



Executive Remuneration Report 2022

Executive Remuneration Report

Presented to the general meeting on 13.4.2023

1. Introduction

The board's summary of the remuneration model

SpareBank 1 SR-Bank ASA ("the company" and together with the subsidiaries "the group") delivered good financial results for 2022. The year was marked by turbulence both globally with the war in Ukraine and also nationally with high energy prices, turbulent financial markets, high inflation and rising interest rates. This is leading to disquiet and concern among both corporate and retail customers, although in spite of this SpareBank 1 SR-Bank is delivering good annual results marked by good underlying growth, good operations and very low losses. Please see the annual report for further information about the company's results for 2022.

One prerequisite for successfully implementing the group's business strategy and safeguarding its long-term interests, including sustainability, is the company being able to recruit and retain well-qualified employees. The group must, therefore, offer competitive total remuneration packages.

For the 2022 financial year, the board established a strategic overarching group scorecard that defines the main strategic areas with associated goals, both financial and non-financial. The performance targets for executive personnel's variable remuneration for 2022 were linked to the strategic corporate scorecard were chosen with the aim of promoting the company's strategy and stimulate conduct that was in the long-term interests of the company, the owners and the employees. The results demonstrate a high degree of target attainment. The fact that the group executive management team nevertheless did not receive the full amount of their potential variable remuneration was mainly due to some of the financial targets being long-term and therefore being measured over a period of 3 years. This means that a poor result in 2020, as a direct consequence of Covid-19 and low oil prices, impacted the payout in 2022.

The board believes that the remuneration system helps to achieve the group's performance targets, both the financial and the non-financial targets both in the short and long term.

Changes to the group executive management team in 2022

No changes were made to the composition of the group executive management team in 2022.

Remuneration Committee

A dedicated remuneration committee has been established. The remuneration committee must ensure that the group's remuneration model supports the group's strategic objectives. The committee must ensure that the group offers executive personnel competitive total remuneration packages but that the group is not a pay leader. The remuneration committee's mandate is available on www.sr-bank.no.

The remuneration committee held five meetings in 2022.

2. Compliance with the executive remuneration policy for the 2022 financial year

The purpose of this report is to provide a comprehensive overview of the salaries and other remuneration paid to executive personnel and board members in the past financial year. The report is prepared in line with the provisions of section 6-16b of the Public Limited Liability Companies Act, section 6 of the Regulations on guidelines and reporting on remuneration for executive persons dated 11.12.2020, and section 7-31b of the Accounting Act. Executive persons include members of the company's board of directors, both shareholder-elected and employee-elected, ('board members'), the group chief executive officer, and other members of the group executive management team, as well as the head of SR-Bank Markets ('executive personnel').

In the opinion of the board, the remuneration for executive persons for the 2022 financial year was in line with the executive remuneration policy, which was unanimously approved by the company's annual general meeting on 28.4.2022 ("Executive remuneration policy in SpareBank 1 SR-Bank"). The policy is available on the company's website www.sr-bank.no.

In the guidelines for executive remuneration in SpareBank 1 SR-Bank for 2022, the board was given an opportunity to renegotiate pension agreements for executive personnel if the board believed this was appropriate. In accordance with this, the board has chosen to renegotiate the pension agreements for executive personnel who have previously had a defined benefit pension and established a defined contribution pension scheme above 12G for the members of the group executive management team. No changes were made to the CEO's pension agreement. See a more detailed description of the pension agreements in chapter 3.

There were no deviations from the guidelines for executive remuneration in SpareBank 1 SR-Bank in the 2022 financial year.

The auditor's declaration confirming that the report contains the information that is required by the law and associated regulations is appended.

3. Total remuneration for executive personnel in the group

The remuneration for executive personnel consists of a fixed salary (main component), variable remuneration, a pension plan and other employee benefits (benefits in kind).

Remuneration for executive personnel

Fixed salary

The board sets the CEO's salary. The pertinent assessment takes into account the financial and non-financial results achieved, share price performance and wage developments in comparable positions.

The CEO determines the remuneration of other executive personnel. The pertinent assessments take account of the results achieved in the individual's area of responsibility, individual performance and wage developments in comparable positions.

Executive personnel's remuneration should encourage good performance and ensure that the group achieves its strategic goals. The group's remuneration policy must not harm the group's reputation and the group must not be a market leader.

Variable remuneration

A separate individual variable remuneration system was established for executive personnel. A performance-based bonus scheme was also established that covers all the employees in the parent bank, including executive personnel. For more information about the bonus schemes see chapter 4 and table 2.

The Executive Vice President Risk Management and Executive Vice President Compliance do not receive variable remuneration other than a performance bonus.

The head of SR-Bank Markets is covered by a specific scheme for SR-Bank Markets.

No guaranteed variable performance bonus was paid for the 2022 financial year, however, the bonus scheme for the head of SR-Bank Markets was revised during the period, ref. chapter 4 below.

Benefits in kind

Executive personnel also receive some benefits in kind, see note 2 and table 1.

Pensions

A defined contribution pension agreement has been entered into for the CEO for salary above 12G. The contribution rate above 12G is 30%. For salary below 12G, the CEO is part of the occupational defined contribution pension scheme with contribution rates of 7% of pensionable income up to 7.1G, and 22% of pensionable income between 7.1G and 12G (G = National Insurance basic amount). The agreed retirement age for the CEO is 65. A disability pension insurance policy has also been taken out for salary above 12G for the CEO.

As at 1.1.2022, a defined contribution pension scheme was established for salaries above 12G for members of the executive management team, with the exception of the CEO, as referred to above. The contribution rate above 12G is 20%. For salary below 12G, the executive management team is part of the occupational defined contribution pension scheme with contribution rates of 7% of pensionable income up to 7.1G, and 22% of pensionable income between 7.1G and 12G (G = National Insurance basic amount).

For those in the executive management team who until 1.1.2022 were covered by a defined benefit pension scheme, a new scheme for salaries above 12G has been negotiated. The new scheme involves a combination of transferring accrued pension capital in the old scheme that is paid in as start-up capital in the new defined contribution scheme, as well as a new ongoing defined contribution pension scheme for salaries above 12G of 20%. Disability pension insurance policy has also been taken out for salary above 12G for these members of the executive management team. The retirement age for those in the executive management team who have previously had a funded operating pension agreement is 62. For other members of the executive management team, the retirement age is 67 as long as they are part of the executive management team.

Table 1: Total remuneration for executive persons in 2022 and 2021

		Fixed remuneration				Variable remuneration
		Year	Fixed salary ¹⁾	Other remuneration ²⁾	Commuter housing	
CEO	Benedicte Schilbred Fasmer	2022	4,360	337	448	
		2021	3,712	317	360	
CFO	Inge Reinertsen	2022	2,928	286		
		2021	2,393	305		
Executive Vice President Large Corporates	Tore Medhus	2022	2,929	222		
		2021	2,401	177		
Executive Vice President SME & Agriculture	Marianne Bakke (from 1.9.2021)	2022	1,937	277		
		2021	506	49		
Executive Vice President Retail Market	Roger Lund Antonesen (from 1.12.2021)	2022	2,609	271	286	
		2021	238	15		
Executive Vice President Corporate Strategy and Projects	Jan Friestad ⁶⁾	2022	2,525	263		
		2021	2,430	185		
Executive Vice President Technology Development and Business Processes	Glenn Sæther	2022	2,628	294		
		2021	2,152	262		
Executive Vice President Risk Management	Frode Bø ⁴⁾	2022	2,573	584		
		2021	2,086	497		
Executive Vice President Marketing, Insight and Customer Offer	Ella Skjørestad	2022	1,962	240		
		2021	1,852	280		
Executive Vice President Compliance	Signe Helliesen ⁴⁾	2022	1,639	480		
		2021	1,392	396		
Executive Vice President, People, Communication and Sustainability	Nina Moi Edvardsen (from 15.10.2021)	2022	1,933	289	134	
		2021	428	101	20	
Executive Vice President, HR and Business Support	Gro Tveit (until 15.4.2021) ⁴⁾	2021	594	170		
Executive Vice President, People, Communication and Sustainability	Thor-Christian Haugland (until 1.9.2021)	2021	1,244	169		
Executive Vice President Capital Market	Tor Egil Aanestad	2022	2,741	680		
		2021	2,772	690		

¹⁾ Benefits are recognised as costs in the current year.

²⁾ Remuneration includes benefits related to a free car, favourable interest rates, insurance, share saving schemes, telephone costs and other allowances.

³⁾ The variable remuneration earned in the current year is paid out as follows: 50% in shares and 50% in cash.

Variable remuneration ³⁾	Extraordinary performance	Pension costs	Total remuneration	Accrued pension rights	Fixed and variable remuneration share		Directors' remuneration ⁵⁾	Directors' remuneration	Loans
					Fixed	Variable			
1,280	-	1,099	7,524	1,764	83%	17%	299 39 323 661	SpareBank 1 Gruppen AS SpareBank 1 Utvikling DA Fremtind Forsikring AS Total	6,148
1,158	-	1,042	6,589	939	82%	18%	183 19 203 405	SpareBank 1 Gruppen AS SpareBank 1 Utvikling DA Fremtind Forsikring AS Total	3,728
850	-	515	4,579	13,663	81%	19%	95 150 245	SpareBank 1 Næringskreditt SpareBank 1 Markets Total	8,200
624	-	983	4,305	18,655	86%	14%	93 150 243	SpareBank 1 Boligkreditt AS SpareBank 1 Markets AS Total	7,500
850	-	514	4,515	18,378	81%	19%	96 265 361	SpareBank 1 Factoring AS BN Bank ASA Total	2,870
652	-	950	4,180	24,488	84%	16%	93 258 351	SpareBank 1 Factoring AS BN Bank ASA Total	1,934
562	-	334	3,110	128	82%	18%			6,000
216	-	184	955		77%	23%			6,000
821	-	509	4,496	299	82%	18%			19,779
58	750	-	1,061		24%	76%			-
720	-	423	3,931	230	82%	18%	139 175 142 456	SpareBank 1 Betaling AS SpareBank 1 Forvaltning AS SpareBank 1 Kreditt AS Total	3,727
585	-	180	3,380	3,368	83%	17%	135 50 193 378	SpareBank 1 Betaling AS SpareBank 1 Forvaltning AS SpareBank 1 Kreditt AS Total	3,901
755	-	460	4,137	12,687	82%	18%	57 100 157	SpareBank 1 Verdipapirservice AS Nordic Edge AS Total	9,136
550	-	1,098	4,062	16,924	86%	14%	50 33 83	SpareBank 1 Verdipapirservice AS Nordic Edge AS Total	9,424
184	-	436	3,777	12,699	95%	5%			3,999
145	-	1,109	3,837	21,517	96%	4%			833
556	-	330	3,088	128	82%	18%	64 64	Fremtind Service AS Total	3,667
486	-	179	2,797	735	83%	17%	19 39 58	Fremtind Forsikring AS Fremtind Service AS Total	3,860
115	-	265	2,499	57	95%	5%	15 15	Talentstiftelsen G9alt Total	9,200
95	175	183	2,241	968	88%	12%	15 15	Talentstiftelsen G9alt Total	3,338
580	-	363	3,299	152	82%	18%			14,542
30	-	33	612		95%	5%			10,961
36	-	63	863		96%	4%			
299	-	783	2,495		88%	12%	64 64	Odin Forvaltning AS Total	
2,250	-	186	5,857		62%	38%	-		-
2,200	-	185	5,847		66%	34%			-

⁴⁾ Employees with control functions do not receive variable remuneration beyond performance remuneration.

⁵⁾ Fees received for board positions in the alliance and associated companies.

⁶⁾ Executive Vice President Retail Market up to 30.11.2021 and Executive Vice President Corporate Strategy and Projects from 1.10.2021.

4. Variable remuneration of executive personnel in 2022

Individual variable remuneration

Systems for variable remuneration for executive personnel in the SpareBank 1 SR-Bank Group should support the group's vision, strategic position, and core values, and create a sense of community and a responsibility, across departments and business areas, to fulfil the customer promises. Fixed salary must account for the majority of someone's remuneration, including in the case of executive personnel. Variable remuneration can be curtailed or cancelled completely if the group's financial situation or other circumstances suggest that it would not be responsible to award variable remuneration.

The Financial Institutions Act and the Financial Institutions Regulations regulate the financial institution's remuneration systems for executive personnel. SpareBank 1 SR-Bank took account of these regulations when it designed the model for variable remuneration for executive personnel.

The model for variable remuneration for the executive management team of SpareBank 1 SR-Bank should reflect the financial achievement of results combined with goal attainment within the most important strategic focus areas. The model is linked to strategic group scorecards in which "Enthusiastic customers", "Owners", "Employees" and "Society" are defined as the most important strategic focus areas. Goals have been defined within each of these areas. Two of the financial targets are measured over 3 years. There has also been an emphasis on non-financial goals that will be crucial for future goal attainment related to, for example, customer satisfaction, employee satisfaction and the group's sustainability work. The model should both be viewed as good from a competitive perspective by those it covers and take account of the regulations that apply to the bank.

The variable remuneration for 2022 was set based on target attainment with respect to the following main criteria:

- long-term financial targets
- improving efficiency
- strategic goals related to customer satisfaction, employee satisfaction and sustainability/society
- performance bonus achieved for the parent bank
- discretionary bonus component set by the CEO for the group executive management team and by the board for the CEO

Any variable remuneration, including performance bonuses, see below, can amount to up to 40% of fixed salary.

Variable remuneration cannot be awarded to the group executive management team if no performance bonus is paid. Minimum requirements have also been set for liquidity, financial strength and returns that must be achieved in order for the group executive management team to qualify for variable remuneration. Each individual executive vice president's compliance is also assessed.

The head of SR-Bank Markets is covered by a special system for variable remuneration with an upper limit of 100% of fixed salary. The variable remuneration is primarily based on a discretionary assessment of their personal contribution to Corporate Finance's operating profit. In exceptional circumstances, qualifying for income in the basis for variable remuneration may deviate from the official accounts in line with IFRS. In addition to defined non-financial assessment criteria, weight is given to the operating profit, strategic development and organisational development of the entire division.

SR-Bank Markets could point to a good financial result for 2022. Please see the annual report for further information about the division's results for 2022.

SpareBank 1 SR-Bank has decided to transfer the activities of SR-Bank Markets to SpareBank 1 Markets AS, assuming that the necessary government approvals are in place. It has been strategically important for SpareBank 1 SR-Bank to complete the business transfer in a good way with a strong focus and involvement from management. To account for this, the bonus scheme for the head of SR-Bank Markets was revised during the period.

Performance bonus

SpareBank 1 SR-Bank has established a performance bonus scheme that covers all employees of the parent bank (and a subsidiary), including executive personnel. The performance bonus is linked to the return on equity after tax achieved for the bonus year of between 9% and 14% (linear accrual). For a bonus to apply, Common Equity Tier 1 capital at the end of the year must be greater than 16.2% and there must be a liquidity buffer that will ensure survival for more than 12 months. The performance bonus is set at an equal percentage of fixed remuneration, and can, as a maximum, equal 10.0%. The performance bonus for 2022 was 7.2% of salary, see table 2. For executive personnel, including the CEO, who have earned individual variable remuneration, performance bonuses are paid based on the same principles as the individual scheme.

No other performance-based benefits are paid than those described under chapter 3.

Table 2: Model for variable remuneration for 2022 and achieved variable remuneration for the group executive management team

Strategic goals	Description of KPIs	Max payout (% of salary)	Relative share of bonus	Goal attainment group management
Owners/ efficiency	Return on equity - two measurements over 3 years a) against target b) benchmarking against competitors	10%	25%	3.1%
	Efficiency in relation to costs/income	3%	8%	3.0%
	Group performance bonus	10%	25%	7.2%
Customers/ employees	Customer satisfaction	3%	8%	2.3%
	Employee engagement	3%	8%	3.0%
Sustainability	Rating sustainability	3%	8%	3.0%
Discretionary assessment	Assessment based on: exceptional performance, leadership, interaction, foundation, compliance, special focus areas 2022	8%	20%	6.4% - 8.0%
Total max bonus payout		40%	100%	

		Max	Actual
Executive Vice President Capital Market			
Tor Egil Aanestad	Total variable bonus	2,250	2,250

5. Share-based remuneration

50% of the earned variable remuneration, including the performance bonus, will be paid in cash and 50% will be paid out in shares. The shares will be distributed in their entirety after the bonus year, but with pro-rata lock-in over a 3-year period. The benefit from the share distribution is taxed in advance of the distribution such that it is the net number of shares after tax that is distributed. More detailed rules have been established that allow all of the shares covered by the lock-in period to be revoked if an ex-post risk assessment finds that the original ex-ante assessment was inadequate. For example, risk was not identified or was underestimated, or new risk factors have been identified or unexpected losses have occurred that would have had a material impact on the criteria on which the awarding of variable remuneration was based. The degree to which an ex-post risk adjustment will be carried out is assessed before the end of each release period and is determined based on back-testing. Up to 100% of the shares covered by the lock-in period may also be revoked if it appears that the recipient has:

- i) Participated in, or been responsible for, actions that have resulted in a significant loss to the group;
- ii) Failed to meet suitability and reputation standards;
- iii) Been guilty of a gross breach of duty or other material breach of the employment contract.

In addition to being rewarded with shares in connection with variable remuneration, executive personnel are able to take part in a general share saving programme. Each year, the board determines how many shares employees can subscribe to per year. Employees receive a maximum discount of 30% on the average purchase price and shares bought in the share savings scheme are subject to a 2-year lock-in period.

The table provides an overview of the proportion of shares received as variable remuneration with a 3-year lock-in period and when the lock-in period ends. An overview of the remaining lock-in period is provided for shares awarded through the share saving programme.

Table 3: Shares acquired in connection with variable remuneration and the share programme

Specification of plan ^{1) 2)}		Qualifying period	Year of allocation	Shares with lock-in ³⁾	Opening balance 1.1 ⁴⁾	Allotted/purchased shares – not made available	Shares made available	Total shares with lock-in bonus scheme	Total shares with lock-in savings scheme	Total closing balance 31.12
CEO Benedicte Schilbred Fasmer	Annual bonus scheme	2021	2022	2023/2024/2025	2,754	-	-	2,754	-	2,754
		2022	2023	2024/2025/2026	-	3,316	-	3,316	-	3,316
	Share saving programme	2021	2021	2023	293	-	-	-	293	293
		2022	2022	2024	-	318	-	-	318	318
					3,047	3,634	-	6,070	611	6,681
Chief Executive Officer Arne Austreid	Annual bonus scheme	2018	2019	2020/2021/2022	797	-	797	-	-	-
		2019	2020	2021/2022/2023	2,746	-	1,373	1,373	-	1,373
		2020			-	-	-	-	-	-
	Share saving programme	2020	2020	2022	471	-	471	-	-	-
					4,014	-	2,641	1,373	-	1,373
CFO Inge Reinertsen	Annual bonus scheme	2018	2019	2020/2021/2022	478	-	478	-	-	-
		2019	2020	2021/2022/2023	1,650	-	825	825	-	825
		2020			-	-	-	-	-	-
	Share saving programme	2021	2022	2023/2024/2025	1,489	-	-	1,489	-	1,489
		2022	2023	2024/2025/2026	-	2,201	-	2,201	-	2,201
		2020	2020	2022	471	-	471	-	-	-
		2021	2021	2023	293	-	-	-	293	293
					-	318	-	-	318	318
					4,381	2,519	1,774	4,515	611	5,126
Executive Vice President Large Corporates Tore Medhus	Annual bonus scheme	2018	2019	2020/2021/2022	487	-	487	-	-	-
		2019	2020	2021/2022/2023	1,872	-	936	936	-	936
		2020			-	-	-	-	-	-
	Share saving programme	2021	2022	2023/2024/2025	1,490	-	-	1,490	-	1,490
		2022	2023	2024/2025/2026	-	2,106	-	2,106	-	2,106
		2020	2020	2022	471	-	471	-	-	-
		2021	2021	2023	293	-	-	-	293	293
					-	318	-	-	318	318
					4,613	2,424	1,894	4,532	611	5,143
Executive Vice President SME & Agriculture Marianne Bakke	Annual bonus scheme	2021	2022	2023/2024/2025	509	-	-	509	-	509
		2022	2023	2024/2025/2026	-	1,455	-	1,455	-	1,455
	Share saving programme	2021	2021	2023	293	-	-	-	293	293
		2022	2022	2024	-	318	-	-	318	318
					802	1,773	-	1,964	611	2,575

Specification of plan ^{1) 2)}		Qualifying period	Year of allocation	Shares with lock-in ³⁾	Opening balance 1.1 ⁴⁾		Allotted/purchased shares – not made available		Shares made available		Total shares with lock-in bonus scheme		Total shares with lock-in savings scheme		Total closing balance 31.12	
Executive Vice President Retail Market Roger Lund Antonsen	Annual bonus scheme	2021	2022	2023/2024/2025	144	-	-	-	144	-	144	-	-	-	-	144
		2022	2023	2023/2024/2025	-	2,310	-	-	2,310	-	-	-	-	-	-	2,310
	Share saving programme	2022	2022	2024	-	318	-	-	-	-	318	-	-	-	318	318
					144	2,628	-	-	2,454	318	-	-	-	-	2,772	
Executive Vice President Corporate Strategy and Projects Jan Friestad	Annual bonus scheme	2018	2019	2020/2021/2022	473	-	-	473	-	-	-	-	-	-	-	-
		2019	2020	2021/2022/2023	1,628	-	-	814	814	-	-	-	-	-	-	814
		2020			-	-	-	-	-	-	-	-	-	-	-	-
		2021	2022	2023/2024/2025	1,380	-	-	-	1,380	-	-	-	-	-	-	1,380
		2022	2023	2024/2025/2026	-	1,865	-	-	1,865	-	-	-	-	-	-	1,865
	Share saving programme	2020	2020	2022	471	-	-	471	-	-	-	-	-	-	-	-
		2021	2021	2023	293	-	-	-	-	-	293	-	-	-	293	293
		2022	2022	2024	-	318	-	-	-	-	318	-	-	-	318	318
					4,245	2,183	1,758	-	4,059	611	-	-	-	4,670		
Executive Vice President Technology Development and Business Processes Glenn Sæther	Annual bonus scheme	2018	2019	2020/2021/2022	410	-	-	410	-	-	-	-	-	-	-	-
		2019	2020	2021/2022/2023	1,528	-	-	764	764	-	-	-	-	-	-	764
		2020			-	-	-	-	-	-	-	-	-	-	-	-
		2021	2022	2023/2024/2025	1,314	-	-	-	1,314	-	-	-	-	-	-	1,314
		2022	2023	2024/2025/2026	-	1,956	-	-	1,956	-	-	-	-	-	-	1,956
	Share saving programme	2020	2020	2022	-	-	-	-	-	-	-	-	-	-	-	-
		2021	2021	2023	-	-	-	-	-	-	-	-	-	-	-	-
		2022	2022	2024	-	293	-	-	-	-	293	-	-	-	293	293
					3,252	2,249	1,174	-	4,034	293	-	-	-	4,327		
Executive Vice President Risk Management Frode Bø	Share saving programme	2020	2020	2022	471	-	-	471	-	-	-	-	-	-	-	-
		2021	2021	2023	293	-	-	-	-	-	293	-	-	-	293	293
		2022	2022	2024	-	318	-	-	-	-	318	-	-	-	318	318
					764	318	471	-	-	611	-	-	-	611		
Executive Vice President Marketing, Insight and Customer Offer Ella Skjørestad	Annual bonus scheme	2018	2019	2020/2021/2022	351	-	-	351	-	-	-	-	-	-	-	-
		2019	2020	2021/2022/2023	1,304	-	-	652	652	-	-	-	-	-	-	652
		2020			-	-	-	-	-	-	-	-	-	-	-	-
		2021	2022	2023/2024/2025	1,160	-	-	-	1,160	-	-	-	-	-	-	1,160
		2022	2023	2024/2025/2026	-	1,440	-	-	1,440	-	-	-	-	-	-	1,440
	Share saving programme	2020	2020	2022	471	-	-	471	-	-	-	-	-	-	-	-
		2021	2021	2023	293	-	-	-	-	-	293	-	-	-	293	293
		2022	2022	2024	-	318	-	-	-	-	318	-	-	-	318	318
					3,579	1,758	1,474	-	3,252	611	-	-	-	3,863		

	Specification of plan ^{1) 2)}	Qualifying period	Year of allo- cation	Shares with lock-in ³⁾	Opening balance 1.1 ⁴⁾	Allotted/purchased shares – not made available	Shares made available	Total shares with lock-in bonus scheme	Total shares with lock-in savings scheme	Total closing balance 31.12
Executive Vice President Compliance Signe Helliesen	Share saving programme	2020	2020	2022	471	-	471	-	-	-
2021		2021	2023	293	-	-	-	293	293	
2022		2022	2024	-	318	-	-	318	318	
					764	318	471	-	611	611
Executive Vice President, People, Communication and Sustainability Nina Moi Edvardsen	Annual bonus scheme	2022	2023	2023/2024/2025	-	1,458	-	1,458	-	1,458
	Share saving programme	2022	2022	2024	-	318	-	-	318	318
					-	1,776	-	1,458	318	1,776
Executive Vice President, HR and Business Support Gro Tveit (to 15.04.2021)	Share saving programme	2020	2020	2022	471	-	471	-	-	-
		2021	2021	2023	98	-	-	-	98	98
					569	-	471	-	98	98
Executive Vice President, People, Communication and Sustainability Thor Christian Haugland (to 01.09.2021)	Annual bonus scheme	2018	2019	2020/2021/2022	362	-	362	-	-	-
		2019	2020	2021/2022/2023	1,340	-	670	670	-	670
		2020			-	-	-	-	-	-
	Share saving programme	2021	2022	2023/2024/2025	716	-	-	716	-	716
		2020	2020	2022	471	-	471	-	-	-
		2021	2021	2023	195	-	-	-	195	195
					3,084	-	1,503	1,386	195	1,581
Executive Vice President Capital Market Tor Egil Aanestad	Annual bonus scheme	2018	2019	2020/2021/2022	2,230	-	2,230	-	-	-
		2019	2020	2021/2022/2023	7,710	-	3,855	3,855	-	3,855
		2020	2021	2022/2023/2024	5,560	-	1,853	3,707	-	3,707
		2021	2022	2023/2024/2025	4,683	-	-	4,683	-	4,683
		2022	2023	2023/2024/2025	-	5,106	-	5,106	-	5,106
	Share saving programme	2020	2020	2022	471	-	471	-	-	-
		2021	2021	2023	293	-	-	-	293	293
		2022	2022	2024	-	318	-	-	318	318
					20,947	5,424	8,409	17,351	611	17,962

1) The model for the annual bonus scheme is described in chapter 3

2) Shares are discounted by 30% in share saving programmes

3) Shares were transferred 1 year after the qualifying year, albeit subject to lock-in periods of 1, 2 and 3 years, respectively.

4) Opening balance is corrected with shares paid in arrears in 2023 for 2021

Exercise of the right to revoke shares

No shares were revoked in the 2022 financial year or previous financial years since no events have occurred that have resulted in such revocation being relevant.

6. Correspondence between the remuneration policy and the performance targets

The performance targets for executive personnel's variable remuneration for 2022 were chosen with the aim of promoting the company's strategy and encouraging conduct that was in the long-term interests of the company, the owners and the employees. When choosing performance targets, the strategic goals mentioned in chapter 4 are taken into account, and variable remuneration is directly linked to goal attainment in the group's strategic scorecard. For a more detailed description see chapter 4 and table 2. The bonus providing goals are both long-term (3 years) and short-term (1 year), although also linked to drivers that are important for future results. There are two reasons for this. The first is to ensure that we maintain a short-term focus on the activities and targets that create results within, for example, customer activities and simplification/streamlining. The second is to ensure that we also view the financial results from a 3-year perspective in which short-term volatility linked to, for example, market fluctuations is taken into account and offset. The social perspective related to sustainability is also taken account of in the performance goals, both as a separate goal and also as one of the criteria in the discretionary assessment. The group executive management team has, both individually and as a group, had opportunities to influence our chances of achieving the targets on which their variable remuneration is based.

SpareBank 1 SR-Bank achieved a good annual profit for 2022 and is meeting its goals, both in terms of return on equity and efficiency, which are measured as cost in relation to income. Both of these key figures are linked to the executive management team's bonus attainment. Employee satisfaction and customer satisfaction are also measured. Both of these parameters developed positively throughout 2022. Good work was also done on sustainability throughout the year and this KPI is also a target for 2022. These targets can represent an overall maximum bonus achievement of 22%. For 2022, the target attainment was 14.4%. A higher level of target attainment was not achieved because the targets linked to return on equity are measured over 3 years, where the difficult year of 2020 with its Covid-19 and low oil prices is still being counted, and the fact that full bonus achievement based on these criteria requires results well above target attainment. In addition to the targets taken from the strategic corporate scorecard, there is a profit bonus of 7.2% and an individual discretionary assessment of up to 8%. Individual bonuses are shown per person in table 1 and goal attainment as a percentage per parameter in table 2.

The board believes that this system helps to achieve the group's performance targets and that the variable remuneration earned for 2022 reflects the group's financial and non-financial results.

7. Comparison of variable remuneration and the company's results for the past 5 years

Table 4: Change remuneration of executive persons and change in company's key figures over the past 5 financial years

Annual change in remuneration for executive persons ^{1) 4)}		2022	2021	2020	2019	2018	Information regarding the financial year ¹⁾
CEO	Benedicte Schilbred Fasmer (from 1.1.2021)	15%	-				5,977
Chief Executive Officer	Arne Austreid (until 31.12.2020)			-19%	14%	5%	
CFO	Inge Reinertsen	22%	26%	-17%	7%	6%	4,064
Executive Vice President Large Corporates	Tore Medhus	24%	29%	-19%	6%	7%	4,001
Executive Vice President SME & Agriculture	Marianne Bakke (from 1.9.2021)	20%	-				2,776
Executive Vice President Retail Market	Roger Lund Antonesen (from 1.12.2021)	-1%	-				3,701
Executive Vice President Corporate Strategy and Projects	Jan Friestad ²⁾	10%	24%	-15%	5%	5%	3,508
Executive Vice President Technology Development and Business Processes	Glenn Sæther	24%	24%	-16%	10%	7%	3,677
Executive Vice President Risk Management	Frode Bø	22%	9%	3%	6%	2%	3,341
Executive Vice President Marketing, Insight and Customer Offer	Ella Skjørestad (from 15.2.2018)	5%	27%	-16%	12%	-	2,758
Executive Vice President Compliance	Signe Helliesen (from 1.1.2019)	19%	9%	4%	-		2,234
Executive Vice President, People, Communication and Sustainability	Nina Moi Edvardsen (from 15.10.2021)	4%	-				2,802
Executive Vice President, People, Communication and Sustainability	Thor-Christian Haugland (until 1.9.2021)		24%	-17%	9%	7%	
Executive Vice President, HR and Business Support	Gro Tveit (until 15.4.2021)		2%	3%	10%	-	
Executive Vice President Capital Market	Tor Egil Aanestad	0%	1%	-16%	7%	19%	5,671
Key figures for the SpareBank 1 SR-Bank Group		2022	2021	2020	2019	2018	
Change in net profit for the year		7%	98%	-49%	36%	10%	
Change in return on equity		0%	97%	-54%	24%	3%	
Change in average total assets		9%	7%	12%	9%	8%	
Change in listed share price		-9%	46%	-9%	12%	3%	
Change in average remuneration per employee ³⁾		-6%	20%	-10%	7%	2%	
Average number of employees in the group		1,634	1,495	1,374	1,331	1,251	

¹⁾ Remuneration includes total remuneration in accordance with table 1 less pension cost, commuter housing and extraordinary benefits.

²⁾ Executive Vice President Retail Market up to 30.11.2021 and Executive Vice President Corporate Strategy and Projects from 1.10.2021.

³⁾ Remuneration (less group executive management team) divided by the average number of FTEs, exclusive of the group executive management team. A high proportion of new employees at the end of 2022 has had an impact in terms of percentage.

⁴⁾ Upon resignation or accession during the year, the figures are annualised.

Comments on the table

In connection with phasing out defined benefit pensions for parts of the group executive management team, the composition of the total remuneration for the group executive management team was changed (see chapter 3 'pensions'). These people have transferred from a defined benefit and early retirement scheme to a defined contribution scheme for salaries in excess of 12G, and the changes were compensated for through higher fixed salaries. In addition, some market-related adjustments were also made to fixed salaries for some roles in the group executive management team. Overall, the restructuring is cost-neutral for the group.

The table shows a negative development in average remuneration per employee from 2021 to 2022. This was due to a high number of new employees at the end of 2022. The average number of employees in relation to total payroll costs therefore gives us a somewhat misleading picture of actual wage growth during 2022. For 2022, average wage growth in the bank was about 3.9%.

8. Remuneration of the board

This description only covers the remuneration/directors' remuneration the company's board members have received in their capacity as a board member of the company. In other words, it does not include remuneration that employee-elected board members have received in their capacity as an employee.

Directors' remuneration for board members of the board of directors is determined by the annual general meeting based on the recommendation of the group's nomination committee.

Board members receive a fixed fee and no board members have received any form of performance-based rewards or

have participated in any form of share saving programme. Kjetil Skjæveland was elected as a new board member at the annual general meeting in 2022. Skjæveland was employed by the company until 31.12.2021. He received a performance bonus for 2021 which was paid out in March 2022. The employee-elected board members have, however, in their capacity as an employee, taken part in the company's ordinary share saving programme for employees and received performance bonuses on a par with the other employees. One board member, Tor Dahle, has an agreement concerning a defined benefit pension scheme linked to their employment in SpareBank 1 SR-Bank before he became a board member. Dahle stepped down as a board member from the date of the annual general meeting in 2022.

Table 5: Overview of directors' remuneration for board members for 2022 and 2021, respectively

Role	Name	Type of remuneration	2022	2021
Chair of the board, chair of the remuneration committee and member of the risk committee	Dag Mejdell	Board remuneration	642	617
		Remuneration committee fee	38	35
		Remuneration Risk Committee	47	40
		Total remuneration	727	692
Board member and chair of the risk committee and member of the audit committee	Kate Henriksen	Board remuneration	317	292
		Remuneration committee fee ¹⁾	15	13
		Remuneration Risk Committee	47	
		Remuneration Audit Committee	50	50
		Total remuneration	428	355
Board member and member of the risk committee	Jan Skogseth	Board remuneration	317	292
		Remuneration Risk Committee	47	40
		Total remuneration	363	332
Board member, chair of the audit committee and member of the remuneration committee	Trine Sæther Romuld	Board remuneration	317	292
		Remuneration committee fee	34	
		Remuneration Audit Committee	58	35
		Total remuneration	409	327
Board member and member of the risk committee	Kjetil Skjæveland (from 28.4.2022)	Board remuneration	217	
		Remuneration Risk Committee	33	
		Total remuneration	250	
Board member, member of the audit committee	Camilla A.C. Tepfers (from 28.04.2022)	Board remuneration	217	
		Remuneration Audit Committee	33	
		Total remuneration	250	
Employee-elected board member and member of the remuneration committee	Sally Lund-Andersen	Board remuneration	317	292
		Remuneration committee fee	30	25
		Total remuneration	347	317
Employee-elected board member	Kristian Kristensen	Board remuneration	317	292
		Total remuneration	317	292
Board member, chair of the risk committee and member of the audit committee	Tor Dahle (to 28.4.2022)	Board remuneration	100	292
		Remuneration Audit Committee	12	35
		Remuneration Risk Committee	20	60
		Total remuneration	132	387
Board member and member of the risk committee	Ingrid Riddervold Lorange (until 1.9.2021)	Board remuneration		192
		Remuneration Risk Committee		20
		Total remuneration		212

¹⁾ Was member of the remuneration committee until April 2021.

Table 6: Overview of shares held by and loans to board members

Role	Name	Year	Number of shares ¹⁾	Loans
Chair of the board, chair of the remuneration committee and member of the risk committee	Dag Mejdell	2022	43,000	-
		2021	37,000	-
Board member and chair of the risk committee and member of the audit committee	Kate Henriksen	2022	1,500	-
		2021	1,500	-
Board member and member of the risk committee	Jan Skogseth	2022	10,000	1,253
		2021	10,000	1,300
Board member, chair of the audit committee and member of the remuneration committee	Trine Sæther Romuld	2022	-	-
		2021	-	2,857
Board member and member of the risk committee	Kjetil Skjæveland (from 28.4.2022) ²⁾	2022	74,978,829	7,929
		2021	-	-
Board member, member of the audit committee	Camilla A.C. Tepfers (from 28.04.2022)	2022	-	-
		2021	-	-
Employee-elected board member and member of the remuneration committee	Sally Lund-Andersen	2022	3,760	2,426
		2021	3,349	2,555
Employee-elected board member	Kristian Kristensen	2022	4,285	2,305
		2021	3,967	2,471
Board member, chair of the risk committee and member of the audit committee	Tor Dahle (to 28.4.2022) ²⁾	2021	72,457,858	1,500
Board member and member of the risk committee	Ingrid Riddervold Lorange (until 1.9.2021)	2021	-	-

¹⁾ Number of shares the person owns in SpareBank 1 SR-Bank as at 31.12. The figures also include shares belonging to immediate family members and known companies in which the person has a controlling influence, ref. section 1-2 of the Limited Liability Companies Act. In addition to this, the shares of the institution the individual representative was elected on behalf of are included.

²⁾ Kjetil Skjæveland took over as general manager of Sparebankstiftelsen SR-Bank after Tor Dahle from 1.1.2022.

Table 7: Development of directors' remuneration in the past 5 financial years¹⁾

Annual change in remuneration of the board ¹⁾		2022	2021	2020	2019	2018
Chair of the board, chair of the remuneration committee and member of the risk committee	Dag Mejdell	5%	3%	3%	3%	13%
Board member and chair of the risk committee and member of the audit committee	Kate Henriksen	21 %	6%	2%	13%	-10%
Board member and member of the risk committee	Jan Skogseth	9%	5%	3%	8%	-3%
Board member, chair of the audit committee and member of the remuneration committee	Trine Sæther Romuld (from 23.4.2020)	25%	5%	-	-	-
Board member and member of the risk committee	Kjetil Skjæveland (from 28.4.2022)	-	-	-	-	-
Board member and member of the audit committee	Camilla AC Tepfers (from 28.4.2022)	-	-	-	-	-
Employee-elected board member and member of the remuneration committee	Sally Lund-Andersen	9%	6%	3%	8%	5%
Employee-elected board member	Kristian Kristensen	9%	6%	3%	9%	7%
Board member, chair of the risk committee and member of the audit committee	Tor Dahle (to 28.4.2022)	-66%	10%	8%	7%	7%
Board member and member of the risk committee	Ingrid Riddervold Lorange (to 1.9.2021)	-	1%	-	-	-
Board member	Birthe Cecilie Lepsøe (until 23.4.2020)	-	-	2%	7%	6%
Board member	Therese Log Bergjord (until 23.4.2020)	-	-	2%	8%	-3%

¹⁾ Remuneration only includes directors' remuneration and remuneration for the risk committee, remuneration committee and audit committee.

9. Appendices

Table 8: Overview of number of shares held by executive personnel ¹⁾

		2022	2021	2020	2019	2018	2017
CEO	Benedicte Schilbred Fasmer (from 1.1.2021)	13,731	7,793				
CEO	Arne Austreid (until 31.12.2020)			115,468	107,998	100,006	94,156
CFO	Inge Reinertsen	95,543	93,813	92,686	88,023	83,529	80,433
Executive Vice President Large Corporates	Tore Medhus	61,545	59,793	58,666	53,670	49,147	46,051
Executive Vice President SME & Agriculture	Marianne Bakke (from 1.9.2021)	2,437	1,337				
Executive Vice President Retail Market	Roger Lund Antonesen (from 1.12.2021)	455					
Executive Vice President Corporate Strategy and Projects	Jan Friestad ²⁾	52,608	50,968	49,853	45,250	40,814	37,768
Executive Vice President Technology Development and Business Processes	Glenn Sæther	32,785	31,222	30,509	26,749	22,861	20,213
Executive Vice President Risk Management	Frode Bø	18,507	18,189	17,896	17,425	17,242	17,242
Executive Vice President Marketing, Insight and Customer Offer	Ella Skjørestad (from 15.2.2018)	10,893	9,475	8,830	5,967	3,937	
Executive Vice President Compliance	Signe Helliesen (until 1.1.2019)	1,356	1,038	745	274		
Executive Vice President, People, Communication and Sustainability	Nina Moi Edvardsen (from 15.10.2021)	10,318	10,000				
Executive Vice President, People, Communication and Sustainability	Thor-Christian Haugland (until 1.9.2021)			29,193	25,402	20,707	18,450
Executive Vice President, HR and Business Support	Gro Tveit (until 15.4.2021)			20,774	20,303	20,029	
Executive Vice President Capital Market	Tor Egil Aanestad	65,822	60,821	49,485	24,318	17,069	5,252

¹⁾ Number of shares the person owns in SpareBank 1 SR-Bank as at 31.12. The figures also include shares belonging to immediate family members and known companies in which the person has a controlling influence, ref. section 1-2 of the Limited Liability Companies Act. In addition to this, the shares of the institution the individual representative was elected on behalf of are included.

²⁾ Executive Vice President Retail Market from 30.11.2021.



To the General Meeting of Sparebank 1 SR-bank 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 Sparebank 1 SR-bank ASA report on salary and other remuneration to directors (the remuneration report) for the financial year ended 31 December 2022 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".

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

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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.

Stavanger , 8 March 2023
PricewaterhouseCoopers AS

Torbjørn Larsen
State Authorised Public Accountant

Note: This translation from Norwegian has been prepared for information purposes only.



Our aim is to stimulate
growth and development

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