

Remuneration report 2025

Introduction

This report describes how the guidelines for remuneration to senior executives in Sdiptech AB (publ), adopted by the 2024 Annual General Meeting, were implemented in 2025. The report also provides information on remuneration to the CEO and a summary of the company's outstanding share-based and share price-related incentive programs. The report has been prepared in accordance with the Swedish Companies Act and the remuneration rules issued by the Swedish Corporate Governance Board.

Further information on remuneration to senior executives can be found in Note 7 (Remuneration to employees) on pages 90 - 92 of the Annual Report 2025. Information about the Remuneration Committee's work in 2025 can be found in the Corporate Governance Report on pages 26 of the Annual Report 2025.

Remuneration to the Board of Directors is not covered by this report. Such remuneration is resolved annually by the Annual General Meeting and is set out in Note 7 on pages 90 - 92 of the Annual Report 2025.

Development in 2025

CEO Anders Mattson summarises the company's overall results in his report on page 5 of the Annual Report 2025.

The company's remuneration guidelines: scope, purpose and deviations

A prerequisite for successfully implementing the company's business strategy and safeguarding its long-term interests, including its sustainability, is that the company is able to recruit and retain qualified personnel. To this end, the company must offer competitive compensation. The company's guidelines for remuneration enable the company to offer senior executives a competitive total remuneration. According to the guidelines for remuneration, remuneration to senior executives shall be in line with market conditions and may consist of the following components: fixed salary, variable cash remuneration, pension benefits and other benefits. The variable cash remuneration shall be linked to financial or non-financial criteria. They can be individualized, quantitative, or qualitative goals. The criteria shall be designed to contribute to the company's business strategy and long-term interests, including its sustainability, by, for example, being clearly linked to the business strategy or promoting the executive's long-term development.

During 2025, the company has complied with the remuneration guidelines adopted by the Annual General Meeting (see <https://www.sdiptech.se/general-meetings/2024-annual-general-meeting>). No deviations from the guidelines have been decided and no deviations from the procedure for implementing the guidelines have been made. The auditor's statement on the company's compliance with the guidelines is available on <https://www.sdiptech.se/general-meetings/2026-annual-general-meeting>. No compensation has been recovered. In addition to remuneration covered by the remuneration guidelines, the general meetings have resolved to implement long-term share-based incentive programs.

Table 1 – Total CEO remuneration 2025 (SEK)

CEO	Fixed remuneration		Variable remuneration	Pension costs	Total compensation	Proportion of fixed and variable remuneration****
	Fixed salary*	Other benefits**	One-year variable***			
Bengt Lejdström (1 Jan – 31 May -25)	SEK 2,202k	SEK 48k	SEK 941k	SEK 673k	SEK 3,864k	76%/24%
Anders Mattson (1 Jun – 31 Dec -25)	SEK 2,701k	SEK 52k	SEK 1,134k	SEK 1,096k	SEK 4,983k	77%/23%

* Including holiday pay

** Company car, healthcare and health

*** Refers to the outcome of parameters in 2024

**** Pension costs, which in their entirety relate to Base Salary and are contribution defined, have been fully recognized as fixed remuneration

Share-based remuneration

Outstanding share-based and share price-related incentive programs

On May 22, 2023, the Annual General Meeting resolved to implement an incentive program for employees in the Group through the issue of warrants and approval of transfer of warrants to the employees. The program comprised a maximum of 350,000 warrants of series 2023/2026 in total. Each warrant entitles the holder to subscribe for one Class B Share in the Company at a predetermined subscription price. The right to exercise the warrants for subscription of Class B Shares requires that the participant is employed by the Group at the time of exercise. As of the date of the notice of the Annual General Meeting 2026, there was a total of 305,150 outstanding and allotted warrants of series 2023/2026.

The 19 May 2025 the Annual General Meeting resolved on an incentive program for managers and senior executives regarding series B warrants. The program comprises of 650,000 warrants divided into two series: (a) 325,000 warrants of series 2025/2028, (b) 325,000 warrants of series 2025/2029. Exercise is possible until and including 30 November 2028 and 30 November 2029, respectively. The Group received a total of SEK 4.3 million in equity through these warrants. As of the date of the notice of the Annual General Meeting 2026, there was, 296 700 warrants of series 2025/28 and 2025/2029 outstanding. The subscription price for new series B shares subscribed for with the support of these warrants amounts to SEK 268.30 and SEK 281.70 per share, respectively.

A full description of the outstanding option programs can be found on this website under <https://www.sdiptech.se/general-meetings/2023-annual-general-meeting>, and <https://www.sdiptech.se/general-meetings/2025-annual-general-meeting> respectively.

Table 2 – Warrant program (CEO)

CEO	Series	Investment opportunity	Exercise period	Strike price, SEK B-share	Number of warrants purchased	Warrants per 31 dec 2024	Number of warrants exercised	Warrants per 31 dec 2025
Bengt Lejdström	2023/2026	Juni 2023	Jun - Nov 2026	326.40	50,000	50,000	0	50,000
	2025/2028	Nov 2025	Jun - Nov 2028	268.30	35,000	35,000	0	35,000
	2025/2029	Nov 2025	Jun - Nov 2029	281.70	35,000	35,000	0	35,000
Anders Mattson	2023/2026	Juni 2023	Jun - Nov 2026	326.40	25,000	25,000	0	25,000
	2025/2028	Nov 2025	Jun - Nov 2028	268.30	50,000	50,000	0	50,000
	2025/2029	Nov 2025	Jun - Nov 2029	281.70	50,000	50,000	0	50,000

On 20 May 2024, the Annual General Meeting resolved to introduce an incentive program for employees in the Group through a long-term performance-based share program. The participants must have invested in the Group through investment in Class B shares in Sdiptech AB (publ) ("Saving Shares"). Thereafter, the participants will be given the opportunity to receive Class B shares, so-called "Performance Shares", free of charge. For each Saving Share, the company allocates to participants a right to Performance Shares, entailing the right to, provided certain conditions are met, receive up to three Performance Shares free of charge. In addition to the requirement for the participant's continued employment and an intact Saving Share holding during the Vesting Period, certain requirements are also set for the Group's adjusted EBITA growth per average outstanding ordinary share. The Board of Directors has decided on the number of Saving Shares that each participant may invest in the share plan, a minimum of 100 Saving Shares and a maximum of 3,000 Saving Shares, but a total of not more than 30,000 Saving Shares.

Table 3 – Share Savings Scheme (CEO)

CEO	Performance period	Award date	Accrual date	Savings shares as of Dec 31, 2025	Vested performance shares as of 31 Dec 2025
Bengt Lejdström	2024/2027	June 2024	Q2 2027	3,000	0
Anders Mattson	2024/2027	June 2024	Q2 2027	3,000	0

Application of performance criteria

The performance criteria for the CEO's variable remuneration have been chosen to implement the company's strategy and to encourage actions that are in the company's long-term interest. The selection of performance criteria has taken into account the strategic objectives as well as short- and long-term business priorities for 2024. The non-financial performance criteria also contribute to alignment with sustainability and the company's values.

Table 3 - CEO's performance during the reported financial year: variable cash remuneration

CEO	Description of criteria	Relative weight	Results of criterion	Actual compensation
Bengt Lejdström	Profit growth	30%	0%	SEK 0k
	Profitability	40%	80%	SEK 485k
	Sustainability and risk	15%	100%	SEK 228k
	Acquisitions	15%	100%	SEK 228k
Total		100%	62%	SEK 941k

CEO	Description of criteria	Relative weight	Results of criterion	Actual compensation
Anders Mattson	Profit growth	45%	45%	SEK 317k
	Profitability	30%	90%	SEK 424k
	Sustainability and risk	10%	100%	SEK 157k
	Acquisitions	15%	100%	SEK 235k
Total		100%	72%	SEK 1,134k

Comparative information regarding changes in remuneration and the company's results

Table 4 – Changes in remuneration and the company's earnings during the last five reported financial years (FY) (SEK)*

	FY 2021 vs 2020	FY 2022 vs 2021	FY 2023 vs 2022	FY 2024 vs 2023	FY 2025 vs 2024	FY 2025
CEO Remuneration	SEK+2,098k/+37%	SEK+930k/+16%	SEK+1,406k/+21%	SEK -1,109k/-14%	SEK +1,910k/+28%	SEK 8,847k
Group profit, adjusted EBITA**	SEK+162m/+47%	SEK+162m/+32%	SEK+251m/+37%	SEK +88m/+10%	SEK +10m/+1%	SEK 1,020m
Group Result (EBIT) ***	SEK+54m/+17%	SEK+277m/+76%	SEK+194m/+30%	SEK +59m/+7%	SEK +59m/+7%	SEK 954m
Average compensation based on the number of Full-time equivalents Employees**** in the parent company	FY 2020 2.1	FY 2021 3.2	FY 2022 3.4	FY 2023 4.0	FY 2024 4.0	FY 2025 4.2

*) For 2025, results for continuing operations are reported

***) Adjusted EBITA is the Group's operating result and corresponds to EBITA before acquisition costs, divestment costs and profit from revaluation of contingent purchase prices as well as before acquisition-related depreciation and amortisation of intangible assets and items affecting comparability such as profit from divestments.

****) excluding goodwill impairment in Q3 of SEK 500m

*****) including management, but excluding the CEO