

The board of directors' report on the remuneration committee's evaluation of remuneration to senior executives, etc - Medicover AB (publ)

The board of directors of Medicover AB (publ) has established a remuneration committee which, since the inaugural board meeting on 26 April 2018 consists of the chairman Fredrik Stenmo and Jonas af Jochnick. The remuneration committee has since 26 April 2018 held four meetings at which minutes have been kept and has had informal contacts in between when necessary.

The duties of the remuneration committee include, inter alia, to monitor and evaluate programs for variable remuneration to senior executives and the application of the guidelines for remuneration to the CEO and other senior executives adopted by the annual shareholders' meeting held on 26 April 2018 (the "**AGM**").

As set forth in Rule 10.3 of the Swedish Corporate Governance Code (the "**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 AGM.

The remuneration committee is of the opinion that the guidelines for remuneration to the CEO and other senior executives adopted by the AGM have been applied in a correct manner, and that the guidelines have fulfilled their objectives and functioned well. Further, the remuneration committee considers the company's remuneration structures and levels to be in line with market practice and to be well-balanced.

At the AGM, the shareholders resolved to implement a long term performance-based share program, addressed to no more than 50 key employees in the group. The purpose of the program has been to create conditions for motivating and retaining competent employees in the group, to increase the alignment of the targets of the participants with those of the company and to increase the motivation of meeting and exceeding the group's financial targets. The board of directors has evaluated the suitability and appropriateness of the program and found that it has fulfilled its purposes.

Stockholm, March 2019
Medicover AB (publ)
The board of directors