

Remuneration report 2021

REMUNERATION REPORT 2021

Remuneration Report sets out how Fellow Finance Plc (“Fellow Finance”) has implemented its remuneration practices in 2021 and presents the remuneration and other financial benefits paid to the members of the Board of Directors, Group’s CEO and the Management Team during the year.

DECISION-MAKING PROCESS ON REMUNERATION

The Annual General Meeting decides on the remuneration of the members of the Board of Directors. The Shareholders' Nomination Board prepares and presents to the Annual General Meeting a proposal on the members of the Board of Directors and the remuneration principles in accordance with the Nomination Board's rules of procedure.

The company has not considered it necessary to establish a separate Board Remuneration Committee. The duties of the committee are performed by the Board in accordance with the rules of procedure approved by the Board.

The Board of Directors appoints the CEO and decides on the remuneration to be paid to the CEO and other terms of the CEO agreement. The Board of Directors appoints the members of the Company's Management Team. The CEO prepares proposals for the Board on the remuneration of the members of the Management Team, except for himself. The Board also elects and dismisses the members of the Management Team.

The Board decides on short-term and long-term incentive schemes.

KEY PRINCIPLES OF REMUNERATION

BOARD OF DIRECTORS

In 2021, the Annual General Meeting decided on March 31, 2021 on the election and remuneration of the members of the Board of Directors. The members of the Board are paid an annual fee of EUR 15,000 and the Chairman of the Board EUR 20,000.

CEO

The Board of Directors decides on the remuneration of the CEO. The CEO's remuneration consists of a fixed amount of the total salary, including fringe benefits. The CEO can be paid short-term an amount equal to a maximum of six months' salary as a bonus under the incentive scheme, the grounds for which are agreed in more detail each year by the Board of Directors and the CEO.

The CEO is entitled to a statutory pension and the retirement age is determined by the statutory under the occupational pension scheme. The CEO is entitled to four months' notice severance pay and a separate severance pay equivalent to 3 months' total pay if the company terminates the CEO agreement.

The fixed salaries paid to Fellow Finance's CEO in 2021, including fringe benefits, were EUR 189.640,00. No other fees have been paid.

MANAGEMENT TEAM (EXCLUDING THE CEO)

The Board of Directors decides on the remuneration of the Management Team. The remuneration of the management team consists of a fixed total salary, including any fringe benefits, as well as a long-term incentive program.

The members of Fellow Finance's Management Team participated in the key personnel stock option program introduced on October 20, 2020. The subscription period for the shares to be subscribed for with the stock options is March 1, 2024 - May 1, 2025. The share subscription price with stock options is € 3.75. The members of the Management Team (excluding the CEO) were granted 15.000 stock options, which entitle to subscribe for the same number of shares.

No separate signing fees or engagement bonuses are paid to members of the Management Team. The notice periods for members of the Management Team are a minimum of one month and a maximum of six months. No separate severance pay has been agreed for the Management Team.

Except for the CEO, the salaries and fees paid by the members of Fellow Finance's Management Team including fringe benefits in 2021 totaling EUR 354.875,08 (the figure includes the salaries and fringe benefits of the members of the Management Team for the period they have been members of the Management Team).