

Remuneration policy of Brain+ A/S

CVR no. 36439440

1. Introduction

1.1 This policy provides the framework for the remuneration of the Board of Directors and the executive board of Brain+ A/S (the "**Company**").

1.2 The executive board refers to the executives registered with the Danish Business Authority as members of the executive board.

1.3 The purpose of the remuneration policy is to ensure that the Company's Board of Directors and executive board have their interests aligned with shareholders and to attract and retain expertise. Furthermore, the remuneration policy shall ensure that the remuneration of the Board of Directors and executive board is in line with the remuneration practice of similar companies. The remuneration shall support the long-term interests and sustainability of the Company.

2. Remuneration to the Board of Directors

2.1 All members of the Board of Directors receive a fixed annual cash remuneration of DKK 100,000 (base fee).

2.2 The Chairman can receive a fee of up to 2 times the base fee.

2.3 The Company pays all travel- and accommodation costs related to board meetings.

3. Remuneration of the Executive Board

3.1 To ensure a balanced remuneration reflecting the current position and development of the Company, while also ensuring an adequate competitive remuneration to attract and retain the executive board, the total remuneration for the executive board consists of: (i) a fixed basis remuneration (basic pay and pension contributions), (ii) the possibility of a cash bonus, and (iii) the possibility of share-based remuneration in the form of warrants.

3.2 The fixed basic remuneration is agreed upon annually between the executive board and the Board of Directors.

3.3 The cash bonus may be awarded annually and is subject to fulfilment of certain financial and non-financial targets for the Company and/or by individual targets

for the individual executive manager set in advance. The size of the bonus is dependent on to which extent the targets have been met.

3.4 The Board of Directors may also decide that one specific director shall receive a fully discretionary bonus as remuneration for the achievement of extraordinary targets or events.

3.5 Members of the executive board can be granted warrants to subscribe for shares in the Company. The number of warrants is granted at the discretion of the Board of Directors, in accordance with relevant authorization granted by the general meeting, and thus outlined in the Company's articles of association. The Board of Directors determines the specific terms and conditions related hereto in connection with the granting of warrants.