

Remuneration report 2023

Introduction

This report provides information on remuneration to the Chief Executive Officer and the Company's deputy Chief Executive Officer. The report also describes how the guidelines for executive remuneration of Bactiguard Holding AB, adopted by the Annual General Meeting 2020, were implemented in 2023. The report has been prepared in accordance with the Swedish Companies Act and "Rules on Remuneration of the Board and Executive Management and on Incentive Programs" issued by the Swedish Corporate Governance Board.

Number of employees, salaries, other remuneration and social security costs for the Board of Directors, CEO, other executives and other employees are available in note 9 in the annual report 2023. Information about the remuneration committee's work during 2023 is available on page 22 in the annual report 2023.

Remuneration of directors is not covered by this report. Such remuneration is resolved annually by the Annual General Meeting.

The company's development 2022 in summary

Information on the company's development 2023 is available in the annual report for 2023 which will be published on the web site www.bactiguard.com. The CEO summarizes the company's overall development in his report on pages 4-5 in the 2023 annual report.

Thomas von Koch is CEO since May 21, 2023.

Remuneration guidelines

A prerequisite for the successful implementation of Bactiguard's business strategy and the safeguarding of its long-term interests, including its sustainability, is for the company to recruit and retain qualified employees. This requires the company to offer competitive remuneration.

The total remuneration from Bactiguard to executive management shall be at market terms, reasonable and appropriate, and may consist of the following components: fixed salary, variable salary, pension and other benefits. Executive management shall be offered a fixed salary at market terms, which shall be determined based on the individual's area of responsibility and experience and shall be reviewed on an annual basis.

Executive management may, from time to time, be offered a variable salary at market terms. Such a variable salary must be designed with the purpose of promoting Bactiguard's business strategy, long-term interests, including its sustainability, and linked to predetermined and measurable criteria.

The guidelines are available on pages 23-24 in the annual report 2023. During 2023, the company has complied with the applicable remuneration guidelines adopted by the general meeting. No deviations from the guidelines have been decided 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 will be available on the web site www.bactiguard.com. No remuneration has been reclaimed.

Application of performance criteria

The performance measures for the CEO's variable remuneration have been selected to deliver the company's strategy and to encourage behavior which is in the long-term interest of the company. In the selection of performance measures, the strategic objectives and short-term and long-term business priorities for 2023 have been considered. The nonfinancial performance criteria further contribute to adaptation to sustainability and the company's values. No variable cash compensation was paid in 2023.

Total remuneration to CEO and deputy CEOs in 2023							
SEK thousand							
Name of executive (position)	Fixed remuneration		Variable remuneration	Extraordinary items	Pension expense*	Total remuneration	Proportion fixed/variable remuneration, %
	Base salary**	Other benefits	One-year variable				
Thomas von Koch, CEO from 21 May 2023	1 123	2			297	1 422	100/0
Anders Göransson****, CEO from 1 October, 2021 till 21 May 2023	1 462	2			245	1 709	100/0
Stefan Grass***, deputy, Chief Medical Officer	1 863	6			390	2 259	100/0
*Pension expense which in its entirety relates to Base salary and is premium defined, has been counted wntirely as fixed remuneration							
**Including holiday pay. Thomas von Koch xx SEK, Anders Göransson xx SEK, Stefan Grass xx SEK							
***Stefan Grass resigned from his position as a deputy CEO on June 20 2023 and was not replaced. His entire remuneration for 2023 is included here.							
****The table includes Anders Göransson's remuneration for the period as CEO during the period Jan-May 2023, from May 2023 onward until he left the company in July 2023 Anders was Global Head of Licensing and was no more executive of Bactiguard; thus remuneration for this period has not been included. During the year severance of 4,9 MSEK has been recognized as cost which was paid after he left the company.							

Comparative information on the change of remuneration and company performance

Change of remuneration and company performance over the last five reported financial years						
SEK thousand						
	Amount 2023	Change 2023 - 2022	Change 2022 - 2021	Change 2021 - 2020	Change 2020 - 2019	Change 2019 - 2018
CEO remuneration	3 130	-531 (-15%)	+960 (30%)	+300 (+10%)	+788 (+37%)	-338 (-14%)
Deputy CEO remuneration**	2 259	+9 (+0,3%)				
Group EBITDA	-76 068	-69 642 (-1084%)	757 (+11%)	-33 838 (-127%)	- 34 985 (-57%)	39 486 (+178%)
Average remuneration on a full-time equivalent basis of employees of Swedish subsidiaries*	1 490	770	-42	-275	-127	123
*Excluding members of the Group Executive Management. Only employees of Swedish subsidiaries are included as the acquisition of Vigilenz in 2020 makes the group numbers non-comparable between years.						
**In 2022 and before there were periods where two Deputy CEO:s existed. Thus only two years for Stefan Grass have been included here.						

The Board of Directors of Bactiguard Holding AB (publ)

Stockholm in April 2024

This is a translation of the Swedish version. In the event of deviations, the Swedish version available on the company's website applies, www.bactiguard.com.

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