



Remuneration report

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Introduction

This remuneration report contains information on the remuneration of Lamor's Board of Directors and CEO for the period 1 January–31 December 2024, and it is based on the recommendations of the Securities Market Association's Corporate Governance Code in force in Finland and the requirements of the Securities Markets Act and the Finnish Limited Liability Companies Act.

Lamor's remuneration policy

The remuneration of Lamor's governing bodies is based on the company's current remuneration policy, which was adopted in accordance with the advisory vote of Lamor's Annual General Meeting 2022.

The policy is valid for four years from its approval, and it will next be put to an advisory vote at the 2026 Annual General Meeting.

The Board of Directors may, at its discretion, submit the remuneration policy to the Annual General Meeting for advisory decision-making already before 2026.

The key objective of the remuneration policy is to promote:

- implementation of Lamor's strategy
- achieving Lamor's long-term financial targets
- favourable development of shareholder value
- individual accountability and fair remuneration

Remuneration report for 2024

This remuneration report for Lamor's governing bodies for the year 2024 presents how Lamor's Board of Directors and CEO were remunerated during the financial year 1 January–31 December 2024.

Reporting and remuneration practices have been based on Lamor's current remuneration policy. In addition, the recommendations of the new Finnish Corporate Governance Code, which entered into force on 1 January 2025, have been taken into account in the preparation of the report.

The remuneration report for 2024 will be presented at Lamor's Annual General Meeting 2025.

Shareholders' feedback on Lamor's remuneration policy and report

The proportion of shareholders who participated in the advisory vote on the remuneration policy at the Annual General Meeting 2022 corresponded to approximately 63.57 per cent of all shares and approximately 64.85 per cent of all votes in the company. 100 per cent of the votes cast were cast in favour of the Board's proposal. No votes were cast against the Board's proposal. The number of shares abstaining from voting corresponded to approximately 9.5 per cent of the shares represented at the meeting.

At Lamor's Annual General Meeting held on 26 March 2024, the General Meeting supported the adoption of the presented remuneration report for 2023 in the form proposed by the Board of Directors. The proportion of shareholders who participated in the advisory advance vote corresponded to approximately 70.06 per cent of all shares and approximately 71.46 per cent of all votes in the company. In the advance vote, 99.99 per cent of the votes cast were cast in favour of the Board's proposal. 0.01 per cent of the votes cast were cast against the Board's proposal. In line with shareholder feedback, the report contained more extensive information than before on the indicators and weights of the CEO's short-term performance-based remuneration and the level of long-term remuneration in relation to other remuneration. The earlier feedback has also been considered in the preparation of the remuneration report for 2024.

Lamor's Remuneration Report and Remuneration Policy are available on the company's website.

Summary of remuneration, financial year 2024

Remuneration principles for the financial year 2024

Lamor's remuneration in 2024 has been implemented within the framework of the company's remuneration policy and guided by its key objectives

The Remuneration Committee of Lamor's Board of Directors supervises the implementation of the remuneration policy and ensures that the remuneration of the company's governing bodies is carried out within the framework of the remuneration policy presented to the General Meeting.

The remuneration of the Board of Directors has been based on the resolutions of Lamor's General Meeting. In accordance with the proposal made by the Shareholders' Nomination Board to the Annual General Meeting 2024, it was resolved to keep the level and structure of the remuneration of the Board of Directors and the Board's committees at the level of the previous term of office.

Lamor's Board of Directors has decided on the CEO's remuneration and the grounds for it based on proposals prepared by the Remuneration Committee of the Board. In addition to the CEO's fixed remuneration, the Board of Directors has, in accordance with the proposals of the Remuneration Committee, decided on a variable salary component, including short- and long-term incentive plans, for the company's CEO, Group Leadership Team and other key employees.

Exceptions and clawbacks

During the financial year 2024, Lamor has not had a situation where it would have been necessary for the company to postpone, cancel, not pay in full or in part, or to recover any remuneration or incentives paid or unpaid to the Board of Directors or the CEO.

In the financial year 2024, the remuneration policy has been complied with, and no deviations from the policy have been made in any respect.

Development of Lamor's financial performance and remuneration

Over the past five years, Lamor's business has stabilised at a significantly higher level than in previous years.

Lamor was listed on Nasdaq Helsinki's First North Premier Growth Market marketplace in 2021 and transferred to the main list of Nasdaq Helsinki in November 2023.

The rapid change from a family business to a listed company to enable the continuing growth and the new requirements set by operating as a listed company have been reflected in the remuneration of the company's Board of Directors and CEO, but after certain increases implemented in connection with the listing, the changes in remuneration have levelled off.

In accordance with Lamor's remuneration policy and the CEO's remuneration implemented in line with it, a significant part of the remuneration of the company's CEO is linked to the company's financial performance and the favourable development of shareholder value, and therefore remuneration may vary significantly from one financial year to another.

The next page describes in more detail how Lamor's financial performance and remuneration have developed over the past five years and how performance metrics tied to the development of business and shareholder value are reflected in the company's actual remuneration.

Salaries and fees paid and Lamor Group's financial performance over a five-year period

The fixed annual fees paid to the Board of Directors remained at the same level in 2024 as in the previous year. The approximately 10% increase in remuneration was due to the higher number of Board meetings than in the previous year; both the monthly meetings in accordance with the updated charter in connection with the company's transition to the main list of the stock exchange, as well as the extraordinary Board meetings, which increased the amount of meeting fees paid.

In accordance with the principles of performance-based remuneration, a significant part of the CEO's remuneration is based on variable remuneration, i.e. short- and long-term incentives. Since these incentives are linked to business performance, result development affects the CEO's remuneration. The annual performance bonus paid to the CEO in 2024 from the short-term incentive plan was significantly lower than the annual bonus paid to the previous CEO in 2023. This was mainly because the financial result for the financial year 2023, which was the basis for payment, was weaker than in the previous year, both in terms of net sales and other performance indicators. In addition, the level of remuneration was affected by the fact that the remuneration terms and conditions of Johan Grön, who previously served as Lamor's Chief Operating Officer, were lower than those applicable in the role of CEO. Together, these factors led to a decrease in the CEO's remuneration of approximately 34% in 2024.

The remuneration of employees is not as variable as that of the CEO, as a significantly smaller part of their total remuneration is based on a variable salary component tied to performance indicators. However, the lower performance bonuses paid for the short-term incentive plan in 2024 also partly explain the 9% decrease in the average salary of a Lamor Group employee compared to the previous year.

Salaries and fees paid

The table shows the average remuneration of the board of directors and CEO, and the group's personnel fees and the group's financial development during the five previous financial periods 2020-2024.

All the board and CEO's fees have been paid by the parent company. Lamor Group averages the payers of wages and bonuses have also been other group companies worldwide.

EUR thousand, unless otherwise specified (IFRS)	2024	2023	2022	2021	2020
Chair of the Board of Directors	76	69	47	34	32
Change-%	10%	47%	38%	6%	10%
Other members of the Board, total	211	192	160	21	27
Change-%	10%	20%	662%	-22%	-31%
CEO, total	264	402	269	229	125
Change-%	-34%	49%	17%	83%	-46%
Average Lamor employee remuneration	32	36	32	26	16
Change-%	-9%	13%	22%	63%	-11%

Performance metrics for 2024

- Lamor's net sales and adjusted operating profit (adjusted EBIT) were common indicators for all participants in the short-term incentive plan
- In addition, the short-term incentive plan included other indicators related to the company's financial performance in 2024, success in operational functions and strategy implementation, as well as targets related to the achievement of sustainability targets.
- The performance metric of the long-term incentive plan for Lamor's management was the volume weighted average of Lamor's share prices.
- The impact of performance metrics on the remuneration of Lamor's CEO is described in additional detail in the section "Remuneration of the CEO in 2024" of this report.

Performance metrics

EUR thousand, unless otherwise specified (IFRS)	2024	2023	2022	2021	2020
Short-term incentive plan metrics					
Revenue, EUR million	114	123	128	52	46
Change-%	-7%	-4%	148%	13%	-5%
Adjusted EBIT, EUR million	6	11	13	3	3
Change-%	-44%	-13%	345%	-18%	-48%
Long-term incentive plan metrics					
Volume-weighted average of Lamor's share price, EUR*	1.9				
Change-%					

*The volume-weighted average of Lamor's share price has been the long-term incentive plan metric from 2024 on. Performance metrics for long-term incentive plans that expired before the financial year 2024 are no longer presented in the table above.

Remuneration of the Board of Directors in 2024

Basis for fees for Board work

According to the Finnish Limited Liability Companies Act, the General Meeting resolves on the fees to be paid to the members of the Board of Directors and their rationale. The remuneration of the Board of Directors in 2024 was based on two different resolutions of the Annual General Meeting:

- During the period 1 January-25 March 2024, the Board of Directors was paid meeting and annual fees as well as fees for committee work in accordance with the decision of the Annual General Meeting 2023 described in the Remuneration Report 2023. The proposal to the Annual General Meeting was made by the Shareholders' Nomination Board.
- During the period 26 March-31 December 2024, the Board of Directors was paid meeting and annual fees as well as fees for committee work in accordance with the decision of the Annual General Meeting 2024. The proposal to the Annual General Meeting was made by the Shareholders' Nomination Board.

In accordance with the resolution of the Annual General Meeting 2024, the fees for the Board of Directors have been as follows:

Annual fees for the Board of Directors

- Chair of the Board EUR 50,000
- Vice Chair of the Board EUR 45,000
- Other Board members EUR 20,000

Annual fees for the Board's committees

- Audit Committee: Chair EUR 10,000 and each member EUR 5,000
- Remuneration Committee: Chair EUR 5,000 and each member EUR 2,500

Board meeting fees

- Meeting fee for the members of the Board of Directors and the Chair of the Board EUR 1,000 for each Board meeting
- No separate meeting fee was paid for committee meetings

Outcome of the Board remuneration in 2024

The following table shows the annual Board and Board committee fees paid to the members of the Board of Directors, as well as the meeting fees, presented in thousands of euros (EUR thousand). The remuneration was paid in full in cash.

Board Member	Board	Audit Committee	Remuneration Committee	Meeting fees	Total
Mika Ståhlberg, Chair of the Board	50.0	5.0		21.0	76.0
Fred Larsen, Vice Chair of the Board	45.0			21.0	66.0
Nina Ehrnrooth, Member of the Board	20.0		4.4	21.0	45.4
Kaisa Lipponen, Member of the Board	20.0	5.0	2.5	19.0	46.5
Timo Rantanen, Member of the Board	20.0	10.0	3.1	20.0	53.1
Total, EUR thousand	155.0	20.0	10.0	102.0	287.0

In addition, reasonable accrued travel expenses and other potential costs related to Board and committee work have been reimbursed in accordance with the Company's travel policy.

Other financial benefits paid to the members of the Board of Directors in the financial year 2024

None of the Board members have had an employment relationship with the company in the financial year 2024. The members of the Board of Directors have not been included in the company's performance-based remuneration, and they do not have a supplementary pension, or other benefits arranged by Lamor.

In 2024, the members of the Board of Directors were paid consultancy fees for other than Board work as follows:

- Larsen Family Corporation Oy, a company controlled by Vice Chairman of the Board, Fred Larsen, was paid consultancy fees for other than Board work, totalling EUR 324,000 and based on a consulting agreement valid until further notice.

Remuneration of the CEO in 2024

Basis for the remuneration of the CEO

The basis for the remuneration of Lamor’s CEO in the financial year 2024 has been as follows:

- In accordance with the company’s remuneration policy, the remuneration of the CEO includes a fixed monthly salary, customary fringe benefits and valid incentives.
- In addition, the same principles apply to the remuneration of Lamor’s CEO and possible deputy CEO as to the remuneration of personnel.
- In 2024, Johan Grön has served as Lamor’s CEO.
- The company has not had a deputy CEO.

The CEO’s fixed salary component

Fixed salary for Lamor’s CEO, like for other members of the Group Leadership Team, consists of a fixed monthly salary and customary fringe benefits included in the reported fixed salary. In addition, the company has a medical expenses insurance, which also covers the company’s CEO.

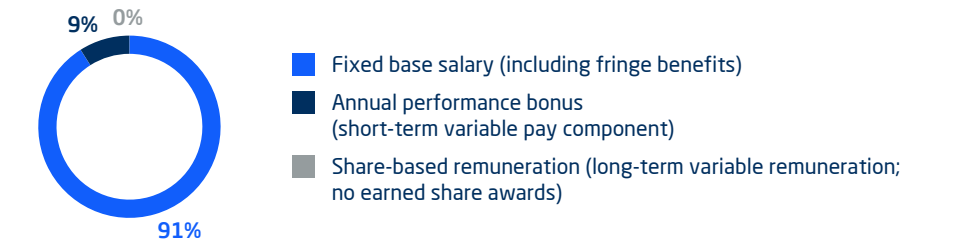
The pension benefits of the company’s CEO and other members of the Group Leadership Team are determined in accordance with the law and general practice. The company has not had any valid supplementary pensions for the CEO or other members of the Group Leadership Team.

The Board of Directors decides on possible annual revisions of the fixed salary component of the CEO. In 2024, no changes were made to the CEO’s contract signed in December 2023, or its terms and conditions.

The CEO’s notice period is six (6) months for both the CEO and the company. The CEO’s contract does not include a separate severance pay.

Division of the CEO’s remuneration into fixed and variable remuneration components in 2024

EUR thousand	FIXED SALARY	VARIABLE COMPONENTS		
	Fixed salary	Short-term incentives	Long-term share-based incentives	IN 2024 TOTAL*
CEO Johan Grön	240	24	0	264



*The presented remuneration of the CEO does not include the following remuneration disclosed in Lamor’s Remuneration Report for 2023: the short-term performance bonus earned by the company’s previous CEO based on the financial year 2023 and paid in the financial year 2024 or the salary from his notice period, which partly took place in 2024.

Fees due and payable in the financial year 2025

CEO Johan Grön has not earned any annual performance bonuses from the financial year 2024, which would be due and payable in the financial year 2025.

CEO does not have any valid stock options or earned share rewards.

Short-term incentive plan

Basis for the annual short-term incentive for the CEO

The company's key personnel, including the CEO and the members of the Group Leadership Team, are covered by the annual short-term incentive plan approved by the Board of Directors. The Board of Directors annually sets and evaluates the targets and metrics to be used in the plan for the participants, concerning both the company's financial result and the personal performance of each Group Leadership Team member. The targets may relate to the company's financial performance, success in operative functions and strategy implementation, and the achievement of sustainability targets. The weighting of the metrics may vary based on annually set priorities.

In accordance with LAMOR's remuneration policy, the Board of Directors determines the maximum amount of the short-term incentive opportunity for the CEO annually based on market practices and performance so that the level cannot exceed 100 per cent of their fixed annual salary. In 2024, the maximum earning level was 100 per cent. For other persons participating in the incentive plan, the maximum amount of the earning opportunity varies depending on their position and role in the organisation.

Targets and outcome of performance bonuses under the short-term incentive plan in 2024

The CEO's 2024 short-term performance indicators included targets for both the company's financial performance and personal performance.

Depending on the performance metrics, the actual results were based either on the thresholds set by the Board of Directors for numerical targets or on the achievement of the qualitative sub-targets set. Additionally, Next Leap development programme progress was subject to the discretion of the Board of Directors.

For the CEO Johan Grön, the weighting of the targets was divided into company-specific (80%) and personal (20%) targets, as presented in the table, and the Board confirmed that the CEO achieved the set targets in 2024 as follows:

Company's key performance metrics (KPIs) 2024	Target %	Outcome %
Revenue	20.0%	0.0%
Order intake	20.0%	0.0%
Adjusted EBIT	20.0%	0.0%
Personnel's employee experience (LIT index)	10.0%	0.0%
Sustainability targets (Business partner screening and risk mitigation)	10.0%	10.0%
Targets and outcome total	80.0%	10.0%

Johan Grön's personal KPIs 2024	Target %	Outcome %
Next Leap development programme progress	10.0%	5.0%
Group Leadership Team's employee experience (LIT index)	10.0%	0.0%
Targets and outcome total	20.0%	5.0%

Outcome of company and personal performance in 2024 in total		
Johan Grön		15.0%

As LAMOR's net result on the balance sheet date was below the minimum level defined in the terms and conditions of the short-term incentive plan, the Board of Directors decided that no annual bonuses will be paid to the CEO and the rest of the Management Team for the financial year 2024.

Long-term incentive plan

Performance Share Plan

The Board of Directors of Lamor Corporation Plc has resolved in February 2024 to establish a new share-based incentive plan for the company's key employees, including the members of the Group Leadership Team and the CEO. In the plan, the target group has an opportunity to earn Lamor's shares based on the performance criterion set by the Board of Directors.

The Performance Share Plan consists of one three-year performance period, covering the financial years 2024-2026. The performance criterion of the plan is tied to a volume weighted average of the share price and three (3) different thresholds set for it. The value of the rewards to be paid on the basis of the plan corresponds to a maximum total of 700,000 Lamor shares, including also the proportion to be paid in cash.

The table below describes the maximum earning potential of the CEO in relation to his fixed annual earnings. The calculation is based on the value of the reward shares at the time each individual threshold is reached.

Volume-weighted average of Lamor's share price	Gross reward (shares, pcs)	Gross reward (reward value, €)	% of fixed annual earnings*	Estimated net reward (shares, pcs)	Estimated net reward (reward value, €)	% of fixed annual earnings*
Threshold 1: 5.00 €	120,000	600,000 €	250%	60,000	300,000 €	125%
Threshold 2: 6.25 €	20,000	125,000 €	52%	10,000	62,500 €	26%
Threshold 3: 7.50 €	20,000	150,000 €	63%	10,000	75,000 €	31%
Total	160,000	875,000 €	365%	80,000	437,500 €	182%

*Calculated in relation to the CEO's actual earnings level in 2024, as presented in this report, including a fixed monthly salary and fringe benefits.

Terms and conditions of payment of share-based rewards and transfer restrictions

The potential rewards of the current long-term share-based incentive plan may be paid during the financial years 2025–2027 at the earliest 12 months after the granting of the rewards and, in the case of the highest threshold value, in 2027, after the end of the performance period.

The share-based incentives are primarily paid partly in Lamor's shares and partly in cash to cover taxes and social security expenses. The Board of Directors may decide whether the share portion of the rewards will be paid with shares held by the company or with new shares to be issued, within the limits of the authorisations granted to the Board by the General Meeting.

As a rule, no rewards related to long-term incentive plans will be paid if the thresholds for performance indicators set by the Board of Directors are not reached, or if the participant's employment or director contract ends before the reward payment.

The terms and conditions of the plan include possible transfer restrictions for the CEO and the members of the Management Team in relation to their fixed annual salary in the year preceding the reward payment. For the CEO, the transfer restriction has corresponded to twelve (12) months' salary and for the rest of the Group Leadership Team, to six (6) months' salary.

Earned long-term share rewards

The threshold values set by the Board of Directors for the current plan were not yet reached during the financial year 2024. At the end of the reporting period on 31 December 2024, the CEO or other members of the Group Leadership Team did not have any share-based rewards to be paid on the basis of the company's long-term performance-based incentive plans due to the expiry of the previous long-term performance-based incentive plans covering the financial years 2022-2024 and 2023-2025 without any payment of rewards.

Programme period	Performance target	Weight	Outcome	Payment year
PSP 2024-2027	Volume-weighted average of Lamor's share price 2024-2026 (3 different thresholds)	100%, divided as follows: Threshold 1: 75% Threshold 2: 12.5% Threshold 3: 12.5%	0 (Performance period continues)	No payment in 2024; Payment of rewards possible in financial years 2025-2027, depending on the achievement of the thresholds
PSP 2023-2025	Earnings per share (EPS, adjusted), 2023	100%	0	No payment in 2026
PSP 2022-2024	Earnings per share (EPS, adjusted), 2022	100%	0	No payment in 2025