



Rovsing

Remuneration policy in Rovsing

This remuneration policy describes the framework for remuneration in Rovsing. The remuneration policy is determined by the Board of Directors and approved at the Annual General Assembly. The remuneration policy is updated once per year. The remuneration policy applies to all managers and employees of Rovsing.

The goals of the remuneration policy are to promote the long-term value creation for shareholders, while observing principles of sound and effective risk management, good corporate governance and consideration of the Company's reputation.

The purpose is also that the remuneration policy is in accordance with the company's business strategy, objectives, values, and long-term interests, including that the remuneration of the company's employees are in accordance with legal requirements for the protection of customers, employees and investors as well as the legislation in other respects, taking into account the company's internal and long-term sustainability.

General remuneration principles and remuneration conditions

Rovsing wants the Company's remuneration level and principles to be market-adapted, so that the Company can constantly attract and retain the right employees. Thus, remuneration is considered to be one of several parameters that have an impact on the efforts to be an attractive workplace.

The actual remuneration for the individual employee is determined according to individual agreement where possible, and the starting point is based on job content as well as the employee's skills and performance. Remuneration to the Company's employees must not encourage risk-taking that exceeds the Company's risk profile.

The total salary for covered employees follows the agreement with Dansk Industri and for some employees the agreement for the European space base CSG in French Guiana. Employees are evaluated based on seniority, responsibility, skills and performance after which salary is regulated in accordance with the provisions of the agreement.

For the Company, there must be clear and well-known criteria for the efforts and results that can lead to step increases and lump sum payment. Any appointment must be justified by the responsible Director.

The employees are covered by a pension scheme through Velliv, and thus pay part of the salary to a pension savings. In addition, Rovsing pays contribution to the employees' pension scheme.

Upon resignation, severance pay is paid in accordance with the Salaried Employees Act and the provisions of the agreement.

Discretionary pension benefits are not paid to Management (the Board of Directors and the Executive Management).

Retention cash bonuses are not used. Employees are offered an incentive program consisting of a warrant programme.



Remuneration of the Board of Directors

The remuneration of the Board of Directors consists of a fixed annual fee. No separate remuneration is paid for sitting on the Audit Committee. The fee is differentiated in relation to the chairman. The remuneration to the Board of Directors is sought at a level that is market-based on the basis of the competence and resource requirements imposed on the Board members.

Upon further decision by the Board of Directors, Board members may in addition participate in incentive programs comprising warrants in order to establish a long-term incentive and a strong motivation to work for the company's financial progress and to increase the company's market value.

In connection with the Board of Directors' allocation of warrants, the Board of Directors may decide that the number of warrants granted may depend in whole or in part on the individual board member's investments in the company's shares.

The individual board member does not pay remuneration for granted warrants, unless the board specifically decides otherwise. Warrants are earned as a retention bonus and will thus be conditional on the relevant director's employment in Rovsing according to further agreed principles.

According to the warrant programme, the warrant holders can exercise the warrants on the third anniversary of the grant when all warrants are vested. Vesting is subject to continuous service. Warrants must be exercised within a period of a maximum of 5 years from the time of the grant.

In addition, the Board of Directors does not receive a performance-based bonus.

Remuneration of the Executive Management

In order to attract and maintain managerial competence, the elements of the Executive Management's remuneration have been determined taking into account its work tasks and value creation as well as terms in other Danish and global listed companies. Remuneration to the Executive Management includes fixed salary and pension, as well as benefits for IT and commuting and incentive programme in the form of a cash bonus and share-based remuneration.

The individual remuneration elements are weighted on the basis of a desire to ensure a continued positive development of the company in both the short and long term.

Whether a member of the Executive Management is covered by an incentive program and which agreement or agreements are concretely entered into will depend on whether the Board of Directors deems this appropriate in order to meet the need to create a common interest between the Executive Management and shareholders and to accommodate both short- and long-term objectives, including but not limited to remuneration in connection with any divestment of business areas, be it the Company or isolated activities. In addition, the Executive Management's previous and expected performance, consideration for motivation and loyalty as well as the company's situation and development will also play a role.



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The incentive pay can include the following benefits:

- Warrants as a retention bonus
- Cash bonus that is results-oriented

Warrants are earned as a retention bonus and are thus conditional on the relevant director's employment in Rovsing.

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Eventual cash bonus is linked to the Company's performance in order to promote the Executive Management's focus on both revenue, costs and EBITDA. The scheme can be one- or multi-year. Rovsing's Executive Management is employed on a contractual basis and an annual assessment of the terms of the contracts is made, including remuneration.

The Executive Management has a notice period of 6 months.

Following approval at Rovsing A/S' annual general meeting on 19 October 2020, the policy will be published as soon as possible on Rovsing A/S' website.