

Remuneration Report

2025



Content

CONTENT.....	2
1 INTRODUCTION.....	3
2 BUSINESS PERFORMANCE IN 2025.....	3
3 TOTAL REMUNERATION FOR EXECUTIVE MANAGEMENT IN 2025	5
4 SHARE BASED INCENTIVES	7
5 REMUNERATION TO THE BOARD OF DIRECTORS IN 2025	8
6 COMPARISON BETWEEN REMUNERATION OF EXECUTIVE MANAGEMENT, THE BOARD OF DIRECTORS AND AVERAGE REMUNERATION OF EMPLOYEES.	10
7 SHARES HELD BY BOARD OF DIRECTORS	12
8 DEVIATIONS FROM THE REMUNERATION POLICY.....	13
9 STATEMENT OF THE BOARD OF DIRECTORS ON REMUNERATION REPORT	14
10 INDEPENDENT AUDITOR'S STATEMENT ON REMUNERATION REPORT	15

1 Introduction

In 2018 NNIT A/S' (NNIT or the Company) Board of Directors established a Remuneration Committee with responsibility to oversee the remuneration structure of the Executive Management and the Board of Directors. The Remuneration Committee is committed to ensure that the total remuneration offered provides appropriate incentives to meet and promote the interests and long-term sustainability of NNIT and NNITs strategy. The total remuneration must be reasonable and competitive to relevant benchmarks.

The Remuneration Committee makes recommendations to the NNIT Board of Directors who is overall responsible for the remuneration structure and actual remuneration.

The Remuneration Committee is committed to maintaining a high level of transparency of remuneration paid to the Board of Directors and the Executive Management and how remuneration is linked to the performance of the Company and the interests of its shareholders in conformance with the Company's Remuneration Policy.

The Remuneration Report for 2025 is based on the Remuneration Policy, adopted at the Annual General Meeting in March 2024.

2 Business Performance in 2025

2025 has been a year defined by disciplined execution amid global uncertainties and a challenging business climate. While we achieved important progress in operational efficiency, innovation, and customer trust, the year also brought unexpected late headwinds that affected our overall financial results. Project postponements – particularly in parts of our US business and segments of our European markets – resulted in lower revenue growth and profitability than originally anticipated.

Even so, our underlying business fundamentals remain strong. Throughout the year, we strengthened operational discipline, advanced our AI-powered initiatives, and solidified key customer relationships across life sciences and the Danish public sector. Despite the softer financial outcome, the progress made across our regional segments and internal transformation efforts clearly positions NNIT for renewed growth and improved profitability in the years ahead.

2.1 Performance under the Short-Term Incentive Program

The targets set out in the Short-Term Incentive Program for 2025 are based on three Common KPIs supporting the focus on Results, Customers and People and two regional KPIs designed to reward regional growth.

The KPIs are designed to achieve company performance with a short-term perspective in line with principles of the Company Remuneration Policy.

Achievement of targets is assessed by the Remuneration Committee and approved by the Board of Directors. In 2025, the performance on targets set for Customers hit the maximum threshold, while People hit the target. However, both financial targets were below threshold values triggering the cliff clause resulting in zero payout on the STIP.

KPIs	Weight	Achievement
EBIT after special items	50%	0%
Group Revenue	25%	0%
EvalGo score	12,5%	12,5%
Unmanaged Attrition	12,5%	6,25%
Total achievement		0%

2.2 Performance under the Long-Term Incentive Program

In 2025, the allocation under the Long-Term Incentive Program (EBIT and Revenue) was also affected by a financial performance below threshold. As with the Short-Term Incentive Program there also will not be a payout from the LTIP 2025.

KPIs	Weight	Achievement
EBIT after special items	75%	0%
Revenue	25%	0%
Total allocation compared to target allocation		0%

3 Total remuneration for Executive Management in 2025

Total remuneration of Executive Management for the financial year 2025 and the four preceding financial years are detailed below.

In June 2021 Pär Fors replaced Per Kogut as CEO of NNIT, who remained under contract until end of May 2022.

On December 1, 2022, Carsten Ringius replaced Pernille Fabricius as CFO. The 2022 numbers for Carsten are for December only.

As the reporting requirements in the financial statements in the Company's Annual Report are slightly different than the requirements for the Remuneration Report, a difference in numbers when comparing the Annual Report with the Remuneration Report will occur.

Components Number shown in tDKK	Pär Fors CEO from 14 June 2021				
	2025	2024	2023	2022	2021
Base Salary	5.303	5.156	5.006	4.872	2.627
STIP - Cash bonus	-	-	3,286	1.535	1.300
One time bonus	1.335	-	3.362	1.216	-
LTIP – Share value	-	-	1.724	0	178
LTIP – vested shares	157				
Severance payment	-	-	-	-	-
Retention Program Shares	-	-	-	-	-
Pension	-	-	-	-	-
Benefits	260	270	287	208	91
Total	7.055	5.426	13.665	7.831	4.196

The total remuneration earned by Pär Fors in 2025, was 7.055 tDKK.

The base salary amounted to DKK 5.303tDKK (75% of the total remuneration in 2025) and the cash bonus (STIP) amounted to 0 tDKK (0 % of the total remuneration in 2025). Payout from the LTIP 2021 program was 157tDKK (2,2% of the total remuneration in 2025) The fixed remuneration accounts for 79 % of the CEO's total remuneration, and the variable for 21%.

Components Numbers shown in tDKK	Carsten Ringius CFO from 1 December 2022			
	2025	2024	2023	2022
Base Salary	2.610	2.490	2.400	200
STIP - Cash bonus	-	-	782	31
One time bonus	550	-	-	-
LTIP – Share value	-	-	615	-
Severance payment	-	-	-	-
Sign-on shares	-	-	-	-
Pension	392	374	360	30
Benefits	153	150	165	13
Total	3.705	3.014	4.322	274

The total remuneration earned by Carsten Ringius in 2025, was 3.705 tDKK. The base salary amounted to DKK 2.610 tDKK (70 % of the total remuneration in 2025) and the cash bonus (STIP) amounted to 0 tDKK (0 % of the total remuneration in 2025). The fixed remuneration accounts for 85% of the CFO's total remuneration, and the variable for 15%.

No payment from other group-related companies has been made to members of Executive Management.

4 Share based incentives

4.1 Long-Term Incentive Program

Below is an overview of shares/cash allocated for performance in 2025 under the Long-Term Incentive Program for Executive Management and the four preceding years. The bonus will vest and be released to the participants after expiry of the 3-year vesting period.

Consequently, shares/cash allocated under LTIP 2025 will be released to the participants in 2029 upon publication of the annual report for 2028. However, since no shares/cash is allocated under LTIP 2025, then none will be released.

Shares/cash allocated under the Long-Term Incentive Program is subject to claw back during the vesting period. Claw back has not been applied to shares under the Long-Term Incentive Program released in 2025.

LTIP - CEO	Pär Fors CEO from 14 June 2021				
	2025	2024	2023	2022	2021
Number of shares	0	0	16.425 ¹	0	1.942 ¹
Share price at allocation – DKK	-	-	104,98	-	91,38
Value at allocation - tDKK	0	0	1.724	0	178

LTIP - CFO	Carsten Ringius CFO from 1 December 2022			
	2025	2024	2023	2022
Number of shares	0	0	5.863	0
Share price at allocation – DKK	-	-	104,98	-
Value at allocation - tDKK	0	0	615	0

1) No share allocated. Payout in cash.

1.942 shares at a total value of 157.476,78 DKK have vested in 2025 for the current Executive Management. Per agreement Pär Fors received a cash payment instead of shares.

The Board does not participate in the LTIP program.

5 Remuneration to the Board of Directors in 2025

The Chairmanship and the members of the various Board committees receive a multiple of the base fee for their extra work in addition to the below-mentioned base Board fee. Employee-elected board members' remuneration pursuant to their employment is not covered by this report.

Remuneration of the Board of Directors

Chairman (3 * base fee)	DKK 900.000
Vice chairman (2 * base fee)	DKK 600.000
Ordinary members (base fee)	DKK 300.000
Chairman of the Audit Committee (additional 2/3 * base fee)	DKK 200.000
Member of the Audit Committee (additional 1/3 * base fee)	DKK 100.000
Chairman of the Remuneration Committee (additional 1/3 *base fee)	DKK 100.000
Member of the Remuneration Committee (additional 1/6*base fee)	DKK 50.000
Travel allowance (for members residing outside Denmark)	DKK 18.500

Total remuneration of the Board of Directors for the financial year 2025 and the four preceding financial years is detailed below.

In general the Board is only paid the above fixed fees, however, the Company may also pay social security duties and other taxes imposed by authorities outside of Denmark in relation to the Board members' fees. No such duties were paid in 2025.

No payment by other group related companies has been made to members of the Board of Directors in their capacity as board member in NNIT.

Board of Directors 2023-2025 Table 1 of 2 tDKK	2025				2024				2023			
	Base fee	Fee for Committee work	Travel	Total	Base fee	Fee for Committee work	Travel	Total	Base Fee	Fee for ad hoc tasks and Committee work	Travel	Total
Carsten Dilling (Chairman)	900	50	-	950	900	50	-	950	900	50	-	950
Eivind Kolding (Vice Chairman and Chairman of RC)	600	100	-	700	600	100	-	700	450	100	-	550
Christian Kanstrup	300	150	-	450	300	150	-	450	300	125	-	425
Caroline Serfass	300	-	93	393	300	-	93	393	300	-	74	374
Nigel Govett (Chairman of AC)	300	200	-	500	300	180	-	480	300	75	-	375
Jan Winther	300	-	-	300	240	-	-	240	-	-	-	-
Dorte Broch Pedersen	300	-	-	300	300	-	-	300	212	-	-	212
Kim Høyer	300	-	-	300	300	-	-	300	212	-	-	212
Frederik S. Willumsen	300	-	-	300	300	-	-	300	-	-	-	-
Former BoD members	-	-	-	-	61	41	-	102	778	150	-	928
TOTAL - tDKK	3.600	500	93	4.193	3.601	521	93	4.215	3.452	500	74	4.026

Board of Directors 2021-2022 Table 2 of 2 tDKK	2022				2021			
	Base fee	Fee for Committee work	Travel	Total	Base fee	Fee for Committee work	Travel	Total
Carsten Dilling (Chairman)	900	50	-	950	900	50	-	950
Eivind Kolding (Vice Chairman and Chairman of RC)	412,5	118,5	-	531	300	125	-	425
Christian Kanstrup	300	113	-	413	300	75	-	375
Caroline Serfass	300	-	74	374	300	-	19	319
Nigel Govett	225	56	-	281	-	-	-	-
Jan Winther	-	-	-	-	-	-	-	-
Dorte Broch Pedersen	-	-	-	-	-	-	-	-
Kim Høyer	-	-	-	-	-	-	-	-
Frederik S. Willumsen	-	-	-	-	-	-	-	-
Former BoD members	1.312,5	162,5	-	1.475	1.650	200	0	1.850
TOTAL - tDKK	3.450	500	74	4.024	3.450	450	19	3.919

6 Comparison between remuneration of Executive Management, the Board of Directors and average remuneration of employees

Pursuant to the corporate governance regulation a comparison between i) the yearly change in the remuneration of Executive Management and of the Board of Directors, ii) the yearly change in the company's results and iii) the yearly change in the average remuneration of employees of the company must be made.

The average remuneration per employee is shown as the average salary per FTE (Full Time Equivalent Employee) in Denmark (NNIT A/S) as the Executive Management is employed in NNIT A/S and paid in DKK.

The average remuneration of FTEs in the company includes salary, bonuses, and all other benefits paid by NNIT A/S.

Yearly change in Remuneration for the Executive Remuneration ¹	2025 Change	2024 Change	2023 Change	2022 Change	2021 Change
Pär Fors (CEO)	30% ³	-60,3%	174%	1%	-
Per Kogut (former CEO)	-	-	-	0,3%	8%
Carsten Ringius (CFO)	22,9% ³	-30,3%	31,4%	-	-
Pernille Fabricius (former CFO)	-	-	-	10% ²	-38%

1) Yearly change is calculated on the basis of annualized amount.

2) Increase due to no LTIP in 2022 and higher payout on STIP in 2023.

3) Primary reason for change from 2024 to 2025 for CEO and CFO is due to a one time bonus.

Yearly change in Remuneration (annual fee) for the Board of Directors	2025 Change	2024 Change	2023 Change	2022 Change	2021 Change
Carsten Dilling (Chairman)	0%	0%	0%	0%	19%
Eivind Kolding (Vice Chairman and Chairman of RC)	0%	27,3%	3.6%	25%	0%
Christian Kanstrup	0%	5,9%	2.9%	10%	0%
Caroline Serfass	0%	5,1%	0%	0%	0%
Nigel Govett (Chairman of AC)	4,2%	28%	0%	-	-
Jan Winther	25% ¹	0%	-	-	-
Dorte Broch Pedersen	0%	0%	0%	-	-
Kim Høyer	0%	0%	0%	-	-
Frederik Sparre Willumsen	0%	0%	0%	-	-

1) Entered board mid-2024, hence the increase.

Yearly change in average remuneration of FTEs in NNIT A/S	2025 Change	2024 Change	2023 Change	2022 Change	2021 Change
Change in average remuneration	2%	5%	7%	-3%	1%

Result of the Company	EBIT (mDKK) ¹	Yearly change	Revenue (mDKK) ²	Yearly change
2025	94	-20%	1.788	-3%
2024	117	0%	1.851	7%
2023	116 ²	90%	1.728 ²	-41%
2022	61	-57%	2.951	3%
2021	142	-14%	2.877	2%

1) EBIT is calculated before special items and M&A corrections plus eventual gains/losses from hedging

2) Development impacted by the divestment of the infrastructure operations (Aeven)

7 Shares held by the board of directors & Executive management

Executive management	Shares held
Pär Fors	3.500
Carsten Ringius	0

Board Member	Shares held
Carsten Dilling – Chairman	8.140
Eivind Kolding – Vice Chairman	7.950
Caroline Serfass	0
Christian Kanstrup	3.000
Nigel Govett	0
Jan Winther	3.902
Dorte Broch Pedersen	0
Frederik Sparre Willumsen	24
Kim Høyer	168

8 Deviations from the Remuneration Policy

There have been no deviations from the Remuneration Policy in 2025.

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9 Statement of the Board of Directors on Remuneration Report

The Board of Directors has today considered and adopted the Remuneration Report of NNIT A/S for the financial year 2025.

The Remuneration Report is prepared in accordance with section 139 b of the Danish Companies Act.

The Remuneration Report is submitted to the General Meeting for an indicative vote.

Copenhagen, 5 February 2026

Board of Directors

**Carsten Dilling
(Chairman)**

Eivind Kolding

Caroline Serfass

Christian Kanstrup

Jan Winther

Nigel Govett

Dorte Broch Pedersen

Kim Høyer

**Frederik Sparre
Willumsen**

10 Independent Auditor's Statement on Remuneration Report

Independent Auditor's Statement on Remuneration Report

To the shareholders of NNIT A/S

As agreed with the Company's Board of Directors, we have examined that the Remuneration Report for NNIT A/S for the financial year 2025 includes the disclosures required by section 139 b(3) of the Danish Companies Act.

The degree of assurance we express in this report is reasonable.

Board of Directors' responsibilities for the Remuneration Report

The Board of Directors is responsible for the preparation of the Remuneration Report in accordance with section 139 b(3) of the Danish Companies Act and the Remuneration Policy dated 14 March 2024 as adopted by the Annual General Meeting.

The Board of Directors is also responsible for such internal control that the Board of Directors determines is necessary to enable the preparation of the Remuneration Report that is free from material misstatement, whether due to fraud or error.

Auditor's independence and quality control

We have complied with the independence and other ethical requirements of the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code), which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour, as well as ethical requirements applicable in Denmark.

EY Godkendt Revisionspartnerselskab applies International Standard on Quality Management 1, ISQM1, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Auditor's responsibilities

Our responsibility is to express a conclusion on Remuneration Report based on our examinations. We conducted our examinations in accordance with ISAE 3000 *Assurance Engagements Other than Audits or Reviews of Historical Financial Information*, and additional requirements under Danish audit legislation to obtain reasonable assurance for purposes of our conclusion.

As part of our examinations, we performed the below procedures:

- ▶ We have verified that the Remuneration Report includes the information on remuneration for each individual member of the Board of Directors and Executive Board as required by section 139 b(3), item 1-6 of the Danish Companies Act.

In our opinion, the examinations performed provide a sufficient basis for our opinion.

Independent Auditor's Statement on Remuneration Report, continued**Conclusion**

In our opinion, the Remuneration Report, in all material respects, includes the disclosures required by section 139 b(3) of the Danish Companies Act.

Copenhagen, 5 February 2026
EY Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28

Mikkel Sthyr
State Authorised
Public Accountant
mne26693

Thomas Steen Andersen
State Authorised
Public Accountant
mne47810