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## **The Board of Directors of Sensys Gatso Group AB's evaluation of remuneration to senior executives**

The Board of Directors of Sensys Gatso Group AB (publ) has not established any remuneration committee, since the Board found it more appropriate for the entire Board to fulfill the remuneration committee's tasks. According to the Swedish Code of Corporate Governance, the Board of Directors should therefore monitor and evaluate ongoing and during the year, the program for variable remuneration for the executive management, and follow and evaluate the application of the guidelines for remuneration to senior executives that the Annual General Meeting shall by law decide on and applicable remuneration structures and remuneration levels in company.

In the company, the CEO and Group Management have, according to agreement from 2018, the right to variable salary, based on the Group's sales, EBITDA and individual targets during the year. In its work, the Board has taken into account that the company shall have the remuneration levels and terms of employment that are required to recruit and retain a management with good competence and capacity to achieve set goals, and that the overall principle for salary and other remuneration to senior executives in the company shall be marketable. According to the Board, the variable salary has worked as intended.

In its evaluation, the Board has found that the remuneration structures and the remuneration levels in the company are appropriate and market-based. Furthermore, the Board has concluded that the guidelines for remuneration to senior executives are well designed.

Due to new EU rules on shareholders' rights that have been implemented through amendments to the Swedish Companies Act and the Swedish Code of Corporate Governance the remuneration guidelines in the Board's proposal differ from the guidelines adopted by the Annual General Meeting 2019.

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**Jönköping, April 2020**

**The Board of Directors for Sensys Gatso Group AB (publ.)**