The Board of Directors' Proposal for Guidelines on Remuneration and Other Terms of Employment for Senior Executives

The Board of Directors (the "**Board**") of Systemair AB (publ) ("**Systemair**" or the "**Company**") proposes that the annual general meeting 2026 (the "**AGM**") resolves on the following guidelines for the determination of salary and other remuneration to senior executives. The Board's proposal, to be applied as from the AGM 2026, is broadly consistent with the guidelines applicable as of the AGM 2025.

Remuneration to senior executives shall – based on the conditions in the market in which the Company operates and the environment in which the particular executive works – be competitive, enable the recruitment of new executives and help to ensure that senior executives remain with the Company. "Senior Executives" refers to the CEO and other members of Group Management.

The system of remuneration shall consist of a fixed salary and pension but may also include variable salary and benefits such as a company car. In addition to the above, special incentive programs approved by the AGM may apply. Fixed salary and benefits shall be determined individually based on the aforementioned criteria and the specific competence of the particular executive.

Variable pay is based on the Company's performance with the aim of promoting the Company's strategy, long-term value creation and sustainability. The variable portion is paid as a proportion of the fixed salary and may amount to no more than 50 per cent of the annual salary for the CEO, 30 per cent for other Senior Executives and 15 per cent for key individuals.

As a principle, pensions shall be premium-based and shall not exceed 35 per cent of the wage base. The size of the pension shall adhere to the same criteria as above.

The Board shall be authorised to depart from the guidelines if there are special reasons for doing so in individual cases.

Notice of termination and severance payments

The CEO's employment may be terminated with twelve (12) months' notice by the Company or six (6) months' notice by the CEO. For other Senior Executives, the period of notice is as stated in the applicable collective bargaining agreement or is no more than twelve (12) months from the Company or six (6) months from the employee. No other agreements entitle the CEO or other Senior Executives to severance pay.

Incentive programmes

Systemair has two share-based incentive programmes in operation (LTIP 2024 and LTIP 2025) aimed at around 65 senior executives and key employees. The programme is based on the participants investing their own money in Systemair shares. For each investment share, Ta maximum of five performance shares may be awarded, representing a maximum of 538,500 shares (in total for both LTIP 2024 and LTIP 2025), approximately 0.2 percent of the total number of shares in issue. An additional 38,144 shares may be issued to compensate for any dividends paid during the period. Participants receive performance shares subject to continued employment and fulfilment of performance conditions. The performance conditions are based on the Systemair share's overall yield, organic growth, operating margin and sustainabilityrelated targets. Allocation of performance shares will take place after the publication of the interim reports for May–July 2027 and for May–July 2028, respectively.

The AGM 2022 and 2023 approved the issue of warrant programmes for senior executives. The warrants were transferred to the participants at a price corresponding to their market value, calculated via an external independent valuation based on an accepted valuation model (Black-Scholes). The programmes run for four years. During the reporting period, a total of 471,240 warrants, representing 165,448 newly issued shares, were exercised under LTIP 2022.

The subscription prices amount to SEK 58,30 for LTIP 2022 and SEK 77,50 for LTIP 2023.

Warrant programmes	**Number of warrants**	**Equivalent number of shares**	**Percentage of total no. shares**	**Redemption price**	**Redemption period**
LTIP 2023	357 500	357 500	0,2%	77,50	17 aug 2026 – 30 sep 2027
LTIP 2022	14 500	14 500	0,0%	58,30	17 aug 2026 – 30 sep 2026
Total	372 000	**372 000**			
Share-based incentive programmes	**Maximum number of investment shares**	**Maximum number of performance shares**			**Allocation date**
LTIP 2024	93 200	466 000	0,2%		Q1 2027 (Aug 2027)
LTIP 2025	14 500	72 500	0,0%		Q1 2028 (Aug 2028)
Total	107 700	**538 500**	**0,2%**		
Total		**910 500**	**0,4%**		

Shareholders' views and significant changes in the guidelines

As mentioned above the proposed guidelines to be presented at the AGM 2026 do not entail any material changes to the Company's existing remuneration guidelines. The Company has not received any material comments from shareholders on the existing guidelines for the remuneration of Senior Executives.

Skinnskatteberg, July 2026

Systemair AB (publ)

Board of Directors