

Report by the Board of Directors on the Remuneration Committee's Evaluation of Remuneration to Executive Management, etc.

The Board of Directors of Thule Group AB (publ) has established a Remuneration Committee, comprised of chairman Hans Eckerström and Bengt Baron. Since the 2019 Annual General Meeting, the Committee has held three meetings at which minutes were kept, with informal contacts between these meetings when necessary.

The Remuneration Committee's tasks includes to monitor and evaluate programs for variable remuneration for executive management, the application of the guidelines for remuneration to executive management adopted by the Annual General Meeting, as well as current remuneration structures and levels in the company. As set forth in Rule 10.3 of the Swedish Corporate Governance Code, the Board of Directors hereby gives the following report on the results of the evaluation by the Remuneration Committee. The report covers the period after the 2019 Annual General Meeting.

The Remuneration Committee has monitored and continuously evaluated the company's programs for variable remuneration for senior executives, both ongoing and those that have ended during the year. The Remuneration Committee is of the opinion that the guidelines for remuneration to the executive management adopted by the 2019 Annual General Meeting have been applied in a correct manner, and that the programs for variable remuneration have fulfilled their objectives and functioned well. Furthermore, the company's warrant program which was implemented by the 2017 Annual General Meeting is considered to have contributed to an increased alignment of interests between the participants and the shareholders and promoted a long-term commitment in the company. Against this background, the Board of Directors propose that the Annual General Meeting 2020 resolves to adopt a corresponding warrant program.

The Remuneration Committee is of the opinion that the guidelines for remuneration to executive management adopted by the 2019 Annual General Meeting have been applied in a correct manner, and that the guidelines have fulfilled their objectives and functioned well. Moreover, the Committee considers the company's remuneration structures and levels to be in line with market practice and well-balanced.

Malmö in March 2020

The Board of Thule Group AB (publ)