

## Remuneration report 2021

### **Introduction**

This report describes how the guidelines for executive remuneration of Duni AB, adopted by the annual general meeting 2021, were implemented in 2021. The report also provides information on remuneration to the CEO and the deputy CEO. 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 executive remuneration is available in note 16 (Salaries and other remuneration) on pages 98-100 in the annual report 2021. Information on the work of the remuneration committee in 2021 is set out in the Corporate Governance Report available on pages 64-65 in the annual report 2021.

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 16 on page 99 in the annual report 2021.

### **Key developments 2021**

The CEO summarizes the company's overall performance in his statement on pages 8-9 in the annual report 2021.

### **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 shall be related to the senior executive's responsibility and authority. The total remuneration consists of fixed cash salary, variable cash remuneration, pension benefits and other benefits. The variable cash remuneration shall be limited in advance to a maximum amount and be based on the outcome of predetermined and measurable criteria of result, designed with the purpose to promote the business strategy and long-term interests of the company, including its sustainability. The annual variable cash remuneration (annual bonus) shall amount to a maximum of 75% of the fixed cash salary. The variable cash remuneration may for example be based upon annual criteria in relation to financial profitability and capital tied up, as determined by the board of directors, and inter alia, be linked to the group's adjusted operating profit and adjusted return on capital employed.

The complete guidelines can be found in the Corporate Governance Report on the pages 66-67 in the annual report 2021. During 2021, Duni AB has complied with the applicable remuneration guidelines adopted by the general meeting. No deviations from the guidelines have been decided and no derogations from the procedure for implementation of the guidelines have been made. The auditor's report regarding the company's compliance with the guidelines is available on [www.dunigroup.com](http://www.dunigroup.com). No remuneration has been reclaimed. Duni AB has no long-term share-related incentive programmes. The program for synthetic share options in Duni AB, which was issued by the main shareholder Mellby Gård AB in 2018, has ceased without exercise as of June 30, 2021.

## Total remuneration to the CEO and the deputy CEO 2021

| 2021, TSEK                  |                           |                       |                              |                 |               |                    | Proportion of fixed and variable remuneration <sup>3)</sup> |
|-----------------------------|---------------------------|-----------------------|------------------------------|-----------------|---------------|--------------------|---|
|                             | Base salary <sup>1)</sup> | Variable remuneration | Other Benefits <sup>2)</sup> | Pension expense | severance pay | Total remuneration |   |
| Robert Dackeskog<br>CEO     | 4,087                     | -                     | 5                            | 1,609           | -             | 5,701              | 100/0   |
| Mats Lindroth<br>deputy CEO | 2,115                     | -                     | 103                          | 618             | -             | 2,836              | 100/0   |

<sup>1)</sup> Fixed remuneration including holiday compensation of TSEK 325 to Robert Dackeskog and TSEK 243 to Mats Lindroth.

<sup>2)</sup> Other benefits include company car, fuel and health insurance.

<sup>3)</sup> Pension expense (column 4), which in its entirety relates to Base salary and is premium defined, has been counted entirely as fixed remuneration.

### *Application of performance criteria for variable remuneration*

In February 2021, the Remuneration Committee decided that no performance-based bonus would be paid for the financial year 2021 as the Group is still affected by the pandemic and its effects on the Group's earnings and financial position and that many of the Group companies have received government grants. No performance criteria for variable remuneration have therefore been set for 2021.

### *Comparative information on the change of remuneration and company performance*

| Multi-Year Comparison  | 2017  | 2018  | 2019  | 2020   | 2021  |
|--|-------|-------|-------|--------|-------|
| Total remuneration to the CEO, TSEK <sup>1)2)</sup>                | 9,641 | 5,598 | 8,809 | 12,755 | 5,701 |
| Total remuneration to the deputy CEO, TSEK <sup>1)</sup>           | 2,440 | 2,522 | 3,642 | 1,634  | 2,836 |
| Average remuneration of employees in the group, TSEK <sup>3)</sup> | 363   | 391   | 408   | 368    | 359   |
| Average remuneration change compared to prev year, %               | -1.7% | 7.6%  | 4.3%  | -9.8%  | -2.3% |
| The Group's reported operating income, EBIT, MSEK                  | 456   | 351   | 408   | 70     | 173   |

<sup>1)</sup> 2019 includes bonus.

<sup>2)</sup> 2017 includes non-recurring compensation of MSEK 2.5 regarding sign-on bonus and 2020 includes severance payment of MSEK 7.9.

<sup>3)</sup> Average remuneration on a full time equivalent basis of employees of the group excluding members of the group executive management.

Malmö in March 2022

DUNI AB (publ)

*The Board of Directors*