

# Annual General Meeting 2026

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# Nomination Committee's proposal and reasoned statement



## The Nomination Committee's proposals and reasoned statement to the Annual General Meeting 2026

The Nomination Committee ahead of the AGM 2026 has consisted of Johan Hjertonsson (Investment AB Latour, Chair of the Nomination Committee), Mikael Ekdahl (Melker Schörling AB), Elisabet Jamal Bergström (SEB Fonder), Joachim Spetz (Swedbank Robur Fonder) and Anna Henricsson (Handelsbanken Fonder).

### The Nomination Committee's proposals

The Nomination Committee has proposed the following:

- Jan Svensson, Chair of the Board, shall be elected Chair of the AGM (item 2).
- The number of Board members shall be seven, with no deputy members (item 11).
- Fees to the Board members for the period up to and including the AGM 2027 shall amount to SEK 12 745 000 in total (including fees for committee work). The proposed total fees are an increase of approximately eight (8) percent compared with the total fees for the previous year, adjusted for the number of Board members.

It is the Nomination Committee's expectation that part of the fee should be used to increase holdings of Securitas' shares among the Board members.

The fees shall be distributed between the Board members as follows: the Chair of the Board shall receive SEK 3 650 000 and each of the other Board members shall receive SEK 1 265 000 (item 12).

As consideration for the committee work, the Chair of the Audit Committee shall receive SEK 560 000, the Chair of the Remuneration Committee shall receive SEK 150 000, the members of the Audit Committee each SEK 360 000 and the members of the Remuneration Committee each SEK 75 000 (item 12).

- The auditor's fees are proposed to be paid as per agreement (item 12).
- Re-election of the Board members Jan Svensson, Åsa Bergman, Fredrik Cappelen, Massimo Grassi, Sofia Schörling Högberg, Johan Menckel and Jill D. Smith. Harry Klagsbrun has declined re-election (item 13).
- Jan Svensson shall be re-elected as Chair of the Board (item 13).
- In accordance with the Audit Committee's recommendation, re-election of the auditing firm Ernst & Young AB, for a period up to and including the AGM 2027. Ernst & Young AB has informed that Rickard Andersson will be auditor in charge (item 14).

Information about the proposed Board members is available on the company website, [www.securitas.com](http://www.securitas.com).

### The Nomination Committee's reasoned statement

The Nomination Committee proposes re-election of the Board members Jan Svensson, Åsa Bergman, Fredrik Cappelen, Massimo Grassi, Sofia Schörling Högberg, Johan Menckel and Jill D. Smith. Jan Svensson is proposed for re-election as Chair of the Board. Harry Klagsbrun has declined re-election.

It is the opinion of the Nomination Committee that the proposed Board members, with their respective experiences and expertise, would contribute to the continued development of Securitas AB and consequently constitute valuable assets in the Board of the Company.

Prior to the Annual General Meeting 2026, the Nomination Committee has held four meetings and has had continuous contacts in between. As basis for its proposal, the Nomination Committee has taken into account the complete outcome of the performed evaluation of the Board and its work, the Chair of the Board's report on the Board's work, and carried out interviews with individual Board members. The Nomination Committee has thoroughly discussed the size of the Board and



the requirements regarding qualifications, experience and background that can be asked from the Board of Securitas AB, considering, among other things, the strategic development, management and control of the company.

Matters relating to independence have been highlighted and by applying a diversity policy, consisting of Section 4.1 in the Swedish Corporate Governance Code, the Nomination Committee has sought to establish a Board composition with gender balance, characterized by diversity and width regarding the qualifications, experience and background of the Board members. It is the opinion of the Nomination Committee that the current Board is well functioning and competent considering the company's operations, phase of development and other relevant circumstances.

The percentage of women in the Board of Securitas would with the current proposal be approximately 43 percent, which is in line with the target level stipulated by the Swedish Corporate Governance Board. It is the ambition of the Nomination Committee to continuously work to create and maintain an equal gender distribution on the Board.

The Nomination Committee has carefully discussed and evaluated the level of the board fees, including compensation for committee work performed. To maintain and attract international expertise, the fees should be globally competitive.

Following an analysis of Securitas' conditions and objectives, the Nomination Committee has concluded that an increase in board fees is motivated. Last year's increase constituted a step in a necessary adjustment towards market levels. As the gap to these levels still remains, the Nomination Committee considers that a further adjustment is motivated. A significant factor motivating this increase is the need to facilitate international recruitment and attract foreign expertise. Securitas has operations in 44 markets globally, which underlines the need to recruit board members with international experience and competence. Furthermore, the Nomination Committee has considered that larger structural acquisitions have altered the group's complexity, which entails an increased workload and responsibility for the board.

The Nomination Committee expects that the board invest a part of the fees in Securitas AB shares, which strengthens the board's commitment and long-term interest.

When assessing the independence of the proposed Board members, the Nomination Committee has found that the proposed composition of the Board of Securitas AB meets the requirements regarding independence set forth in the Swedish Corporate Governance Code.

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Stockholm in March 2026

The Nomination Committee of Securitas AB (publ)

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## Board's proposals and statements



## Statement of the Board of Directors pursuant to Chapter 18, Section 4 of the Swedish Companies Act

The Board of Directors has proposed that the year's profit and retained earnings be allocated as follows:

	SEK
a dividend to the shareholders of SEK 5.30 per share	3 036 463 026
to be carried forward	44 496 520 034
<b>Total unrestricted equity in the parent company</b>	<b>47 532 983 060</b>

The Board has proposed that a dividend of SEK 5.30 per share is distributed to the shareholders in two payments of SEK 2.65 per share each.

The Board hereby issues the following statement regarding the proposed allocation of earnings pursuant to Chapter 18, Section 4 of the Swedish Companies Act.

There is full coverage for the Company's restricted equity after distribution of the proposed dividend.

The Company's equity would not have been impacted as per December 31, 2025, if financial instruments, having been valued at fair value pursuant to Chapter 4, Section 14a of the Swedish Annual Accounts Act, had instead been valued at the lower of cost or market, as there is no difference as of this date.

In view of the proposed dividend, the Board has considered the Company's and the Group's consolidation requirements and liquidity through a comprehensive assessment of the financial position of the Company and the Group, as well as the possibilities of the Company and the Group to discharge its obligations in the long term. The proposed dividend does not jeopardize the Company's ability to make the investments that have been deemed necessary. The Company's financial position does not give rise to any other assessment than that the Company can continue its operations and that the Company is expected to comply with its obligations in a short as well as long term perspective. In addition to the assessment of the Company's consolidation requirements and liquidity, the Board has also taken into consideration all other known circumstances that may impact the Company's financial position.

With reference to the above, the Board makes the assessment that the proposed dividend is justifiable considering the requirements that the nature, scope and risks of the operations pose on the size of the Company's and the Group's equity as well as the Company's and the Group's consolidation requirements, liquidity and position in general.

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Stockholm in February 2026  
The Board of Directors  
SECURITAS AB (publ)

## The Board of Directors' proposal for authorization of the Board to resolve on acquisition and transfer of the company's own shares

The Board proposes that the Annual General Meeting 2026 (the "AGM") authorizes the Board to resolve upon acquisition of the company's own shares of Series B according to the following terms: (i) acquisition of shares may take place on Nasdaq Stockholm and pursuant to Nasdaq Nordic Main Market Rulebook for Issuers of Shares, (ii) acquisition of shares may take place on one or several occasions during the time up to the AGM 2027, (iii) acquisition of shares may only be made so that the shares held by the company at any point in time does not exceed ten (10) percent of all shares in the company, (iv) acquisition of shares shall be made in compliance with the pricing restrictions set out in Nasdaq Nordic Main Market Rulebook for Issuers of Shares, which provides, among other things, that shares may not be acquired at a price higher than the highest of (a) the price of the most recent independent trade and (b) the highest current independent bid on the trading venue where the purchase is carried out, (v) acquisition of shares may not be made at a price lower than the lowest price at which an independent acquisition may be made, (vi) payment for acquired shares shall be made in cash, and (vii) the Board should be authorized to decide upon any additional terms for the acquisition.

Furthermore, the Board proposes that the AGM authorizes the Board to resolve upon transfer of the company's own shares of Series B according to the following terms: (i) transfer of shares may take place on Nasdaq Stockholm or in connection with acquisition of companies or businesses, on market terms, (ii) transfer of shares may take place on one or several occasions during the time up to the AGM 2027, (iii) the maximum number of shares to be transferred may not exceed the number of shares held by the company at the time of the Board's resolution, (iv) transfer of shares shall be made at a price which falls within the prevailing price interval registered on the stock market at each point in time, meaning the interval between the highest purchase price and the lowest selling price, (v) payment for transferred shares may be made in other forms than cash, and (vi) the Board should be authorized to decide upon any additional terms for the transfer. The authorization includes the right to resolve on deviation of the preferential rights of shareholders.

The purpose of the proposed authorizations is to (a) allow the Board to adjust the company's capital structure, to contribute to shareholder value, (b) be able to exploit attractive acquisition opportunities by fully or partly financing future acquisitions with the company's own shares, and (c) ensure the company's undertakings in respect of share-related or share-based incentive programs (other than delivery of shares to participants of incentive programs), including covering social security costs. If the Board decides to adjust the company's capital structure in accordance with (a) above, the Board intends to propose that the company's share capital shall be decreased through share reduction of the repurchased shares.

The Board has presented a motivated statement pursuant to Chapter 19, Section 22 of the Swedish Companies Act. The statement is available at the company and on the company's website [www.securitas.com/agm2026](http://www.securitas.com/agm2026).

A decision by the AGM on the proposal according to this item must be supported by shareholders representing at least two thirds of the votes cast as well as the shares present at the AGM in order for the proposal to be adopted.

## Statement of the Board of Directors pursuant to Chapter 19, Section 22 of the Swedish Companies Act

The Board hereby issues the following statement regarding the proposed authorization to acquire the Company's own shares pursuant to Chapter 19, Section 22 of the Swedish Companies Act.

There is full coverage for the Company's restricted equity after distribution of the proposed dividend and authorization to acquire the Company's own shares.

The Company's equity would not have been impacted as per December 31, 2025, if financial instruments, having been valued at fair value pursuant to Chapter 4, Section 14a of the Swedish Annual Accounts Act, had instead been valued at the lower of cost or market, as there is no difference as of this date.

In view of the proposed dividend and authorization to acquire the Company's own shares, the Board has considered the Company's and the Group's consolidation requirements and liquidity through a comprehensive assessment of the financial position of the Company and the Group, as well as the possibilities of the Company and the Group to discharge its obligations in the long term. The proposed authorization to acquire the Company's own shares does not jeopardize the Company's ability to make the investments that have been deemed necessary. The Company's financial position does not give rise to any other assessment than that the Company can continue its operations and that the Company is expected to comply with its obligations in a short as well as long term perspective. In addition to the assessment of the Company's consolidation requirements and liquidity, the Board has also taken into consideration all other known circumstances that may impact the Company's financial position.

With reference to the above, the Board makes the assessment that the proposed authorization to acquire the Company's own shares is justifiable considering the requirements that the nature, scope and risks of the operations pose on the size of the Company's and the Group's equity as well as the Company's and the Group's consolidation requirements, liquidity and position in general.

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Stockholm in March 2026  
The Board of Directors  
SECURITAS AB (publ)

# The Board of Directors' proposal for a long-term incentive program, including hedging measures by way of a share swap agreement (LTI 2026/2028)

## Summary of the program

Since 2019, the Annual General Meetings have resolved on long-term incentive programs for the CEO, other members of Group Management and certain other key employees within the Securitas Group (together the "LTI Programs"). The Board proposes that the AGM resolves to implement a long-term incentive program ("LTI 2026/2028"), with the main principles below.

LTI 2026/2028 is proposed to include approximately 90 employees including the CEO, other members of Group Management and certain other key employees within the Securitas Group. In order to participate in the LTI 2026/2028, the participants will have to invest in Series B shares in Securitas at market price or nominate Series B shares already held, as further set out below. For every Series B share purchased or nominated within the scope of LTI 2026/2028, the company will award so-called performance awards free of charge in accordance with the terms stipulated below.

LTI 2026/2028 is based on two performance conditions relating to the development of Securitas' earnings per share (weighted 90%) and the reduction of Securitas' greenhouse gas emissions (weighted 10%). The sustainability target is aligned with Securitas' climate targets, validated by the Science Based Targets initiative (SBTi), to reduce greenhouse gas emissions.

The main changes compared to the previous LTI Program are that (i) the financial performance condition has been changed from operating margin to earnings per share, (ii) shares vested in previous incentive programs may be nominated as Personally Invested Shares, (iii) participants recruited or promoted after the start of the Investment Period shall be allowed to join the program not later than September 30, 2026, and (iv) Securitas may replace a portion of a participant's performance award with a cash amount corresponding to preliminary tax payable by the relevant participant.

## The rationale for the proposal

The purpose of LTI 2026/2028 is to create a strong long-term incentive for top executives of the Group, strengthen the Group's ability to retain and recruit top executives, provide competitive remuneration, and to align the interests of the shareholders with the interests of the executives concerned by enabling the participants to become substantial shareholders in the company. Through a share-based incentive program, the employees' remuneration is tied to the company's future earnings, sustainability and value growth. In light of the above, the Board believes that the implementation of LTI 2026/2028 will have a positive effect on the long-term value growth and the sustainability of the Group, and consequently that LTI 2026/2028 is beneficial to both the shareholders and the company.

## Personally invested shares

In order to participate in LTI 2026/2028, the participants will, with the exceptions stated below, during the period May 12, 2026 – June 12, 2026 (the "Investment Period") have to either (i) purchase Series B shares in the market and nominate such shares to LTI 2026/2028, (ii) nominate Series B shares vested in previous incentive programs, (iii) nominate Series B shares currently vesting in LTI 2023/2025, or (iv) nominate Series B shares nominated in LTI 2023/2025<sup>1</sup> ("Personally Invested Shares").

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<sup>1</sup> The nomination of such shares will not affect the condition of LTI 2023/2025 to maintain Personally Invested Shares during the entire vesting period.



The value of a participant's Personally Invested Shares shall be based on the market price for the company's Series B share and shall correspond to minimum 5 percent (all participants) and maximum 15 percent (the CEO), 12.5 percent (other members of Group Management) or 10 percent (other participants), respectively, of the participant's base salary.

If the participant has access to inside information and therefore is prevented from purchasing or nominating Personally Invested Shares during the Investment Period, the Board shall be entitled to extend or postpone the Investment Period in individual cases, but no later than to the next AGM. The Board shall further, in individual cases, be entitled to accept nomination of shares acquired prior to the Investment Period, but not earlier than January 1, 2026, and/or acquired through e.g. a pension insurance as Personally Invested Shares, where the participant, in the Board's opinion, has valid reasons for nominating such shares to LTI 2026/2028. For participants recruited, or for existing employees who are promoted to an eligible participant category, after the start of the Investment Period, the Board may, in individual cases, resolve to postpone the Investment Period for such participants, but not later than September 30, 2026.

### **Participants in LTI 2026/2028 and allocation**

LTI 2026/2028 is proposed to include approximately 90 senior executives and key employees within the Securitas Group, divided into three categories.

#### *Category 1*

For each Personally Invested Share by the CEO of the Group under LTI 2026/2028, the company will award five performance awards to the CEO.

#### *Category 2*

For each Personally Invested Share by another member of Group Management (currently eleven individuals) under LTI 2026/2028, the relevant individual will be awarded four performance awards.

#### *Category 3*

For each Personally Invested Share by another participant under LTI 2026/2028, the relevant individual will be awarded three performance awards.

The program may also include future employees within the above-mentioned categories recruited during the term of LTI 2026/2028, as well as existing employees who are promoted to an eligible category during the same period, on the same terms as other participants in the relevant category. However, in no event shall any nomination of Personally Invested Shares in such cases take place after September 30, 2026.

### **Performance conditions**

The number of Series B shares that the performance awards will entitle the participant to receive depends on the fulfillment of performance conditions relating to (a) the development of Securitas' earnings per share<sup>2</sup> (weighted 90%) and (b) the reduction of Securitas' greenhouse gas emissions (weighted 10%), during the measurement period January 1, 2026 – December 31, 2028.

For the measurement period, the Board will set a minimum level and a maximum level for performance condition (a) and a target level for performance condition (b).

The number of Series B shares that participants will be entitled to receive will be calculated as follows, according to the weighting of the performance conditions set out above.

- If neither the minimum level (performance condition (a)) nor the target level (performance condition (b)) is reached, no performance awards will vest and the participants will thus not receive any performance shares.
- If both the maximum level (performance condition (a)) and the target level (performance condition (b)) are reached, each performance award will entitle participants to receive one (1) performance share (i.e. maximum allotment).

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<sup>2</sup> Earnings per share is defined as the company's earnings per share after tax and dilution, excluding items affecting comparability approved by the Board and currency effects.



- If the target level for performance condition (b) is not reached while the outcome for performance condition (a) falls between the minimum level and the maximum level, participants' entitlement to performance shares will be calculated linearly between zero (0) and nine tenths (0.9) performance shares per performance award.
- If the target level for performance condition (b) is reached while the outcome for performance condition (a) falls between the minimum level and the maximum level, participants' entitlement to performance shares will be calculated linearly between one tenth (0.10) and one (1) performance share per performance award.
- If the target level for performance condition (b) is reached while the outcome for performance condition (a) falls below the minimum level, participants' entitlement to performance shares will be one tenth (0.10) performance shares per performance award.

The Board intends to present the fulfillment of the performance-based conditions in the Remuneration Report for the financial year 2028.

### **Vesting Period**

The Board has strived to achieve a more distinct connection between the Vesting Period and the three-year long measurement period, and therefore resolved that allotment of the Series B shares that the performance awards will entitle the participants to receive shall take place within four weeks after the release of Securitas' Full-year report January–December 2028. This entails that the Vesting Period will be shorter than three years since the Investment Period for LTI 2026/2028 takes place after the AGM 2026.

The Board considers that the shorter Vesting Period is justified because it promotes a closer connection between the participants' performances and the company's results during the measurement period, which strengthens the incentives and benefits long-term value creation. The shorter period also has practical advantages for Securitas as well as for participants in LTI 2026/2028 who participate in subsequent programs.

### **Other conditions**

In addition to the above conditions, the following shall apply for the performance awards.

- The performance awards shall be awarded free of charge at the end of the Investment Period, subject to vesting.
- Each performance award entitles the holder to receive one Series B share free of charge (subject to the performance conditions set out above) at the end of the Vesting Period, provided that the holder, with some exceptions, is still employed by the Securitas Group as per December 31, 2028, and has maintained the full amount of Personally Invested Shares purchased or nominated under LTI 2026/2028 during the entire Vesting Period.
- To make the participants' interest equal with the shareholders', the company will compensate the participants for distributed dividend during the Vesting Period by increasing the number of Series B shares that each performance award may entitle the participant to receive after the Vesting Period.
- The number of Series B shares that each performance award may entitle the participant to receive may be subject to recalculation due to share issues, splits, reverse splits and similar dispositions.
- The performance awards are non-transferable and may not be pledged.
- The performance awards can be awarded by the company or any other company within the Group.
- The company or the employing company within the Group may replace a portion of a participant's performance shares with a cash amount, corresponding to the preliminary tax payable by the relevant participant, and withhold and pay such amount to the relevant tax authorities.



### **Preparation and administration**

The Board shall be responsible for preparing the detailed terms and conditions of LTI 2026/2028 in accordance with the mentioned terms and guidelines. To this end, the Board shall be entitled to make adjustments to meet foreign regulations or market conditions. The Board may also make other adjustments if significant changes in the Securitas Group, or its operating environment, would result in a situation where the decided terms and conditions for LTI 2026/2028 no longer are appropriate. Such adjustments include a right for the Board to resolve on a reduction of the number of Series B shares that the performance awards would entitle a participant to receive, if the number of Series B shares that a participant would be entitled to would be clearly unreasonable, considering Securitas' result and financial position, other circumstances regarding the Group's development and the conditions on the stock market.

Furthermore, in the event that the Board considers that the delivery of shares under LTI 2026/2028 cannot be achieved at reasonable cost, with reasonable administrative efforts or due to specific market conditions, participants may instead be offered a cash settlement.

Participation in LTI 2026/2028 also presumes that such participation is lawful and that such participation in Securitas' opinion can take place with reasonable administrative costs and economic efforts. The Board shall be entitled to implement an alternative incentive solution for employees in such countries where participation in LTI 2026/2028 is not advisable, which alternative solution shall, as far as practically possible, correspond to the terms of the LTI 2026/2028.

### **Scope and cost of the program**

LTI 2026/2028 may, if the share price for the company's Series B share remains the same during the program's term, result in a maximum amount corresponding to 75 percent (CEO), 50 percent (other members of Group Management) or 30 percent (other participants), respectively, of the participants annual base salary (excluding social security costs). Such outcome is subject to the number of Personally Invested Shares being maximized, meaning that the value of the participant's Personally Invested Shares corresponds to 15 percent (the CEO), 12.5 percent (other members of Group Management) or 10 percent (other participants), respectively, of the participants annual base salary, that the participant maintains the full amount of Personally Invested Shares during the entire Vesting Period, and that the participant, with some exceptions, still is employed as per December 31, 2028, and that the performance based conditions have been fully achieved. The maximum number of Series B shares that a participant may nominate as Personally Invested Shares, and thus the total number of performance awards that may be allotted, shall be based on the market price for the company's Series B share. The total number of issued shares in the company amounts to 573 392 552 shares.

Based on the assumption that the share price for the company's Series B share amounts to SEK 147.20, LTI 2026/2028 will, in accordance with the principles and assumptions set out above, comprise maximum 963 000 Series B shares in total, which corresponds to approximately 0.17 percent of the total number of issued shares in the company and 0.12 percent of the total number of votes in the company.

The costs for LTI 2026/2028 should be expensed as personnel costs over the Vesting Period. Provided that the performance-based conditions are fully achieved, the cost for LTI 2026/2028 before tax is, in accordance with the principles and assumptions set out above, estimated to approximately SEK 204 million, allocated over the Vesting Period. Estimated social security costs and financing costs are included in such amount.

The Board proposes the AGM to resolve to authorize the Board to resolve on repurchase of shares in the company and to transfer such shares on a regulated market to cover social security costs and financing costs associated with LTI 2026/2028 (see separate item on the agenda).

The costs for LTI 2026/2028 are expected to have marginal effect on key ratios of the Securitas Group.



The Board deems that the positive effects on earnings that are expected to result from increased share ownership among senior management and key employees, which may be further increased through LTI 2026/2028, outweigh the costs related to LTI 2026/2028.

All estimates are based on at each time applicable foreign exchange rates according to LSEG. Information on previous LTI Programs can be found in the Annual Report 2025, notes 9 and 12.

#### **Delivery of shares under LTI 2026/2028 and hedging measures**

To ensure the delivery of Series B shares under LTI 2026/2028, the company may enter into a share-swap agreement with a third party, whereby the third party in its own name shall acquire and transfer Series B shares in the company to employees participating in LTI 2026/2028. The cost for the swap is estimated at a maximum of SEK 600 000, assuming that the performance-based conditions are fully achieved.

#### **Preparation of the proposal and voting majority**

LTI 2026/2028 has been initiated by the Board and the Remuneration Committee of Securitas in consultation with major shareholders and has been structured in consultation with external advisers based on an evaluation of previous incentive schemes. LTI 2026/2028 has been prepared by the Remuneration Committee and reviewed at meetings of the Board. The resolution must be supported by shareholders representing more than half of the votes cast, or, in case of equal voting, supported by the Chair of the AGM.

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Stockholm in March 2026  
the Board of Directors  
SECURITAS AB (publ)

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# Remuneration Report



# Remuneration report

# 2025



## INTRODUCTION

This report describes how the applicable guidelines for remuneration to the members of Securitas' Group Management were implemented in 2025. The report also provides information on remuneration to the President and CEO, and a summary of the company's outstanding share-related and share price-related incentive plans. The report has been prepared in accordance with the Swedish Companies Act and the Rules on Remuneration of the Board and Executive Management and on Incentive Programmes issued by the Swedish Stock Market Self-Regulation Committee.

Further information on remuneration to the members of Group Management is available in note 9 of the Annual Report 2025. Information on the work of the remuneration committee in 2025 is set out in the corporate governance report available on pages 32–47 of the Annual Report 2025.

Remuneration to the Board of Directors is not covered by this report. Such remuneration is resolved annually by the Annual General Meeting and disclosed in the corporate governance report. The expensed remuneration is disclosed in note 9 of the Annual Report 2025.

The Annual General Meeting 2025 approved the Board's remuneration report for 2024. No opinions were expressed on the remuneration report.

## KEY DEVELOPMENTS 2025

The President and CEO summarizes Securitas' overall performance in the CEO statement on pages 6–7 of the Annual Report 2025.

## SECURITAS' REMUNERATION GUIDELINES

A prerequisite for the successful implementation of Securitas' business strategy and safeguarding of its long-term interests, including its sustainability, is that the company can recruit and retain qualified personnel. To this end, the company must offer competitive remuneration. The company's remuneration guidelines enable the company to offer executives a competitive total remuneration. Under the remuneration guidelines, executive remuneration shall be on market terms and may consist of the following components: fixed basic salary, variable cash remuneration, pension benefits and other benefits. Variable cash remuneration shall be awarded based on the outcome of clearly measurable performance based targets that are set as close to the local business as possible and aim for long-term profitability of Securitas. The performance-based targets may for example relate to EBITA, operating margin, EPS and/or cash flow within each member of Group Management's area of responsibility (Group or division).

Furthermore, the performance-based targets are intended to contribute to Securitas' business strategy and long-term interests, including its sustainability.

New guidelines for remuneration to Group Management were adopted at the Annual General Meeting 2025. The revisions to the guidelines made in 2025 include an adjustment of the variable cash remuneration for the President and CEO. Additionally, minor linguistic adjustments have been made. The guidelines are found in note 9 of the Annual Report 2025.

During 2025, no deviations from the guidelines have been decided and no derogations from the procedure for implementation of the guidelines have been made. The auditor's report regarding the company's compliance with the guidelines is available on [www.securitas.com](http://www.securitas.com).

No remuneration has been reclaimed.

In addition to remuneration covered by the remuneration guidelines, the Annual General Meeting of the company has resolved to implement long-term share-related incentive plans.

**Table 1 Total President and CEO remuneration in 2025 (KSEK)**

Name and position	Base salary <sup>1</sup>	Other benefits <sup>2</sup>	One-year variable <sup>3</sup>	Multi-year variable <sup>4</sup>	Extraordinary items	Pension expense	Total remuneration	Proportion of fixed and variable remuneration
Magnus Ahlqvist (President and CEO)	20 576	154	15 980	9 718	n/a	5 925	52 353	51/49

<sup>1</sup> Including holiday pay KSEK 826.

<sup>2</sup> Including life insurance, medical insurance and company car.

<sup>3</sup> Variable compensation relating to 2024 paid out in 2025.

<sup>4</sup> Related to LTI 2022/2024 vesting in 2025 with 114 910 shares (excluding shares related to dividend compensation).

## SHARE-BASED REMUNERATION

### *Outstanding share-related and share price-related incentive plans*

Since 2019, the Annual General Meeting has resolved on long-term incentive programs (of relevance to this report LTI 2022/2024, LTI 2023/2025, LTI 2024/2026 and LTI 2025/2027, together the “LTI Programs”). The LTI Programs allow a maximum of approximately 90 key employees within Securitas to participate, including the President and CEO and other members of Group Management.

The outcome of LTI 2022/2024 is based on the annual development of Securitas’ earnings per share. The outcome of LTI 2023/2025 is based on the development of Securitas’ operating margin. LTI 2024/2026 and LTI 2025/2027 are based on both the development of Securitas’ operating margin and the reduction of Securitas’ greenhouse gas emissions. The LTI Programs are conditional upon the participant’s own investment and holding periods of several years. For every Securitas series B share purchased or nominated within the scope of the LTI Programs, the company will grant so called performance awards free of charge. The number of performance awards that will entitle participants to receive series B shares in the company depends on the fulfilment of the performance conditions in each LTI Program, compared to minimum and maximum target levels as defined by the Board of Directors, during the measurement period (a three-year period,

January 1 year 1–December 31 year 3, for each of the programs). The outcome of LTI 2022/2024 is calculated yearly, whereby one third of the performance awards is measured against the outcome for the first year, one third is measured against the outcome for the second year and one third is measured against the outcome for the third year. The outcome of LTI 2023/2025, LTI 2024/2026 and LTI 2025/2027 is based on a three-year measurement period. If none of the minimum levels for the performance conditions are met, each performance award will entitle participants to receive zero series B shares, whereas if the maximum level is reached, each performance award will entitle participants to receive one series B share. If the outcome falls between the minimum level and the maximum level, participants’ entitlement to series B shares will be calculated linearly between zero and one series B share per performance award.

The participants are divided in three categories and will be granted five (President and CEO), four (Group Management) or three (other participants) performance awards for each nominated share. The LTI Programs have been resolved by the general meeting and are therefore excluded from the remuneration guidelines.

More information on Securitas’ incentive plans is available on Securitas’ website securitas.com, section About us – Corporate Governance – Remuneration to Group Management.

Under LTI 2023/2025, LTI 2024/2026 and LTI 2025/2027, the President and CEO has received performance awards, with the corresponding maximum number of series B shares, detailed in Table 3.

Following the rights issue that was completed in October 2022, a recalculation of the maximum number of performance awards under LTI 2022/2024 has been carried out in accordance with the terms and conditions of the LTI Programs. The below table set out the number series B shares awarded/vested etc. as applicable, on the basis of the fulfilment of the performance conditions.

### APPLICATION OF PERFORMANCE CRITERIA

Short-term as well as long-term incentives for the President and CEO include clearly measurable performance-based targets that aim for long-term profitability of the Group. The performance targets that are required to achieve maximum bonus are based on development of real change in earnings per share adjusted for items affecting comparability, operating margin and reduction of Securitas’ greenhouse gas emissions.

**Table 2 Share award plans (President and CEO) – Yearly Performance Measurement**

Main conditions						Information regarding the reported financial year <sup>1</sup>					
						Opening balance	During the year			Closing balance	
Name	Name of plan	Performance period	Share award date	Share vesting date	End of retention period <sup>2</sup>	Shares held at beginning of year	Shares awarded 2025	Shares vested 2025	Subject to performance condition	Awarded and unvested at year-end	Subject to retention period
Magnus Ahlqvist (President and CEO)	LTI 2022/2024 <sup>3</sup>	2022	2023-02-07	2025-06-04	Vesting date	39 275	0	39 275	0	0	0
		2023	2024-02-06	2025-06-04	Vesting date	25 379	0	25 379	0	0	0
		2024	2025-02-05	2025-06-04	Vesting date	50 256	0	50 256	0	0	0
<b>TOTAL</b>		<b>2022–2024</b>	<b>Multiple</b>	<b>2025-06-04</b>	<b>Vesting date</b>	<b>114 910</b>	<b>0</b>	<b>114 910</b>	<b>0</b>	<b>0</b>	<b>0</b>

<sup>1</sup> Personally invested shares, in which the President and CEO has invested to become eligible to participate in the plans, are not included in the table. Shares that compensate for dividends on the awarded shares during the vesting period are excluded.

<sup>2</sup> End of retention period coincides with vesting date.

<sup>3</sup> Under LTI 2022/2024 the President and CEO has received so called performance awards corresponding to a maximum of 125 370 series B shares, subject to performance conditions. Following the rights issue a recalculation was carried out with a factor of 1.2025814 resulting in a maximum potential of 150 767 series B shares.

**Table 3 Share award plans (President and CEO) – Multiple-year Performance Measurement**

Main conditions						Information regarding the reported financial year <sup>1</sup>					
						Opening balance	During the year			Closing balance	
Name	Name of plan	Performance period	Award date	Share vesting date	End of retention period <sup>2</sup>	Share awards held at beginning of year	Awarded 2025	Vested 2025	Subject to performance condition	Awarded and unvested at year-end	Subject to retention period
Magnus Ahlqvist (President and CEO)	LTI 2023/2025 <sup>3</sup>	2023–2025	2023-06-08	2026-06-08	Vesting date	156 975 <sup>5</sup>	0	0	0	145 987	0
	LTI 2024/2026 <sup>3</sup>	2024–2026	2024-06-11	2027-06-11	Vesting date	129 896 <sup>5</sup>	0	0	129 896	129 896	0
	LTI 2025/2027 <sup>3</sup>	2025–2027	2025-06-13	To be determined <sup>4</sup>	Vesting date	0	104 055 <sup>5</sup>	0	104 055	104 055	0
<b>TOTAL</b>						<b>286 871</b>	<b>104 055</b>	<b>0</b>	<b>233 951</b>	<b>379 938</b>	<b>0</b>

<sup>1</sup> Personally invested shares, in which the President and CEO has invested to become eligible to participate in the plans, are not included in the table. Shares that compensate for dividends on the awarded shares during the vesting period are excluded.

<sup>2</sup> End of retention period coincides with vesting date.

<sup>3</sup> Under LTI 2023/2025 the President and CEO has received performance awards corresponding to a maximum of 156 975 series B shares, subject to performance conditions. The award for the programme in its entirety was in total 145 987 shares corresponding to a measured performance of 93%.

Under LTI 2024/2026 the President and CEO has received performance awards corresponding to a maximum of 129 896 series B shares, subject to performance conditions.

Under LTI 2025/2027 the President and CEO has received performance awards corresponding to a maximum of 104 055 series B shares, subject to performance conditions.

<sup>4</sup> The vesting date for LTI 2025/2027 corresponds to the day after the day on which Securitas' full year report January–December 2027 is released.

<sup>5</sup> Fair value according to IFRS 2 LTI 2023/2025 KSEK 13 500, LTI 2024/2026 KSEK 14 100 and LTI 2025/2027 KSEK 14 812, based on the closing price for series B shares on May 5, 2023, May 10, 2024 and May 12, 2025 respectively.

**Table 4** Performance of the President and CEO in the reported financial year: variable cash compensation

Name	Description of the criteria related to the remuneration component	Relative weighting of the performance criteria	Measured performance	Actual award KSEK
Magnus Ahlqvist (President and CEO)	Real change in Earnings Per Share adjusted for Items Affecting Comparability. Target 2–12% real change.	100%	100%	19 750

**Table 5** Performance of the President and CEO in the reported financial year: share based incentives

Name	Name of plan	Description of the criteria related to the remuneration component	Relative weighting of the performance criteria	Measured performance		Actual award KSEK <sup>1</sup>
Magnus Ahlqvist (President and CEO)	LTI 2023/2025	Operating margin (operating income before amortization as percent of total sales).	100%	93%		12 555
	LTI 2024/2026	Operating margin (operating income before amortization as percent of total sales).	90%	To be determined at year-end 2026	To be determined at year-end 2026	
	LTI 2024/2026	Reduction of Securitas' greenhouse gas emissions.	10%	To be determined at year-end 2026	To be determined at year-end 2026	
	LTI 2025/2027	Operating margin (operating income before amortization as percent of total sales).	90%	To be determined at year-end 2027	To be determined at year-end 2027	
	LTI 2025/2027	Reduction of Securitas' greenhouse gas emissions.	10%	To be determined at year-end 2027	To be determined at year-end 2027	

<sup>1</sup> LTI 2023/2025 has a three-year measurement period (2023–2025) with a maximum of 156 975 shares that can be awarded with a fair value according to IFRS 2 determined on May 5, 2023, at SEK 86.00 per share. The award for the programme in its entirety was in total 145 987 shares.  
LTI 2024/2026 has a three-year measurement period (2024–2026) with a maximum of 129 896 shares that can be awarded with a fair value according to IFRS 2 determined on May 10, 2024, at SEK 108.55 per share.  
LTI 2025/2027 has a three-year measurement period (2025–2027) with a maximum of 104 055 shares that can be awarded with a fair value according to IFRS 2 determined on May 12, 2025, at SEK 142.35 per share.

**Table 6** Change of remuneration and company performance for the recent reported financial years (KSEK)

KSEK	2025	2024	2023	2022	2021
Magnus Ahlqvist (President and CEO), KSEK	52 353 (+23%)	42 432 (–6%)	45 075 (+12%)	40 225 (+84%)	21 865 (–16%)
Group Operating income, real change %	11	11	24	22	28
Group Operating Margin, %	7.4	6.9	6.5	6.0	5.6
Group EPS, real change % – adjusted for rights issue (comparable number of shares)	10	306	–74	21	37
Group EPS adjusted for IAC, real change % also adjusted for rights issue (comparable number of shares)	18	15	5	17	37
Average remuneration full time equivalent basis for employees of the parent company, KSEK <sup>1</sup>	1 921 (+15%)	1 740 (+2%)	1 782 (+6%)	1 798 (+31%)	1 443 (+1%)

<sup>1</sup> Full time equivalents disclosed for each year is based on salary plus benefits, pension and variable salary. Members of Group Management employed by the Parent Company have been excluded.  
The change year-over-year as a percentage is based on an equivalent that is adjusted to be comparable in terms of the workforce composition for both the actual year and the comparative and will thus differ from the amount stated for the average remuneration in the table for the previous year in order to eliminate changes in the average remuneration that would otherwise result.

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# Auditor's statement





## TRANSLATION FROM THE SWEDISH ORIGINAL

### **Auditor's report in accordance with Chapter 8, Section 54 of the Swedish Companies Act (2005:551) on whether the guidelines adopted by the General Meeting regarding remuneration to Group Executive Management have been complied with**

To the General Meeting of Securitas AB (publ), corporate identity 556302-7241

We have examined whether the Board of Directors and the Managing Director of Securitas AB (publ), have, for the year 2025, complied with the guidelines on remuneration to Group Executive Management, adopted at the General Meeting on 8 May 2025 and the General Meeting on 8 May 2024, respectively.

#### ***Responsibilities of the Board of Directors and the Managing Director***

The Board of Directors and the Managing Director are responsible for compliance with the guidelines and for the internal control the Board of Directors and the Managing Director determine is necessary to ensure compliance with the guidelines.

#### ***Auditor's responsibility***

Our responsibility is to issue a report, based on our examination, to the General Meeting regarding whether the guidelines have been complied with. The examination has been performed in accordance with FAR's recommendation RevR 8 *Granskning av ersättningar till ledande befattningshavare i vissa publika aktieföretag* (Examination of Remuneration to Group Executive Management in Certain Listed Companies). Those standards require us to comply with the ethical requirements, and also to plan and perform the examination in such a manner that we may obtain reasonable assurance about whether the guidelines on remuneration have been complied with. The firm applies International Standard on Quality Management 1, which requires the firm to design, implement and operate a system of quality management, including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We are independent of Securitas AB (publ) in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

The examination has covered the company's organization and documentation of issues concerning remuneration for Group Executive Management, new decisions concerning remuneration, as well as a selection of the financial year's payments to Group Executive Management. The procedures selected depend on the auditor's judgement, including the assessment of the risk that the guidelines have not, in all material respects, been complied with. In making this risk assessment, the auditor considers internal control relevant to the company's compliance with the guidelines 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.

We believe that our examination provides a reasonable basis for our conclusion.

#### ***Conclusion***

In our opinion the Board of Directors and the Managing Director of Securitas AB (publ) have, during the year 2025, complied with the guidelines on remuneration to Group Executive Management, which were adopted by the General Meeting on 8 May 2025 and 8 May 2024, respectively.

Stockholm, 25 March 2026

Ernst & Young AB

Rickard Andersson  
Authorized Public Accountant

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