



Executive Remuneration Report 2023

Executive Remuneration Report

Presented to the general meeting on 18.04.2024

1. Introduction

The board's summary of the remuneration model

SpareBank 1 SR-Bank ASA (the "company" and together with its subsidiaries "the group") delivered good financial results for 2023. The year was characterised by turbulence, both globally with the wars in Ukraine and Israel, but also nationally with high inflation and higher interest rates. This is causing uneasiness and concern among both corporate and retail customers. However, SpareBank 1 SR-Bank still delivered a good profit for the year characterised by good underlying growth, good operations and low losses. Please see the annual report for further information about the company's results for 2023.

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.

The board had adopted strategic and financial targets for the 2023 financial year. These were followed up throughout the year, including through the use of a strategic corporate scorecard. The scorecard includes the most important strategic areas with associated targets, both financial and non-financial. The performance targets for executive personnel's variable remuneration for 2023 were linked to the strategic corporate scorecard with the aim of promoting the company's strategy and stimulating 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 long-term financial targets include the years 2021, 2022 and 2023. SpareBank 1 SR-Bank has achieved good results in these years, which is reflected in the bonus attainment for 2023. According to the group's internal regulations for variable remuneration, the board may choose not to include special income and costs in the results that provide bonuses. For 2023, the NOK 421 million gain from the sale of SR-Markets and the NOK 150 million write-down of shares in Kreditor in SpareBank 1 Gruppen have not been included in the bonus-giving results (for neither the profit bonus nor the bonus scheme for the group executive management team).

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 term and the long term.

Changes to the group executive management team in 2023

No changes were made to the composition of the group executive management team in 2023.

Remuneration committee

A specific 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 at www.sr-bank.no.

The remuneration committee held five meetings in 2023.

2. Compliance with the executive remuneration policy for the 2023 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 personnel dated 11.12.2020, and section 7-31b of the Accounting Act. Executive personnel 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'). SR-Bank Markets was sold to SpareBank 1 Markets in mid-December 2023 and will not be included in SpareBank 1 SR-Bank's reporting going forward. The head of SR-Bank Markets took retirement at the same time.

In the opinion of the board, the remuneration for executive personnel for the 2023 financial year was in line with the executive remuneration policy, which, together with the executive remuneration report for 2022, was

unanimously approved by the company's annual general meeting on 13.04.2023 ("Executive remuneration policy in SpareBank 1 SR-Bank" – available at www.sr-bank.no). However, please see point 4 below about variable remuneration.

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 point 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.

Benefits in kind

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

Pensions

A defined contribution pension agreement has been entered into for the CEO for salary above 12G (G = National Insurance basic amount). 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 CEO's retirement age is the same as for other employees in the group. A disability pension insurance policy has also been taken out for salary above 12G for the CEO.

In 2022, a defined contribution pension scheme was established for salaries above 12G for members of the group 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 group 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.

For those in the group executive management team who until 2021 were covered by a defined benefit pension scheme, a new scheme for salaries above 12G was negotiated in 2022. 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 group executive management team. The retirement age for those in the group executive management team who have previously had a funded operating pension agreement is 62. For other members of the group 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 personnel in 2023 and 2022

		Fixed remuneration			
		Year	Fixed salary ¹⁾	Remuneration ²⁾	Commuter housing
CEO	Benedicte Schilbred Fasmer	2023	4,714	323	456
		2022	4,360	337	448
CFO	Inge Reinertsen	2023	3,194	303	
		2022	2,928	286	
Executive Vice President Large Corporates	Tore Medhus	2023	3,198	284	
		2022	2,929	222	
Executive Vice President SME & Agriculture	Marianne Bakke	2023	2,200	292	
		2022	1,937	277	
Executive Vice President Retail Market	Roger Lund Antonsen	2023	3,024	320	315
		2022	2,609	271	286
Executive Vice President Corporate Strategy and Projects	Jan Friestad	2023	2,720	322	
		2022	2,525	263	
Executive Vice President Technology Development and Business Processes	Glenn Sæther	2023	2,870	340	
		2022	2,628	294	
Executive Vice President Risk Management	Frode Bø ⁴⁾	2023	2,770	672	
		2022	2,573	584	
Executive Vice President Marketing, Insight and Customer Offer	Ella Skjørestad	2023	2 173	236	
		2022	1,962	240	
Executive Vice President Compliance	Signe Helliesen ⁴⁾	2023	1 800	624	
		2022	1,639	480	
EVP People, Sustainability and Communication	Nina Moi Edvardsen	2023	2,231	417	300
		2022	1,933	289	134
Executive Vice President Capital Market	Tor Egil Aanestad (to 17.12.2023)	2023	2,786	656	
		2022	2,741	680	

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⁾	Pension costs	Total remuneration	Accrued pension rights	Fixed and variable remuneration share		Directors' remuneration ⁵⁾	Directors' remuneration from	Loans
				Fixed	Variable			
2,202	1 156	8,851	3,183	75%	25%	329 292 31 652	Fremtind Forsikring AS SpareBank 1 Gruppen AS SpareBank 1 Utvikling DA Total	5,703
1,280	1,099	7,524	1,764	83%	17%	323 299 39 661	SpareBank 1 Gruppen AS SpareBank 1 Utvikling DA Fremtind Forsikring AS Total	6,148
1,453	543	5,493	16,315	74%	26%	206 155 361	BN Bank ASA SpareBank 1 Markets AS Total	8,000
850	515	4,579	13,663	81%	19%	150 95 245	SpareBank 1 Markets AS SpareBank 1 Næringskreditt AS Total	8,200
1,360	540	5,382	20,399	75%	25%	289 100 389	BN Bank ASA SpareBank 1 Factoring AS Total	3,397
850	514	4,515	18,378	81%	19%	265 96 361	BN Bank ASA SpareBank 1 Factoring AS Total	2,870
860	379	3,731	302	77%	23%			6,210
562	334	3,110	128	82%	18%			6,000
1,196	523	5,378	726	78%	22%	147 147	SpareBank 1 Kreditt AS Total	19,141
821	509	4,496	299	82%	18%			19,779
1,258	447	4,747	559	73%	27%	181 144 20 20 365	SpareBank 1 Forvaltning AS SpareBank 1 Betaling AS BankID BankAxept AS Vipps Holding AS Total	3,548
720	423	3,931	230	82%	18%	175 142 139 456	SpareBank 1 Forvaltning AS SpareBank 1 Kreditt AS SpareBank 1 Betaling AS Total	3,727
1,084	486	4,780	15,119	77%	23%	100 100 Total	Nordic Edge AS Total	8,914
755	460	4,137	12,687	82%	18%	100 57 157 Total	Nordic Edge AS SpareBank 1 Verdipapirservice AS Total	9,136
368	463	4,273	14,396	91%	9%			4,000
184	436	3,777	12,699	95%	5%			3,999
840	365	3,614	290	77%	23%	125 125	Fremtind Service AS Total	3,198
556	330	3,088	128	82%	18%	64 64	Fremtind Service AS Total	3,667
368	300	3,092	138	88%	12%			9,200
115	265	2,499	57	95%	5%	15 15	Talentstiftelsen G9alt Total	9,200
760	388	4,096	331	81%	19%	30 30	Spleis AS Total	10,371
580	363	3,299	152	82%	18%			14,542
-	189	3,631		100%	0%			
2,250	186	5,857		62%	38%			-

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

⁵⁾ Fees received for board positions in SpareBank 1 Alliance and associated companies.

⁶⁾ Paid and earned variable remuneration 2023. 50% paid in cash in 2023 and 50% distributed in shares in 2024.

4. Variable remuneration of executive personnel in 2023

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 group 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 2023 was set based on target attainment with respect to the following main criteria:

- Long-term financial targets
- 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.

Performance bonus

SpareBank 1 SR-Bank has established a performance bonus scheme that covers all employees and regular temporary 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 2023 was 10.0% 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 point 3. Nor are any types of options issued to the institution's employees.

Table 2: Model for variable remuneration for 2023 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)	10%	25%	9.5%
	benchmarking against competitors	3%	8%	3.0%
	Efficiency in relation to costs/income	10%	25%	10.0%
	Group performance bonus			
Customers/ employees	Customer satisfaction	3%	8%	1.5%
	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 2023	8%	20%	5%-8.0%
Total max bonus payout		40%	100%	35%-40%

Departures from the group's executive remuneration policy

As stated in point 9 of the policy, the board may, in individual cases, depart from the group's executive remuneration policy. This should only occur in extraordinary situations and the board must specify the reasons for the departure in writing.

Significant efforts have been made over several years to improve the group's competitiveness in order to achieve the group's long-term strategic goals. In 2023, this resulted in a decision to merge with SpareBank 1 Sørøst-Norge, the merger of SR Markets into SpareBank 1 Markets, a decision to merge SpareBank 1 Gruppen and Eika's credit card companies and a decision to merge Fremtind and Eika's insurance companies. The variable remuneration framework was increased for 2023 in order to motivate achievement of the strategic goals and at the same time recognise the significant additional work done to achieve these results. Four people in the group executive management team will, due to these changes, receive more than the 40% variable remuneration that is applicable in line with the group's policy ("Executive remuneration policy in SpareBank 1 SR-Bank"). This is not considered to be in breach of section 15-1(e) of the Regulations since the total variable remuneration is less than 50% of salary, which is the maximum amount according to the Regulations.

Individuals in risk management and compliance have also received remuneration in line with what is mentioned above, even though it follows from the policy that employees with control responsibilities should not normally receive variable remuneration beyond a performance bonus. This is not considered to be contrary to section 15(1)(e) of the Regulations. The remuneration provided was related to the work on the long-term strategic areas described above and not based on financial performance. It is not considered to have influenced the employees' independence in relation to the control tasks they perform.

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 5 years for 80% of the shares. 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. The shares are bought in the market and the price is set at the average price for the last 5 business days before allocation. 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 can also be revoked if it emerges that the recipient has: (i) participated in or been responsible for actions that caused the group significant loss; ii) failed to meet suitability and reputation standards; and iii) committed a gross breach of duty or some other material breach of their 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. The board determines the annual amount that can be saved and the discount level for the programme. 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 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 saving programme

	Specification of plan ^{1) 2)}	Qualifying period	Year of allo- cation	Shares with lock-in ³⁾	Opening balance 01.01 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	-	919	1,835	-	1,835
		2022	2023	2024/2025/2026	3,316	-	1,105	2,211	-	2,211
		2023	2024	2025/2026/2027/2028	-	5,013	-	5,013	-	5,013
	Share saving programme	2021	2021	2023	293	-	293	-	-	-
		2022	2022	2024	318	-	-	-	318	318
		2023	2023	2025	-	293	-	-	293	293
					6,681	5,306	2,317	9,059	611	9,670
Chief Executive Officer Arne Austreid	Annual bonus scheme	2019	2020	2021/2022/2023	1,373	-	1,373	-	-	-
		2020			-	-	-	-	-	-
						1,373	-	1,373	-	-
CFO Inge Reinertsen	Annual bonus scheme	2019	2020	2021/2022/2023	825	-	825	-	-	-
		2020			-	-	-	-	-	-
		2021	2022	2023/2024/2025	1,489	-	496	993	-	993
		2022	2023	2024/2025/2026	2,201	-	734	1,467	-	1,467
	Share saving programme	2023	2024	2025/2026/2027/2028	-	3,308	-	3,308	-	3,308
		2021	2021	2023	293	-	293	-	-	-
		2022	2022	2024	318	-	-	-	318	318
		2023	2023	2025	-	293	-	-	293	293
					5,126	3,601	2,348	5,768	611	6,379
Executive Vice President Large Corporates Tore Medhus	Annual bonus scheme	2019	2020	2021/2022/2023	936	-	936	-	-	-
		2020			-	-	-	-	-	-
		2021	2022	2023/2024/2025	1,490	-	497	993	-	993
		2022	2023	2024/2025/2026	2,106	-	702	1,404	-	1,404
		2023	2024	2025/2026/2027/2028	-	2,958	-	2,958	-	2,958
	Share saving programme	2021	2021	2023	293	-	293	-	-	-
		2022	2022	2024	318	-	-	-	318	318
		2023	2023	2025	-	293	-	-	293	293
					5,143	3,251	2,428	5,355	611	5,966
Executive Vice President SME & Agriculture Marianne Bakke	Annual bonus scheme	2021	2022	2023/2024/2025	509	-	170	339	-	339
		2022	2023	2024/2025/2026	1,455	-	485	970	-	970
		2023	2024	2025/2026/2027/2028	-	1,958	-	1,958	-	1,958
	Share saving programme	2021	2021	2023	293	-	293	-	-	-
		2022	2022	2024	318	-	-	-	318	318
		2023	2023	2025	-	293	-	-	293	293
					2,575	2,251	948	3,267	611	3,878

	Specification of plan ^{1) 2)}	Qualifying period	Year of allocation	Shares with lock-in ³⁾	Opening balance 01.01 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	-	47	97	-	97
		2022	2023	2024/2025/2026	2,310	-	770	1,540	-	1,540
		2023	2024	2025/2026/2027/2028	-	2,885	577	2,308	-	2,308
	Share saving programme	2022	2022	2024	318	-	-	-	318	318
		2023	2023	2025	-	293	-	-	293	293
					2,772	3,178	1,394	3,945	611	4,556
Executive Vice President Corporate Strategy and Projects Jan Friestad	Annual bonus scheme	2019	2020	2021/2022/2023	814	-	814	-	-	-
		2020			-	-	-	-	-	-
		2021	2022	2023/2024/2025	1,380	-	459	921	-	921
		2022	2023	2024/2025/2026	1,865	-	622	1,243	-	1,243
		2023	2024	2025/2026/2027/2028	-	2,734	-	2,734	-	2,734
	Share saving programme	2021	2021	2023	293	-	293	-	-	-
		2022	2022	2024	318	-	-	-	318	318
		2023	2023	2025	-	293	-	-	293	293
					4,670	3,027	2,188	4,898	611	5,509
Executive Vice President Technology Development and Business Processes Glenn Sæther	Annual bonus scheme	2019	2020	2021/2022/2023	764	-	764	-	-	-
		2020			-	-	-	-	-	-
		2021	2022	2023/2024/2025	1,314	-	438	876	-	876
		2022	2023	2024/2025/2026	1,956	-	652	1,304	-	1,304
		2023	2024	2025/2026/2027/2028	-	2,468	-	2,468	-	2,468
	Share saving programme	2021	2021	2023	-	-	-	-	-	-
		2022	2022	2024	318	-	-	-	318	318
		2023	2023	2025	-	-	-	-	-	-
					4,352	2,468	1,854	4,648	318	4,966
Executive Vice President Risk Management Frode Bø	Share saving programme	2021	2021	2023	293	-	293	-	-	-
		2022	2022	2024	318	-	-	-	318	318
		2023	2023	2025	-	293	-	-	293	293
	Annual bonus scheme ⁵⁾	2023	2023	2025/2026/2027/2028		217	-	217		217
					611	510	293	217	611	828
Executive Vice President Marketing, Insight and Customer Offer Ella Skjørestad	Annual bonus scheme	2019	2020	2021/2022/2023	652	-	652	-	-	-
		2020			-	-	-	-	-	-
		2021	2022	2023/2024/2025	1,160	-	386	774	-	774
		2022	2023	2024/2025/2026	1,440	-	480	960	-	960
		2023	2024	2025/2026/2027/2028	-	1,912	-	1,529	-	1,529
	Share saving programme	2021	2021	2023	293	-	293	-	-	-
		2022	2022	2024	318	-	-	-	318	318
		2023	2023	2025	-	293	-	-	293	293
					3,863	2,205	1,811	3,263	611	3,874

	Specification of plan ^{1) 2)}	Qualifying period	Year of allo- cation	Shares with lock-in ³⁾	Opening balance 01.01 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	2021	2021	2023	293	-	293	-	-	-
		2022	2022	2024	318	-	-	-	318	318
		2023	2023	2025	-	293	-	-	293	293
	Annual bonus scheme ⁵⁾	2023	2023	2025/2026/2027/2028		455	91	364		364
					611	748	384	364	611	975
Executive Vice President, People, Communication and Sustainability Nina Moi Edvardsen	Annual bonus scheme	2022	2023	2024/2025/2026	1,458	-	486	972	-	972
		2023	2024	2025/2026/2027/2028	-	1,677	335	1,342	-	1,342
	Share saving programme	2022	2022	2024	318	-	-	-	318	318
		2023	2023	2025	-	293	-	-	293	293
					1,776	1,970	821	2,314	611	2,925
Executive Vice President, HR and Business Support Gro Tveit (to 15.04.2021)	Share saving programme	2021	2021	2023	98	-	98	-	-	-
							98	-	98	-
Executive Vice President, People, Communication and Sustainability Thor Christian Haugland (to 01.09.2021)	Annual bonus scheme	2019	2020	2021/2022/2023	670	-	670	-	-	-
		2020			-	-	-	-	-	-
		2021	2022	2023/2024/2025	716	-	-	-	-	-
	Share saving programme	2021	2021	2023	195	-	195	-	-	-
					1,581	-	865	-	-	-
Direktør Kapitalmarked Tor Egil Aanestad (til 17.12.2023)	Årlig bonusordning	2019	2020	2021/2022/2023	3,855	-	3,855	-	-	-
		2020	2021	2022/2023/2024	3,707	-	1,853	1,854	-	1,854
		2021	2022	2023/2024/2025	4,683	-	1,561	3,122	-	3,122
		2022	2023	2024/2025/2026	5,106	-	1,702	3,404	-	3,404
	Aksjespare- program	2021	2021	2023	293	-	293	-	-	-
		2022	2022	2024	318	-	-	-	318	318
		2023	2023	2025	-	293	-	-	293	293
					17,962	293	9,264	8,380	611	8,991

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) The opening balance has been corrected with shares repaid in 2023 for 2021.

5) Extraordinary appreciation 2023.

Exercise of the right to revoke shares

No shares were revoked in the 2023 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 2023 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 point 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 point 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 2023 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 group executive management team's bonus attainment. There are also targets related to customer and employee satisfaction and the group's work on sustainability. All of these parameters developed positively throughout the year and generally helped achieve the targets for 2023. These targets can represent an overall maximum bonus attainment of 22%. For 2023, the target attainment was 20%. In addition to the targets taken from the strategic corporate scorecard, there is a profit bonus of 10.0% 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 2023 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 personnel and change in company's key figures over the past 5 financial years

Annual change in remuneration for executive personnel ^{1) 4)}		2023	2022	2021	2020	2019	Information regarding the financial year ¹⁾
CEO	Benedicte Schilbred Fasmer (from 01.01.2021)	21%	15%	-			7,239
Chief Executive Officer	Arne Austreid (to 31.12.2020)				-19%	14%	
CFO	Inge Reinertsen	22%	22%	26%	-17%	7%	4,950
Executive Vice President Large Corporates	Tore Medhus	21%	24%	29%	-19%	6%	4,842
Executive Vice President SME & Agriculture	Marianne Bakke (from 01.09.2021)	21%	20%	-			3,352
Executive Vice President Retail Market	Roger Lund Antonesen (from 01.12.2021)	23%	-1%	-			4,540
Executive Vice President Corporate Strategy and Projects	Jan Friestad ²⁾	23%	10%	24%	-15%	5%	4,300
Executive Vice President Technology Development and Business Processes	Glenn Sæther	17%	24%	24%	-16%	10%	4,294
Executive Vice President Risk Management	Frode Bø	14%	22%	9%	3%	6%	3,810
Executive Vice President Marketing, Insight and Customer Offer	Ella Skjørestad	18%	5%	27%	-16%	12%	3,249
Executive Vice President Compliance	Signe Helliesen (from 01.01.2019)	25%	19%	9%	4 %	-	2,792
EVP People, Sustainability and Communication	Nina Moi Edvardsen (from 15.10.2021)	22%	4 %	-			3,408
EVP Sustainability and Communication	Thor-Christian Haugland (to 01.09.2021)			24%	-17%	9%	
Executive Vice President, HR and Business Support	Gro Tveit (to 15.04.2021)			2%	3%	10%	
Executive Vice President Capital Market	Tor Egil Aanestad (to 17.12.2023)	-39%	0%	1%	-16%	7%	3,442
Key figures for the SpareBank 1 SR-Bank Group		2023	2022	2021	2020	2019	
Change in net profit for the year		32%	7%	98%	-49%	36%	
Change in return on equity		22%	0%	97%	-54%	24%	
Change in average total assets		13%	9%	7%	12%	9%	
Change in listed share price		7%	-9%	46%	-9%	12%	
Change in average remuneration per employee ³⁾		9%	-6%	20%	-10%	7%	
Average number of employees in the group		1,711	1,634	1,495	1,374	1,331	

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 01.10.2021.

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 in 2023 has had an impact in terms of percentage.

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

Comments on the table

The table shows high growth in total remuneration for the group executive management team from 2022 to 2023. This was mainly attributable to good bonus payments. This applies to both performance bonuses, which is a collective arrangement, and the individual bonus arrangements that apply to most members of the group executive management team. A detailed description of the arrangements and attainment is provided earlier in the report. In addition to the ordinary wage settlement, which for the group executive management team amounted to 4.8% in 2023, fixed salaries also increased somewhat due to the effects of changes made in 2022 related to the closing of a defined-benefit pension scheme for parts of the group executive

management team. At the same time, market adjustments were made, both in 2022 and in 2023, to the fixed salaries of certain personnel in the group executive management team.

The change in average remuneration per employee from 2022 to 2023 resulted from a combination of a good wage settlement averaging 5.35%, full performance bonus attainment of 10.0% in 2023 compared with 7.2% in 2022, as well as pressure on pay, both in connection with new hires and among the group's employees.

In terms of key figures, these show that 2023 was a very good year for SpareBank 1 SR-Bank in terms of both returns and growth. The increase in the bonus attainment is thus a natural consequence of a good financial year.

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. 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 former 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 2023 and 2022, respectively

Role	Name	Type of remuneration	2023	2022
Chair of the board, chair of the remuneration committee and member of the risk committee	Dag Mejdell	Board remuneration	683	642
		Remuneration committee fee	40	38
		Remuneration Risk Committee	50	47
		Total remuneration	773	727
Board member, chair of the risk committee and member of the audit committee	Kate Henriksen	Board remuneration	333	317
		Remuneration committee fee ¹⁾		15
		Remuneration Risk Committee	70	47
		Remuneration Audit Committee	50	50
		Total remuneration	453	428
Board member and member of the risk committee	Jan Skogseth	Board remuneration	333	317
		Remuneration Risk Committee	50	47
		Total remuneration	383	363
Board member, chair of the audit committee and member of the remuneration committee	Trine Sæther Romuld	Board remuneration	333	317
		Remuneration committee fee	30	34
		Remuneration Audit Committee	70	58
		Total remuneration	433	409
Board member and member of the risk committee	Kjetil Skjæveland (from 28.04.2022)	Board remuneration	333	217
		Remuneration Risk Committee	50	33
		Total remuneration	383	250
Board member, member of the audit committee	Camilla A.C. Tepfers (from 28.04.2022)	Board remuneration	333	217
		Remuneration Audit Committee	50	33
		Total remuneration	383	250
Employee-elected board member and member of the remuneration committee	Sally Lund-Andersen	Board remuneration	333	317
		Remuneration committee fee	30	30
		Total remuneration	363	347
Employee-elected board member	Kristian Kristensen	Board remuneration	333	317
		Total remuneration	333	317
Board member, chair of the risk committee and member of the audit committee	Tor Dahle (to 28.04.2022)	Board remuneration		100
		Remuneration Audit Committee		12
		Remuneration Risk Committee		20
		Total remuneration		132

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	No. of shares ¹⁾	Loans
Chair of the board, chair of the remuneration committee, and member of the risk committee	Dag Mejdell	2023	43,000	-
		2022	43,000	-
Board member and chair of the risk committee and member of the audit committee	Kate Henriksen	2023	1,500	-
		2022	1,500	-
Board member and member of the risk committee	Jan Skogseth	2023	10,000	1,253
		2022	10,000	1,253
Board member, chair of the audit committee and member of the remuneration committee	Trine Sæther Romuld	2023	-	-
		2022	-	-
Board member and member of the risk committee	Kjetil Skjæveland (from 28.04.2022) ²⁾	2023	78,678,829	7,682
		2022	74,978,829	7,929
Board member, member of the audit committee	Camilla A.C. Tepfers (from 28.04.2022)	2023	-	-
		2022	-	-
Employee-elected board member and member of the remuneration committee	Sally Lund-Andersen	2023	4,053	2,317
		2022	3,760	2,426
Employee-elected board member	Kristian Kristensen	2023	4 578	2,176
		2022	4,285	2,305

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 is the general manager of Sparebankstiftelsen SR-Bank. The number of treasury shares was 2,014 and the number owned by Sparebankstiftelsen SR-Bank was 78,676,815.

Table 7: Development of directors' remuneration in the past 5 financial years ¹⁾

Annual change in remuneration of the board ¹⁾		2023	2022	2021	2020	2019
Chair of the board, chair of the remuneration committee and member of the risk committee	Dag Mejdell	6%	5%	3%	3%	3%
Board member and chair of the risk committee and member of the audit committee	Kate Henriksen	6%	21 %	6%	2%	13%
Board member and member of the risk committee	Jan Skogseth	6%	9%	5%	3%	8%
Board member, chair of the audit committee and member of the remuneration committee	Trine Sæther Romuld (from 23.04.2020)	6%	25%	5%	-	
Board member and member of the risk committee	Kjetil Skjæveland (from 28.04.2022)	53%	-			
Board member and member of the audit committee	Camilla A.C. Tepfers (from 28.04.2022)	53%	-			
Employee-elected board member and member of the remuneration committee	Sally Lund-Andersen	5%	9%	6%	3%	8%
Employee-elected board member	Kristian Kristensen	5%	9%	6%	3%	9%
Board member, chair of the risk committee and member of the audit committee	Tor Dahle (to 28.04.2022)		-66%	10%	8%	7%
Board member and member of the risk committee	Ingrid Riddervold Lorange (to 01.09.2021)			1%	-	
Board member	Birthe Cecilie Lepsøe (to 23.04.2020)				2%	7%
Board member	Therese Log Bergjord (to 23.04.2020)				2%	8%

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⁾

		2023	2022	2021	2020	2019	2018
CEO	Benedicte Schilbred Fasmer (from 01.01.2021)	17,474	13,731	7,793			
CEO	Arne Austreid (to 31.12.2020)				115,468	107,998	100,006
CFO	Inge Reinertsen	101,114	95,543	93,813	92,686	88,023	83,529
Executive Vice President Large Corporates	Tore Medhus	64,000	61,545	59,793	58,666	53,670	49,147
Executive Vice President SME & Agriculture	Marianne Bakke (from 01.09.2021)	4,205	2,437	1,337			
Executive Vice President Retail Market	Roger Lund Antonesen (from 01.12.2021)	3,065	455				
Executive Vice President Corporate Strategy and Projects	Jan Friestad ²⁾	54,824	52,608	50,968	49,853	45,250	40,814
Executive Vice President Technology Development and Business Processes	Glenn Sæther	34,810	32,785	31,222	30,509	26,749	22,861
Executive Vice President Risk Management	Frode Bø	18,800	18,507	18,189	17,896	17,425	17,242
Executive Vice President Marketing, Insight and Customer Offer	Ella Skjørestad (from 15.02.2018)	12,686	10,893	9,475	8,830	5,967	3,937
Executive Vice President Compliance	Signe Helliesen (to 01.01.2019)	1,649	1,356	1,038	745	274	
Executive Vice President People, Sustainability and Communication	Nina Moi Edvardsen (from 15.10.2021)	12,069	10,318	10,000			
Executive Vice President Communications and Sustainability	Thor-Christian Haugland (to 01.09.2021)				29,193	25,402	20,707
Executive Vice President HR and Business Support	Gro Tveit (to 15.04.2021)				20,774	20,303	20,029
Executive Vice President Capital Market	Tor Egil Aanestad (to 17.12.2023)		65,822	60,821	49,485	24,318	17,069

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.

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 2023 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 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, 13 March 2024

PricewaterhouseCoopers AS

Gunnar Slettebø

State Authorised Public Accountant

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

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