

## **Proposal by the board of directors of MAG Interactive AB (publ) regarding a resolution to adopt guidelines for remuneration for the CEO and executive management – item 15**

These guidelines for remuneration shall be applied to the executive management team of MAG Interactive AB (publ) (the "**Company**"). Remuneration to the executive management team shall be in accordance with market standards, in order to secure the Company's ability to attract and maintain competent leaders. Remuneration shall be based on the individual's position, responsibilities and performance. The total remuneration for the executive management team shall consist of a fixed salary, long term incentives and other benefits, such as non-monetary benefits, as well as pensions and insurances.

### **Fixed Salary**

Fixed salary shall be in accordance with market standards and based on the responsibilities of the member of the executive management team.

### **Long-term incentive program**

The Company's culture advocates long-sightedness and a spirit of taking responsibility and shareholding. Therefore, the board has proposed that the annual general meeting resolves on a long-term incentive program.

### **Non-monetary benefits**

Non-monetary benefits may be offered in accordance with the customary rules in each country. These benefits shall not constitute a substantial part of the total remuneration

### **Remuneration after employment has ended**

Pensions shall be formed in such a way that they are in accordance with market standards and reflects normally accepted levels and customs in the country where the member of the executive management team is employed.

### **Termination**

Notice of termination for the CEO and other members of the executive management team shall be 6 months.

In addition, the members of the executive management team are bound to a non-compete clause and a non-solicitation clause applicable for 12 months after terminated employment, where the Company has agreed to indemnify the months where a member of the executive management team was unable to accept a competing offer.

### **Deviation from the principles for remuneration**

The board may, under special circumstances, deviate from these principles.

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Stockholm, November 2018  
MAG Interactive AB (publ)  
*The Board of Directors*