



eQ Group's remuneration principles

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eQ Group's remuneration principles

1. Principles and goals behind remuneration

The remuneration systems used in eQ Group are based on the strategy and long-term goals defined by the Board, and they are important tools used for reaching the group's long-term and short-term strategic goals. The remuneration systems contribute to efficient risk management within eQ Group and, above all, preventing detrimental risk-taking. In addition, the remuneration systems take into account the sustainability risks associated with eQ Group and its business. Comprehensive risk management aims at acknowledging i.e. the goals and interests of the group companies, the managed funds and investors.

In order to ensure in-depth and comprehensive risk management, the eQ Group's remuneration principles cover all group companies, taking into account the specific characteristics relating to the remuneration regulation applicable to each group company. In addition to eQ Group's remuneration system, eQ Fund Management Company Ltd has its own remuneration principles that supplement eQ Group's remuneration principles, which are based on eQ Fund Management Company Ltd's role as an alternative investment fund manager and the applicable regulation.

To the required extent, the group remuneration principles are also addressed by the boards of the group subsidiaries.

All employees of the eQ Group, including eQ Plc's full-time Chair of the Board of Directors, are covered by the remuneration system. Additionally, more specific principles may be applied to certain employees e.g. if required by applicable regulation. eQ's Legal Affairs, Risk Management function and Compliance function have participated in the preparation of these remuneration principles.

The following regulation has been taken into consideration when preparing the group remuneration principles:

- Act on Investment Services (747/2012) (in particular the changes relating to remuneration that entered into force on 27 June 2021)
- the Regulation on the Prudential Requirements of Investment Firms (EU) 2019/2033,
- the Finnish Act on Common Funds (48/1999),
- the Finnish Act of Alternative Investment Fund Managers (162/2014),
- the Regulation on Sustainability-Related Disclosures in the Financial Services Sector (EU) 2019/2088

and thereto related regulations and guidelines regarding remuneration issued by the Finnish Financial Supervisory Authority and the European banking and securities markets authorities.

The aforementioned rules and regulations have been taken into account when determining the remuneration principles, keeping in mind the size, the nature, scale and complexity of the organization and the business activities of the eQ Group. The aim of the Remuneration Principles has been to ensure that the remuneration schemes and policies are in conformity with the risk profile, risk aversion and risk strategy of the group.

The risks pertaining to eQ Group's remuneration system are, as a whole, regarded as low.

The main principles of the remuneration and the remuneration systems of the eQ Group are competitiveness and fairness. In the eQ Group, the aim of the remuneration system is to encourage and reward the employees for their personal performance and contribution to the development of eQ Group's profitability and for acting in accordance with eQ Group's strategy. On the other hand, the objective of the remuneration systems is also to support the recruitment of committed, competent and professionally competitive persons and development and maintenance of their versatile

expertise in accordance with the strategy, goals, values and long-term benefits of the eQ Group. The remuneration systems must be uniform in order to avoid conflicts of interest with respect to the actions taken.

2. Remuneration system

The eQ Group's remuneration systems consist of fixed remuneration and the annual bonus system. Additionally, the eQ Group currently has two option programs: Option Program 2018 and Option Program 2022.

When determining the fixed remuneration, each employee's professional skills (education, range of expertise and work experience) and organizational responsibilities are taken into account.

All personnel of the eQ Group, except for the full-time Chair of the Board of eQ Plc, are in principle covered by the annual bonus system. The amount of the annual bonus is determined by the achievement of personal goals, the business unit's objectives and the result of the business unit (qualitative and quantitative determinants). It is also assessed, how each employee has taken compliance and sustainability risks into account in their own operations. The long-term results and risks of the group companies (including the funds managed by the group) are taken into account when evaluating the result. The annual bonus amounts payable within the risk management and compliance units as well as the legal unit are determined based on the achievement of personal and the business unit's goals.

eQ Plc's Board of Directors decides on the distribution and the amount of the annual bonuses and takes into consideration, among others, the principles presented below in section 3. The personnel is informed about the process and principles according to which the variable remuneration is determined.

Option programs are a key tool to commit key employees in the eQ Group. The options granted on the basis of the option programs are directed to key personnel of the eQ Group whose commitment is estimated to be central to eQ Group's shareholder value and financial success. The postponement period of the option programs is three years, after which the option holders have a two-year subscription period. A key condition in eQ Group's option programs is that the option right recipient's employment relationship or service contract with eQ Group must be valid at the beginning of the option subscription period.

3. Decision-making procedure

In accordance with its statutes, eQ Plc's Board annually reviews the principles guiding the remuneration systems. Possible changes to the goals and risk strategy of the business are taken into consideration when updating the principles for remuneration.

The Board of Directors also decides the remuneration of the CEO and, based on a proposal by the CEO, the remuneration of the members of the Management Team. In addition, the Board discusses and approves annual performance bonuses for all personnel. The non-disqualified members of the Board decide on the remuneration of the full-time Chair of the Board.

Board and General meetings of companies within the eQ Group also handle matters pertaining to remuneration systems and remuneration. eQ Plc's Board shall annually ensure, in a separately defined manner, that the eQ Group has complied with the remuneration system. Taking into consideration the number of Board members, eQ Plc has decided that it is not necessary to appoint a separate remuneration committee.

4. Remuneration principles

The main principles of eQ's remuneration systems are:

- The remuneration systems shall support the eQ Group's long-term goals, such as improving the profitability of the business in a long term, sufficient capital adequacy, return on investments and cost efficiency.
- Remuneration must be designed to prevent unsound risk-taking. The remuneration system shall not encourage to such risk-taking that is contradictory to the rules of the group or the funds managed by it or to the interests of the clients. In addition, the remuneration shall take into consideration the compliance and sustainability risks.
- The Board decides on the payment of the performance bonuses based on the systems, and the decision will be made annually after the end of the incentive period.
 - ✓ A performance bonus will not be paid and it may be recovered as an unfounded benefit, in full or in part, if it is found that the person concerned has acted contrary to eQ's internal policies, laws or regulations or guidelines issued by authorities.
 - ✓ eQ may also refrain from paying out remuneration, if the eQ Group's solvency, capital expenses or liquidity or their foreseeable future development do not make it possible (e.g. based on a risk assessment process).
- The decision about remuneration is always made by the superior of the concerned person's superior.
- All remuneration is gender neutral in the eQ Group.
- The amount of the variable remuneration must be in balance with the amount of the fixed remuneration.
- For all personnel, the maximum annual variable remuneration is 200% of the recipient's fixed salary. Deviations from this can only be made in individual cases by a separate decision of the Board.
- When paying out variable remuneration, the company shall take into consideration at least the following risks: risks that it is aware of at the time of making the assessment, future risks, eQ Group's capital expenditure and necessary liquidity. The total amount of the remuneration to be paid out may not restrict the consolidation of eQ Group's capital base.
- The remuneration of persons engaged in supervisory operations may not be directly dependent on the result of the business unit they supervise. The remuneration of persons engaged in supervisory operations depends on the achievement of their personal goals and performance. The remuneration of persons engaged in supervisory operations is supervised by eQ Plc's Board.
- The group may undertake to pay guaranteed variable remuneration on a case by case basis. Such guaranteed variable remuneration can only apply to the first year of employment.

5. The Identification Process

It is the responsibility of the Board of eQ Plc to identify the employees whose professional conduct has a significant impact on the risk profile of the eQ Group. The Board conducts an annual assessment in order to identify such persons. Identification of these employees is part of the practical implementation of the eQ Group's remuneration principles.

Based on the assessment of the eQ Plc Board, such employees within the eQ Group whose professional conduct have a significant impact on the risk position of the eQ Group or a separate companies within the eQ Group are, at least:

- ✓ *The full-time Chair of the Board of Directors of eQ Plc*
- ✓ *the Managing Director of eQ Plc*
- ✓ *the Managing Director of eQ Asset Management Ltd*
- ✓ *the Managing Director of eQ Fund Management Company Ltd*
- ✓ *the members of the Management Team of the eQ Group*
- ✓ *the General Counsel of the eQ Group*
- ✓ *the Director, Administration, eQ Asset Management Ltd*
- ✓ *the Head of Customer Relations of eQ Asset Management Ltd*
- ✓ *the Head of Portfolio Management of eQ Asset Management Ltd*
- ✓ *the Head of Real Estate Investments of eQ Asset Management Ltd*
- ✓ *the Head of Private Equity of eQ Asset Management Ltd*
- ✓ *the Compliance Officer of eQ Asset Management Ltd*
- ✓ *the Head of Valuation Function of eQ Fund Management Company Ltd*
- ✓ *the persons working within the legal units of eQ Asset Management Ltd and eQ Fund Management Company Ltd*
- ✓ *the persons working within the compliance unit of eQ Asset Management Ltd*
- ✓ *the persons working within the risk management units of eQ Asset Management Ltd and eQ Fund Management Ltd*

A list of the above-mentioned identified persons is maintained at group level.

6. Supervision of the remuneration system

The Board of eQ Plc supervises that the remuneration principles are complied with within the entire eQ Group. The Compliance Officer conducts an independent annual review regarding whether the eQ Group has complied with the remuneration systems defined by the Board and reports on the matter directly to eQ Plc's Board and to Boards of other eQ Group companies, when necessary.

eQ complies with obligations regarding publicity of information related to the remuneration systems as set out in the regulations applicable to public companies, Act on Investment Services, in the EU Regulation on the Prudential Requirements of Investment Firms and rules and regulations issued based on it, the Finnish Act on Alternative Investment Fund Managers and in the Finnish Act on Common Funds. The remuneration principles are available on the eQ Group's website as well as for the company employees on the intranet.