

NEXT Biometrics Group ASA

Annual Remuneration Report 2024

1 CONTEXT FOR THE REMUNERATION REPORT

This Remuneration Report describes the principles for the remuneration of the members of the Board of Directors (the Board), the Chief Executive Officer (CEO) and of the members of Executive Management Team of NEXT Biometrics Group ASA (NEXT), and how these principles have resulted in actual remuneration. The Remuneration Policy is designed to attract, retain and motivate the Board members, the CEO and the Executive Management Team at a competitive level. Remuneration is designed to align the interests of the executives with those of the shareholders. The Remuneration Report complies with the requirements defined in the Norwegian Public Limited Companies Act § 6-16a and 6-16b.

REMUNERATION COMMITTEE

The Board has a Remuneration Committee consisting of two Board members (Odd-Harald Hauge (Chair) and Siri Gornæs Børsum). This committee has been established to ensure that remuneration arrangements support the strategy of the business and enable the recruitment, succession planning and leadership development, and motivation and retention of senior executives. It needs to comply with the requirements of regulatory and governance bodies and satisfy the expectations of shareholders. We value ongoing dialogue with our shareholders and other stakeholders to ensure that our Remuneration Policy remains fit for purpose and helps drive execution of NEXT's strategy.

Further, the committee shall ensure that the overall organizational structure is set up to deliver on the company's strategy going forward.

The Committee has in 2024 focused on:

- Discussing the performance achievement in 2024 as well as reviewing the NEXT's short-term and long-term incentive plans.
- Reviewing the peer group used for benchmarking of executive remuneration.

2 REMUNERATION OF THE BOARD

The remuneration of the Board members in 2024 is not performance based but based on a fixed annual fee. None of the shareholder-elected Board members have pension schemes or termination payment agreements with the company. The Board of Directors is a part of the company's long-term incentive program with option awards to individual board members in 2019, 2020 and 2022 (NEXT stock options program). The General Meeting decides the remuneration of the Board and the sub-committees. The Nomination Committee proposes the remuneration of the Board to the General Meeting and ensures that it reflects the responsibility of its members, and the time spent on Board work. The Board must approve any Board member's consultancy work for the company and remuneration for such work. Information about all remuneration paid to individual Board members is provided in Note 19 in the NEXT 2024 annual report.

The development of the fixed fee remuneration for the Board of Directors can be found in table 1. The fixed fee remuneration for the Board of Directors has remained unchanged in the 2020-2024 period.

Table 1 - Board and committee fee levels 2020-2024

Amounts in NOK 1000	2024	2023	2022	2021	2020
Chairman of the board	500	500	500	500	500
Board member	200	200	200	200	200
Audit committee, Chair	-	-	-	-	-
Audit committee, member	-	-	-	-	-
Remuneration committee, Chair	-	-	-	-	-
Remuneration committee member	-	-	-	-	-
Nomination committee, chairman	30	30	30	30	30
Nomination committee, member	20	20	20	20	20

Notes:

Reflects remuneration paid to board and committee members from May 2020 to May 2021 (2020), May 2021 to May 2022 (2021), May 2022 to May 2023 (2022), May 2023 to May 2024 (2023) and May 2024 to May 2025 (2024).

The Board of Director's holdings of shares in the NEXT as per 31 December 2024 can be found in Note 18 in the NEXT 2024 annual report.

The Board of Director's holdings of options in the NEXT as per 31 December 2024 and changes during 2024 is provided in table 2 below. None of the currently outstanding board of directors share options are subject to a holding period or performance conditions. As per 31 December 2024, all the options issued to the board members have vested.

Table 2 - Overview of board of directors holding of stock options as per 31 December 2024

	Accumulated quantity options OB, 1 Jan 2024	Granted options	Expired/ adjusted options	Exercised options	Average exercise price - A	Accumulated quantity options CB, 31 Dec 2024	Average exercise price - B
Odd Harald Hauge, Chairman	200 000	-	-	-	-	200 000	2,49
Petter Fjellstad	1 030 000	-	-	-	-	1 030 000	2,66
Emine Lundkvist	230 000	-	-	-	-	230 000	3,26
Siri Gornæs Børsum	200 000	-	-	-	-	200 000	4,89
Total	1 660 000	0	0	0		1 660 000	

A - Average exercise price for options exercised during the financial year (amounts in NOK)

B - Average exercise price for quantity of options by the end of the financial year (amounts in NOK)

3 REMUNERATION OF EXECUTIVE PERSONNEL

The Executive Management received an annual remuneration in accordance with the Remuneration Policy, which may consist of the following fixed and variable remuneration components:

- Base salary
- Pension
- Contribution in kind/benefits
- Performance-based and/or sales incentive bonus
- Long-term incentive plan (option program)

The remuneration package of the Executive Management is guided by our Policy and are set to support business needs with a clear link to the business strategy and shareholders' interests.

Members of the Executive Management do not receive any additional fees from participation in committees or other internal Board positions within the NEXT Biometrics Group.

Members of the Executive Management in 2024 are Ulf Ritsvall (CEO), Eirik Underthun (CFO), Marcus Lauren (Chief Product Officer), Digvijay Singh Kanwar (SVP Head of Sales IUEA) and Joshua Chui (SVP Head of Sales South-East Asia).

FIXED PAY – BASE SALARY

Base salary levels are determined considering the nature of the individual role, individual considerations, the market positioning, and remuneration conditions at NEXT Biometrics. The base salary is reviewed annually to ensure that it is set at the right level and potential annual percentage increases are aligned with those of employees in general, except in specific circumstances. The CEO base salary is determined by the Board. Adjustment of the base salaries for other senior executives is decided by the CEO with input from the Board.

During 2024 there were no extraordinary pay /remuneration items relating to Executive Management compensation.

FIXED PAY – PENSION

Pension for NEXT employees and executive management that are located in Norway is based on a defined contribution plan, which is capped at twelve times the National Insurance scheme basic amount (12G) for all employees including the executive management. Still, the CEO is entitled to a pension benefit of 15% of annual target salary (base salary plus bonus). The CEO's pension benefits for the salary and bonus amount is paid out on a monthly basis (unfunded defined contribution plan) and is included in the base salary category in NEXT remuneration reporting.

VARIABLE PAY – BONUS

The company's bonus system is designed to promote performance in line with the company's strategy. The bonus for the CEO and Executive Management Team, is determined by a qualitative assessment of the company's performance on a set of key performance indicators (KPIs) and Company Priorities, which include financial KPIs, product development, design wins, sales and marketing initiatives that are critical for the company's future success. The bonus is awarded annually (one-year) based on

achieved performance. The financial KPIs include revenues, adjusted gross margin and adjusted EBITDA. See section Alternative performance measures in the NEXT 2024 annual report for definitions of NEXT's adjusted performance metrics.

The resulting financial KPIs and Company Priorities status are assessed by the Remuneration Committee in the process of deciding the final bonus outcome. Accordingly, the committee may exercise its discretion to decide the final bonus outcome upwards or downwards. NEXT's financial KPIs for 2024 includes total revenues, Adjusted gross margin and Adjusted EBITDA. The CEO has maximum bonus potential corresponding to 100 percent of salary. For other members of Executive Management Team, the maximum bonus varies from 0 percent to 30 percent of base salary. There is currently no bonus program agreed for employees outside the Executive Management team. The CEO and CFO were not awarded any bonus during 2024. However, SVP Head of Sales IUEA and SVP Head of Sales South-East Asia were awarded sales incentive bonus in 2024. No other members of the Executive Management team were awarded a bonus. In general, the CEO bonus award is based on the recommendation from the Remuneration Committee, which performs a qualitative assessment of overall company performance, increase in number of design wins and new customer contracts/purchase orders.

Performance achievement in 2024 can be summarized by an increase in revenues from NOK 34.4 million in 2023 to NOK 71.6 million in 2024 and an improvement in Adjusted gross margin from 33% in 2023 to 55% for 2024. The adjusted EBITDA in 2024 was NOK -35.1 million relative to NOK -43.7 million in 2023.

OTHER PAY - LONG-TERM INCENTIVE PLAN

In line with our Policy, Executive Management and key employees received annual grants under the long-term incentive plan in 2024 in the form of stock options. The total reported remuneration to members of the Executive Management for 2024 can be found in table 3, which also includes the annual grant value of share-based long-term incentive awards during 2024.

The 2020, 2021 and 2022 Employee Stock Option Plan are fully vested. Further, the 2023 Employee Stock Option Plan has a vesting period of three years followed by an exercise period up and until June 2028. The 2024 Employee Stock Option Plan have a vesting period of three years followed by an exercise period up and until June 2029. The NEXT option plans are described in Note 18 in the NEXT 2024 annual report.

The Remuneration Report and the company's Annual Report 2024 utilizes the same methodology for calculating and reporting the value of granted options and compensation cost.

There is no capping of the maximum total payment that can result from the exercise of employee stock options. Moreover, there is no possibility for the company to reclaim remuneration that are paid out that results from the exercise of employee stock options. Still, there is a possibility to cancel any unexercised stock options following summary dismissal of an Option Holder's employment for Cause due to gross breach of duty or other serious breach of the contract of employment in accordance with section 15-14 of the Norwegian Working Environment Act. No base salary, bonus or long-term incentive plan awards from previous years have been clawed back from members of the Executive Management team. Members of the company's options program will keep vested options after the date that they have terminated their employment in the company. Still, the options of former employees need to be exercised 6 months after they have left the company given that they have had the opportunity to participate in two option exercise rounds.

OTHER TERMS AND BENEFITS

The CEO has a 6-month mutual notice period. The other members of the NEXT Executive Management have 3 months mutual notice period. Executives receive non-monetary benefits such as mobile phones/subscriptions, broadband etc. aligned with local practice. The below table shows the remuneration for the executive management team in NEXT Biometrics for 2020, 2021, 2022 and 2023 and 2024. The bonus column reflects paid bonus during the period.

Peter Heuman resigned from his position as CEO in the company effective from 30 September 2023, and he was replaced by Ulf Ritsvall, who previously was SVP Sales and Marketing, from 1 October 2023.

Table 3 - Executive remuneration 2020-2024

NOK 1 000		Fixed remuneration			Variable remuneration	Long-term incentive plan		
		Salary	Other benefits	Pension cost	Bonus	Fair value granted options	Total remuneration	Proportion of fixed and variable remuneration
	2024	2 960	65	-	1 509	1 939	6 472	76% /23%
	2023	2 130	19	-	100	1 650	3 900	97% / 3%
	2022	1 706	2	-	-	1 402	3 110	100% / 0%
	2021	366	5	-	-	180	551	100% / 0%
	2024	2 010	5	181	-	291	2 487	100% /0%
	2023	1 878	4	172	100	862	3 016	97% / 3%
	2022	1 805	4	162	-	704	2 675	100% / 0%
	2021	1 731	5	145	-	1 257	3 138	100% / 0%
	2020	1 451	7	119	-	987	2 564	100% / 0%
	2024	2 253	-	-	-	111	2 364	100% /0%
	2023	418	-	-	-	11	429	100% / 0%
	2024	991	-	-	904	206	2 100	57% /43%
	2023	684	-	-	82	127	893	91% / 9%
	2024	1 880	-	-	1 347	136	3 363	60% /40%
	2023	313	-	-	-	11	325	100% / 0%
Former management team members:								
	2024	87	-	5	-	-148	-56	100% /0%
	2023	3 186	3	131	-	1 783	5 103	100% / 0%
	2022	3 493	4	162	800	1 509	5 968	87% / 13%
	2021	3 534	4	145	1 700	3 209	8 592	80% / 20%
	2020	3 148	7	110	377	2 594	6 236	94% / 6%
	2020	1 703	2	19	-	-678	1 046	100% / 0%
	2020	2 732	1 030	-	-	722	4 484	100% / 0%

¹⁾ CEO from 1 October 2023 and SVP sales and marketing from 18 October 2021 to 30 September 2023.

²⁾ Marcus Lauren was hired as Chief Product Officer effective from 1 November 2023.

³⁾ Digvijay Singh Kanwar was promoted to SVP Head of Sales IUEA effective from 1 November 2023.

⁴⁾ Joshua Chui was hired as VP Head of Sales South-East Asia effective from 1 November 2023.

⁵⁾ Peter Heuman was CEO from Q3 2019 until 1 October 2023 and advisor to Board of Directors and CEO from 1 October 2023 to 16 May 2024.

⁶⁾ Knut Stålen was CFO until 29 February 2020.

⁷⁾ Dan Cronin was COO until 31 October 2020.

The Executive Management's holdings of options in the NEXT as per 31 December 2024 can be found in table 4 below. None of the currently outstanding management share options are subject to a holding period or performance conditions.

Table 4 - Executive team holdings of options as per 31 December 2024

Name of Director, position	The main conditions of share option plans						Information regarding the reported financial year					
	Specification of plan	Award date	Vesting date	Exercise period	Strike price	Share options awarded at the beginning of the year	During the year		Share options awarded and unvested	Share options exercised or cancelled	Share options vested	Sum options outstanding
							Share options awarded	Share options vested				
CEO	2021	21.09.2021	30.08.2022	30/8/2022 to 19/6/2026	7.45	150 000	-	-	-	-	150 000	150 000
CEO		21.09.2021	30.08.2023	30/8/2023 to 19/6/2026	7.45	150 000	-	-	-	-	150 000	150 000
CEO		21.12.2021	30.08.2022	30/8/2022 to 19/6/2026	6.65	50 000	-	-	-	-	50 000	50 000
CEO		21.12.2021	30.08.2023	30/8/2023 to 19/6/2026	6.65	50 000	-	-	-	-	50 000	50 000
CEO	2022	01.06.2022	30.08.2022	30/8/2022 to 1/6/2025	4.89	433 333	-	-	-	-	433 333	433 333
CEO		01.06.2022	30.08.2023	30/8/2023 to 1/6/2025	4.89	433 333	-	-	-	-	433 333	433 333
CEO		01.06.2022	30.08.2024	30/8/2024 to 1/6/2025	4.89	433 334	-	433 334	-	-	433 334	433 334
CEO		14.12.2022	30.08.2023	30/8/2023 to 1/6/2025	4.48	100 000	-	-	-	-	100 000	100 000
CEO		14.12.2022	30.08.2024	30/8/2024 to 1/6/2025	4.48	100 000	-	100 000	-	-	100 000	100 000
CEO		15.06.2023	30.08.2024	30/8/2024 to 15/6/2028	5.94	266 720	-	266 720	-	-	266 720	266 720
CEO	2023	15.06.2023	30.08.2025	30/8/2025 to 15/6/2028	5.94	266 640	-	-	266 640	-	-	266 640
CEO		15.06.2023	30.01.2026	30/1/2026 to 15/6/2028	5.94	266 640	-	-	266 640	-	-	266 640
CEO		06.12.2023	30.08.2024	30/8/2024 to 15/6/2028	6.46	8 333	-	8 333	0	-	8 333	8 333
CEO		06.12.2023	30.08.2025	30/8/2025 to 15/6/2028	6.46	8 333	-	-	8 333	-	-	8 333
CEO		06.12.2023	30.01.2026	30/1/2026 to 15/6/2028	6.46	8 334	-	-	8 334	-	-	8 334
CEO		17.06.2024	30.08.2025	30/8/2025 to 17/6/2029	7.86	-	466 666	-	466 666	-	-	466 666
CEO		17.06.2024	30.08.2026	30/8/2026 to 17/6/2029	7.86	-	466 667	-	466 667	-	-	466 667
CEO		17.06.2024	30.01.2027	30/1/2027 to 17/6/2029	7.86	-	466 667	-	466 667	-	-	466 667
CFO	2020	19.06.2020	30.08.2021	30/8/2021 to 19/6/2026	2.49	500 000	-	-	-	-350 000	150 000	150 000
CFO		25.05.2021	30.08.2021	30/8/2021 to 19/6/2026	5.97	266 667	-	-	-	-	266 667	266 667
CFO	2021	25.05.2021	30.08.2022	30/8/2022 to 19/6/2026	5.97	266 667	-	-	-	-	266 667	266 667
CFO		25.05.2021	30.08.2023	30/8/2023 to 19/6/2026	5.97	266 666	-	-	-	-	266 666	266 666
CFO	2022	01.06.2022	30.08.2022	30/8/2022 to 1/6/2025	4.89	66 666	-	-	-	-	66 666	66 666
CFO		01.06.2022	30.08.2023	30/8/2023 to 1/6/2025	4.89	66 667	-	-	-	-	66 667	66 667
CFO		01.06.2022	30.08.2024	30/8/2024 to 1/6/2025	4.89	66 667	-	66 667	-	-	66 667	66 667
CFO		15.06.2023	30.08.2024	30/8/2024 to 15/6/2028	5.94	66 680	-	66 680	-	-	66 680	66 680
CFO	2023	15.06.2023	30.08.2025	30/8/2025 to 15/6/2028	5.94	66 660	-	-	66 660	-	-	66 660
CFO		15.06.2023	30.01.2026	30/1/2026 to 15/6/2028	5.94	66 660	-	-	66 660	-	-	66 660
CFO		06.12.2023	30.08.2024	30/8/2024 to 15/6/2028	6.46	16 666	-	16 666	-	-	16 666	16 666
CFO		06.12.2023	30.08.2025	30/8/2025 to 15/6/2028	6.46	16 667	-	-	16 667	-	-	16 667
CFO		06.12.2023	30.01.2026	30/1/2026 to 15/6/2028	6.46	16 667	-	-	16 667	-	-	16 667
CFO		17.06.2024	30.08.2025	30/8/2025 to 17/6/2029	7.86	-	16 666	-	16 666	-	-	16 666
CFO		17.06.2024	30.08.2026	30/8/2026 to 17/6/2029	7.86	-	16 667	-	16 667	-	-	16 667
CFO		17.06.2024	30.01.2027	30/1/2027 to 17/6/2029	7.86	-	16 667	-	16 667	-	-	16 667
Chief Product Officer	2023	06.12.2023	30.08.2024	30/8/2024 to 15/6/2028	6.46	25 000	-	25 000	-	-	25 000	25 000
Chief Product Officer		06.12.2023	30.08.2025	30/8/2025 to 15/6/2028	6.46	25 000	-	-	25 000	-	-	25 000
Chief Product Officer		06.12.2023	30.01.2026	30/1/2026 to 15/6/2028	6.46	25 000	-	-	25 000	-	-	25 000
Chief Product Officer		17.06.2024	30.08.2025	30/8/2025 to 17/6/2029	7.86	-	50 000	-	50 000	-	-	50 000
Chief Product Officer	2024	17.06.2024	30.08.2026	30/8/2026 to 17/6/2029	7.86	-	50 000	-	50 000	-	-	50 000
Chief Product Officer		17.06.2024	30.01.2027	30/1/2027 to 17/6/2029	7.86	-	50 000	-	50 000	-	-	50 000
SVP, Head of Sales IUEA	2022	14.12.2022	30.08.2023	30/8/2023 to 1/6/2025	4.48	50 000	-	-	-	-	50 000	50 000
SVP, Head of Sales IUEA		14.12.2022	30.08.2024	30/8/2024 to 1/6/2025	4.48	50 000	-	50 000	-	-	50 000	50 000
SVP, Head of Sales IUEA	2023	15.06.2023	30.08.2024	30/8/2024 to 15/6/2028	5.94	33 340	-	33 340	-	-	33 340	33 340
SVP, Head of Sales IUEA		15.06.2023	30.08.2025	30/8/2025 to 15/6/2028	5.94	33 330	-	-	33 330	-	-	33 330
SVP, Head of Sales IUEA		15.06.2023	30.01.2026	30/1/2026 to 15/6/2028	5.94	33 330	-	-	33 330	-	-	33 330
SVP, Head of Sales IUEA	2024	17.06.2024	30.08.2025	30/8/2025 to 17/6/2029	7.86	-	50 000	-	50 000	-	-	50 000
SVP, Head of Sales IUEA		17.06.2024	30.08.2026	30/8/2026 to 17/6/2029	7.86	-	50 000	-	50 000	-	-	50 000
SVP, Head of Sales IUEA		17.06.2024	30.01.2027	30/1/2027 to 17/6/2029	7.86	-	50 000	-	50 000	-	-	50 000
SVP, Head of Sales South-East Asia	2023	06.12.2023	30.08.2024	30/8/2024 to 15/6/2028	6.46	25 000	-	25 000	-	-	25 000	25 000
SVP, Head of Sales South-East Asia		06.12.2023	30.08.2025	30/8/2025 to 15/6/2028	6.46	25 000	-	-	25 000	-	-	25 000
SVP, Head of Sales South-East Asia		06.12.2023	30.01.2026	30/1/2026 to 15/6/2028	6.46	25 000	-	-	25 000	-	-	25 000
SVP, Head of Sales South-East Asia		17.06.2024	30.08.2025	30/8/2025 to 17/6/2029	7.86	-	66 666	-	66 666	-	-	66 666
SVP, Head of Sales South-East Asia	2024	17.06.2024	30.08.2026	30/8/2026 to 17/6/2029	7.86	-	66 667	-	66 667	-	-	66 667
SVP, Head of Sales South-East Asia		17.06.2024	30.01.2027	30/1/2027 to 17/6/2029	7.86	-	66 667	-	66 667	-	-	66 667
former CEO	2019	02.12.2019	02.12.2020	2/12/2020 to 1/12/2025	3.13	36 666	-	-	-	-36 666	-	-
former CEO		02.12.2019	02.12.2020	2/12/2020 to 1/12/2025	3.13	36 666	-	-	-	-	-36 666	-
former CEO		02.12.2019	02.12.2021	2/12/2021 to 1/12/2025	3.13	36 667	-	-	-	-	-36 667	-
former CEO		02.12.2019	02.12.2021	2/12/2021 to 1/12/2025	3.13	36 667	-	-	-	-	-36 667	-
former CEO		02.12.2019	02.12.2022	2/12/2022 to 1/12/2025	3.13	36 667	-	-	-	-	-36 667	-
former CEO		02.12.2019	02.12.2022	2/12/2022 to 1/12/2025	3.13	36 667	-	-	-	-	-36 667	-
former CEO		19.06.2020	30.08.2020	30/8/2020 to 19/6/2026	2.49	1 250 000	-	-	-	-	-1 250 000	-
former CEO		19.06.2020	30.08.2021	30/8/2021 to 19/6/2026	2.49	1 250 000	-	-	-	-	-1 250 000	-
former CEO	2021	25.05.2021	30.08.2021	30/8/2021 to 19/6/2026	5.97	666 667	-	-	-	-	-666 667	-
former CEO		25.05.2021	30.08.2022	30/8/2022 to 19/6/2026	5.97	666 667	-	-	-	-	-666 667	-
former CEO		25.05.2021	30.08.2023	30/8/2023 to 19/6/2026	5.97	666 666	-	-	-	-	-666 666	-
former CEO		15.06.2023	30.08.2024	30/8/2024 to 15/6/2028	5.94	100 000	-	-	-	-	-100 000	-
former CEO	2023	15.06.2023	30.08.2025	30/8/2025 to 15/6/2028	5.94	100 000	-	-	-	-	-100 000	-
former CEO		15.06.2023	30.01.2026	30/1/2026 to 15/6/2028	5.94	100 000	-	-	-	-	-100 000	-

COMPARATIVE INFORMATION ON THE CHANGE OF REMUNERATION AND COMPANY PERFORMANCE

The below table 5 shows comparative information on the change of remuneration for each individual executive director over the five most recent financial years, in comparison with some selected company performance measures and average remuneration for all employees that can be found in table 6.

Table 5 - Change in Executive remuneration 2020-2024

Senior Executives (amounts in NOK 1 000)	2020 VS 2019		2021 VS 2020		2022 VS 2021		2023 VS 2022		2024 VS 2023	
	Δ	Δ%	Δ	Δ%	Δ	Δ%	Δ	Δ%	Δ	Δ%
Ulf Ritsvall, CEO ¹⁾	-	-	-	-	465	18 %	790	25 %	2 573	66 %
Eirik Underthun, CFO ²⁾	-	-	301	11 %	-463	-15 %	341	13 %	-529	-18 %
Marcus Lauren, CPO	-	-	-	-	-	-	-	-	207	10 %
Digvijay Singh Kanwar, SVP Head of Sales IUEA	-	-	-	-	-	-	-	-	1 208	135 %
Joshua Chui, SVP Head of Sales South-East Asia ³⁾	-	-	-	-	-	-	-	-	1 414	73 %
Former members of the executive management team:										
Peter Heuman, CEO ³⁾	3 282	111 %	2 356	38 %	-2 624	-31 %	769	13 %	NA	NA
Knut Stålen, CFO ⁴⁾	-1 425	-43 %	-	-	-	-	-	-	-	-
Dan Cronin, COO/CEO	36	1 %	-	-	-	-	-	-	-	-

¹⁾ Ulf Ritsvall was SVP sales and marketing was effective from 18 October 2021 and promoted to CEO effective from 1 October 2023. Change 2023 vs 2022 reflects promotion to CEO and increased share option remuneration expense. Change 2024 vs 2023 reflects full year effect of promotion to CEO and increased share option remuneration expense.

²⁾ Change 2024 vs 2023 largely reflects lowered share option remuneration expense and no bonus in 2024.

³⁾ Change 2020 vs 2019 largely reflects increased share option remuneration expense. Change 2022 vs 2021 reflects reduced share option remuneration expense and lower bonus in 2022.

⁴⁾ Change 2020 vs 2019 largely reflects negative share option remuneration expense in 2020 as a result of cancelled options in connection with end of employment.

Table 6 - Key financial KPIs and change in remuneration per full time equivalent employee 2020-2024

Company performance (amounts in NOK 1 000)	2020 VS 2019		2021 VS 2020		2022 VS 2021		2023 VS 2022		2024 VS 2023	
	Δ	Δ%								
Total revenues	-26 303	-31 %	-7 377	-13 %	-2 462	-5 %	-13 910	-29 %	37 191	108 %
Adjusted gross margin ¹⁾	-13 448	-57 %	6 228	62 %	-1 624	-10 %	-3 279	-22 %	28 100	246 %
Adjusted EBITDA	64 412	45 %	45 543	59 %	-6 821	-21 %	-4 837	12 %	8 569	-20 %
Average change in remuneration per full time equivalent employee (amounts in NOK 1 000) ²⁾										
NEXT Biometrics Group ASA	19	2 %	28	3 %	0	0 %	47	3 %	32	3 %

¹⁾ Please refer to explanation in the Alternative Performance Measures in the NEXT annual report 2024

²⁾ The reference group reflects paid remuneration (not including share based remuneration) to NEXT Biometrics Group ASA employees (excluding its management team)

4 GOVERNANCE REVIEW OF REMUNERATION REPORT

The Board has the overall responsibility for reviewing the Remuneration Report. The Remuneration Committee has the responsibility for reviewing and proposing changes to the Remuneration Report. The Remuneration Committee is a sub-committee of the Board, which reviews the Remuneration Policy and recommends to the Board any amendments to be proposed by the Board for adoption by the Annual General Meeting. The Remuneration Report will be presented for an advisory vote at the Annual General Meeting.

SHAREHOLDER FEEDBACK ON THE REMUNERATION REPORT 2023

The Annual remuneration report 2023 was presented for approval (advisory vote) at the Annual General Meeting in May 2024 and was endorsed without comments by a significant majority.

AUTHORISATION FOR THE BOARD

In accordance with Section 6-16a of the Norwegian Public Limited Liability Companies Act, the Board is authorized to approve temporary deviations from the Policy on any element of remuneration described in this Policy. Deviations shall be considered by the Remuneration Committee and shall be presented to the Board for approval. Deviations may only be made in specific cases if there are special reasons outside of normal business that make it necessary to increase reward in order to help secure the Company's long-term interests, financial viability and/or sustainability by recognizing exceptional contributions. In 2024, the company's remuneration has been in accordance with the policy and guidelines described above.

5 STATEMENT BY THE BOARD OF DIRECTORS

The Remuneration Report is prepared in accordance with section 6-16 b of the Norwegian public limited companies Act.

The Board of Directors has today considered and adopted the Remuneration Report of NEXT Biometrics Group ASA for the financial year 2024. The Remuneration Report will be presented for an advisory vote at the Annual General Meeting 2025.

Oslo, 10 April 2025

Board of Directors

Odd-Harald Hauge

Chair

Emine Lundkvist

Board Member

Siri Gornæs Børsum

Board Member

Petter Fjellstad

Board Member



RSM

RSM Norge AS

Ruseløkkveien 30, 0251 Oslo
Pb 1312 Vika, 0112 Oslo
Org.nr: 982 316 588 MVA

T +47 23 11 42 00
F +47 23 11 42 01

www.rsmnorge.no

To the General Meeting of Next Biometrics Group ASA

Independent auditor's assurance report on report on salary and other remuneration to directors

Opinion

We have performed an assurance engagement to obtain reasonable assurance that Next Biometrics Group ASA report on salary and other remuneration to directors (the remuneration report) for the financial year ended 31 December 2024 has been prepared in accordance with section 6-16 b of the Norwegian Public Limited Liability Companies Act and the accompanying regulation.

In our opinion, the remuneration report has been prepared, in all material respects, in accordance with section 6-16 b of the Norwegian Public Limited Liability Companies Act and the accompanying regulation.

Board of directors' responsibilities

The board of directors is responsible for the preparation of the remuneration report and that it contains the information required in section 6-16 b of the Norwegian Public Limited Liability Companies Act and the accompanying regulation and for such internal control as the board of directors determines is necessary for the preparation of a remuneration report that is free from material misstatements, whether due to fraud or error.

Our Independence and Quality Management

We are independent of the company as required by laws and regulations and the International Ethics Standards Board for Accountants' Code of International Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We apply the International Standard on Quality Management (ISQM) 1, *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements*, and accordingly, maintain a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Auditor's responsibilities

Our responsibility is to express an opinion on whether the remuneration report contains the information required in section 6-16 b of the Norwegian Public Limited Liability Companies Act and the accompanying regulation and that the information in the remuneration report is free from material misstatements. We conducted our work in accordance with the International Standard for Assurance Engagements (ISAE) 3000 – "Assurance engagements other than audits or reviews of historical financial information".

THE POWER OF BEING UNDERSTOOD
ASSURANCE | TAX | CONSULTING

RSM Norge AS (organisasjonsnummer 982316588), RSM Advokatfirma AS (organisasjonsnummer 914095573), RSM Norge Kompetanse AS (organisasjonsnummer 925107492).

RSM Norge AS er medlem av RSM-nettverket og driver under navnet RSM. RSM er forretningsnavnet som brukes av medlemmene i RSM-nettverket. RSM Advokatfirma AS og RSM Norge Kompetanse AS er selskaper tilknyttet RSM Norge AS.

Hvert medlem i RSM-nettverket er et selvstendig revisjons- og rådgivningsfirma med uavhengig virksomhet. RSM-nettverket er ikke selv en egen juridisk person av noen form i noen jurisdiksjon.

Independent auditor's assurance report on report on salary and other remuneration to directors
Next Biometrics Group ASA 2024

We obtained an understanding of the remuneration policy approved by the general meeting. Our procedures included obtaining an understanding of the internal control relevant to the preparation of the remuneration report in order to design procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control. Further we performed procedures to ensure completeness and accuracy of the information provided in the remuneration report, including whether it contains the information required by the law and accompanying regulation. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Oslo, 10 April 2025
RSM Norge AS

Cecilie Tronstad
State Authorised Public Accountant

(This document is signed electronically)

PENNEO

Signaturene i dette dokumentet er juridisk bindende. Dokument signert med "Penneo™ - sikker digital signatur". De signerende parter sin identitet er registrert, og er listet nedenfor.

"Med min signatur bekrefter jeg alle datoer og innholdet i dette dokument."

Tronstad, Cecilie

Partner

På vegne av: RSM Norge AS

Serienummer: no_bankid:9578-5999-4-1466689

IP: 188.95.xxx.xxx

2025-04-10 17:50:54 UTC



Dette dokumentet er signert digitalt via [Penneo.com](https://penneo.com). De signerte dataene er validert ved hjelp av den matematiske hashverdien av det originale dokumentet. All kryptografisk bevisføring er innebygd i denne PDF-en for fremtidig validering.

Dette dokumentet er forseglet med et kvalifisert elektronisk segl ved bruk av et sertifikat og et tidsstempel fra en kvalifisert tillitstjenesteleverandør.

Slik kan du bekrefte at dokumentet er originalt

Når du åpner dokumentet i Adobe Reader, kan du se at det er sertifisert av **Penneo A/S**. Dette beviser at innholdet i dokumentet ikke har blitt endret siden tidspunktet for signeringen. Bevis for de individuelle signatørens digitale signaturer er vedlagt dokumentet.

Du kan bekrefte de kryptografiske bevisene ved hjelp av Penneos validator, <https://penneo.com/validator>, eller andre valideringsverktøy for digitale signaturer.