Annual General Meeting 2022 shall adopt, are excluded from these guidelines.

Types of remuneration, etc.

The remuneration for executives can consist of fixed cash salary, variable cash remuneration, pension and insurance benefits, and other customary benefits. Additionally, the General Meeting may irrespective of these guidelines resolve on, among other things, long-term share-based or share-related incentive programs/remuneration.

The Board of Directors decide at its discretion, according to established internal performance-based goals, whether a variable cash remuneration should be paid to the executives. The variable cash remuneration shall be linked to predetermined and measurable criteria which can be financial or non-financial. Variable cash remuneration may amount to not more than 50 per cent of the fixed salary.

Additionally, the executives are entitled to an individual premium-based pension plan according to which the Company pays premiums corresponding to a maximum of 4.5 per cent of the fixed salary up to 7.5 income base amounts, and premiums corresponding to a maximum of 30 per cent on salary components exceeding 7.5 income base amounts.

Other benefits may include, for example, health insurance, health care and car benefits. Such benefits may amount to not more than 10 per cent of the fixed salary.

Termination of employment

The notice period may not exceed twelve months if notice of termination of employment is made by the Company. Fixed cash salary during the period of notice and severance pay may together not exceed an amount equivalent to the CEO's fixed cash salary for two years, and twelve months for other executives. The period of notice may not exceed six months without any right to severance pay when termination is made by the executive.

In addition, remuneration may be paid for non-compete undertakings. Such remuneration shall compensate for loss of income and shall only be paid in so far as the previously employed executive is not entitled to severance pay. The remuneration shall be the difference between the fixed monthly salary and the lower income the employee receives and be paid during the time the non-compete undertaking applies, which shall not be for more than 6 months following the termination of employment

Salary and employment conditions for employees

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 Board of Directors' basis of decision when evaluating whether the guidelines and the limitations set out herein are reasonable.

The decision-making process to determine, review and implement the guidelines

During 2021, the Board of Directors has not appointed a formal Remuneration Committee. However, a smaller group consisting of Peter Elam Håkansson, Ylva Sarby Westman and Liselotte Hjorth, has set aside extra time in order to prepare remuneration matters within the Company to the Board of Directors. The formal tasks that would have been carried out by a Remuneration Committee have been carried out by the Board of Directors. In March 2022, the Board of Directors has decided to establish a Remuneration Committee after the Annual General Meeting 2022 with its main tasks in accordance with the Swedish Corporate Governance Code.

The Board of Directors shall prepare a proposal for new guidelines at least every fourth year and submit it to the General Meeting. The guidelines shall be in force until new guidelines are adopted by the General Meeting. The Board of Directors shall also monitor and evaluate programs for variable remuneration for the executive management, the application of the guidelines for executive remuneration as well as the current remuneration structures and compensation levels in the Company. The CEO and other members of the executive management do not participate in the Board of Directors' processing of and resolutions regarding remuneration-related matters in so far as they are affected by such matters.

Deviation from the guidelines

The Board of Directors may resolve to deviate from the guidelines resolved by the Annual General Meeting, in whole or in part, if in a specific case there is 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. As set out above, the Board of Directors' tasks include preparing the resolutions in remuneration-related matters. This includes any resolutions to deviate from the guidelines.

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Stockholm in March 2022
EASTNINE AB (publ)
Board of Directors