

The English text is an unofficial translation. In case of any discrepancies between the Swedish text and the English translation, the Swedish text shall prevail.

Remuneration report 2021

Introduction

This remuneration report describes how the guidelines for remuneration to senior executives of SynAct Pharma AB (“**SynAct**”), adopted by the annual general meeting 2021, were implemented in 2021. The report also provides information on remuneration to the CEO. 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 is available in note 9 Employees and personnel costs on pages 39-41 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 9 on pages 39-41 in the annual report 2021. During 2021, the chairman of the board of directors Torbjørn Bjerke, through UST Leadership AB, and the board member John Haurum, through JSH Biotech ApS, have received remuneration for consultancy services corresponding to kSEK 654 and kSEK 167, respectively.

Key developments during 2021

The CEO summarizes the company’s overall performance in his statement on page 4 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 company’s long-term interests, including its sustainability, require that the company is able to recruit and retain highly competent senior executives with a capacity to achieve set goals. In order to achieve this, the company must offer a competitive total remuneration on market terms. The company’s remuneration guidelines enable the company to offer executives a competitive total remuneration on market terms. Under the remuneration guidelines, remuneration to senior executives 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 may be individualized quantitative or qualitative objectives. 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 promote the executive’s long-term development.

The guidelines adopted by the annual general meeting 2021 are found on pages 22-24 in the annual report 2021. During 2021, the company has complied with the applicable remuneration guidelines adopted by the general meeting in 2021. No deviations from the guidelines have been made 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 the company’s website, www.synact-pharma.com/en/governance/general-meetings/. No remuneration has been reclaimed.

*Table 1 – Total remuneration of the CEO in 2021 (kSEK)**

Name of director (position)	1 Fixed remuneration		2 Variable remuneration		3 Extraordinary items	4 Pension Expense	5 Total Remuneration	6 Proportion of fixed and variable remuneration
	Base salary ¹⁾	Other benefits	One-year variable	Multi-year variable				
Jeppe Øvlesen (CEO)	1,942	0	0	0	0	0	1,942	100/0

* The table reports remuneration earned in 2021. Disbursement of any payments may or may not have been made the same year. The remuneration in Table 1 include remuneration paid by companies within the SynAct Group.

¹⁾ No holiday pay have been paid.

Share-based remuneration

Outstanding share-related and share price-related incentive programs

The company has no outstanding share-related or share price-related incentive programs.

Application of performance criteria

During 2021, no performance criteria have been applied and thus no variable remuneration is, or will be, payable to the CEO Jeppe Øvlesen for 2021.

Comparative information on the change of remuneration and company performance

*Table 2 – Change of remuneration and company performance over the last five reported financial years (RFY) (kSEK)**

	RFY 2021
CEO remuneration	1,942
Group operating profit	-76,699
Average remuneration on a full-time equivalent basis of employees ¹⁾ of the SynAct Group	1,328

* From and including the financial year 2021, which is the first financial year for this type of remuneration report. SynAct has not previously compiled data from previous financial years in this respect; such data will be reported in the future remuneration reports for the respective financial years for comparison.

¹⁾ Excluding members of the Group executive management. Remuneration to the two employees who were not part of management has been annualized.

Lund in April 2022

The Board of Directors of SynAct Pharma AB (publ)