



## Implementation of incentive and retention program

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**As part of the company's long-term incentive and retention program, the Board of Directors has decided to issue the 2024 allocation to executive management. The program consists of warrants granted on the following terms:**

Issuing of 125,000 warrants which gives the right to a subscription of 125,000 shares in the company at a nominal value of DKK 0.10 per share.

The purpose of the program is to maintain the employment of professional and valuable resources in the company, and to provide an incentive for them to make a special effort for the value creation of the company. The incentive and retention program involves executive management of the company.

The warrant program will be vested over a period of 12 month, starting from the issuing date. The warrants are granted as a one-time grant, and vesting will be in accordance with specification by the Board of Directors where warrant holders earn the right to exercise the warrants with 1/12 per month from the date of the issuing.

Warrants can be exercised at a price of DKK 26.20 in four exercise windows. Two in 2026 and two in 2027. The exercise window is defined as the five-day trading period after publishing of the annual reports + H1 report during the two above mentioned years.

If fully vested and exercised, the implemented program will increase the FOM Technologies share pool by 1.33 % from 9,354,696 shares to 9,479,696 shares. The implemented program may be followed by similar warrant programs, which ultimately may increase the total incentive share/warrant pool to 740,741 shares (7.92 % of share capital) if fully vested and exercised by 2028.

The key assumptions for the calculation are:

\* Theoretical market value of a warrant granted: DKK 4.50 calculated using the Black-Scholes model.

\* Share price: DKK 26.20 (Official FOM Nasdaq FN closing price on the 25<sup>th</sup> of Jan. 2024).

\* Exercise price: DKK 26.20 (Official FOM Nasdaq FN closing price on the 25<sup>th</sup> of Jan. 2024).

\* Duration: 2 years

\* Volatility: 30.00 %

\* Interest rate: 3.30 % (2-year risk free gov. bond level)

The specific terms and condition for granting, vesting and exercise of the warrants are set out in the Appendix to the Company's articles of association.

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**Attachments**

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