**The board’s proposal to adopt guidelines for remuneration to the senior management**

1. Introduction

The board of directors of Green Landscaping Holding AB (publ), reg. no 556771-3465 (the “**Company**”), proposes that the annual general meeting resolves on the adoption of guidelines for remuneration and other employment conditions for the senior management, as set forth below. The guidelines also apply to board members in so far as they receive remuneration for services provided to the group outside of the scope of the board assignment.

1. Remuneration

The main rule is that remuneration and other employment conditions for members of the senior manage­ment shall be competitive and based on market terms in order to ensure that the group can attract and retain competent members of the senior management at a reasonable cost for the company.

The total remuneration for the senior management shall consist of fixed salary, variable remuneration, pension and other benefits. In order to avoid that the senior management is encouraged to take inappropriate risks, there shall be a fundamental balance between fixed and variable remuneration. The fixed salary shall therefore be sufficient in relation to the total remuneration paid to the senior management in order to render it possible to reduce the variable remuneration to zero. The variable remuneration to a member of the senior management whose function or total remuneration level implies that he or she can have a material effect on the company’s risk profile, may not be greater than the fixed salary.

1. Fixed salary

Each member of the senior management shall be offered a fixed salary based on market terms, based on the degree of diffi­culty of the work performed as well as experience, responsibilities, com­petence and work performance. The fixed salary shall be reviewed annually.

1. Variable salary

In addition to the fixed annual salary, the members of the group’s senior management may be offered variable remuneration which shall be paid in cash and based on the result in relation to performance goals within the respective field of responsibility (group or field of business) and be in line with the shareholders’ interests. Variable remuneration shall correspond to a maximum of 50 percent of the fixed annual salary for the CEO and a maximum of 35 percent of the fixed annual salary for other members of the group’s senior management. Should variable remuneration paid have been based on information that later, upon review, shows to have been evidently incorrect, the Company shall be entitled to request repayment. Variable remuneration shall entitle to pension unless otherwise agreed upon.

Variable remuneration shall be based on clear, predetermined and measurable criteria and financial results and predefined individual and operational goals, as well as designed with the objective to promote the Com­pany’s long-term value creation. The variable remuneration shall be capped. The maximum cap for total variable remuneration to the senior management shall be set annually in connection with the establishment of goals for the coming financial year, but before the start of the financial year in question. The Company’s commitments in regards to variable salary to the group’s senior management for 2018 is estimated to cost the Company not more than 1 percent of the turnover or SEK 10 million assuming that the annual turnover will amount to SEK 100 million for the financial year 2018.

1. Pension

Members of the senior management shall, unless otherwise specifically agreed upon, be offered pension terms in accordance with the ITP scheme or have corresponding premium based pension terms which are in accordance with the market in the country where the members of the senior management are habitually resi­dent.

Senior management shall be entitled to retire at an age of 60 at the earliest. Variable re­muneration shall, as a main rule, be pension qualifying.

1. Other benefits

Other benefits such as a company car, additional health insurance and medical benefits shall be limited in value in relation to other remuneration and shall be paid only in so far as it is considered to be in accordance with the market for other members of senior managements holding corresponding positions on the employment market where the member in question is operating.

1. Long-term share based incentive programs

The board of directors shall each year consider whether the annual general meeting is to be proposed to adopt a share based incentive program. Proposed incentive programs shall contribute to a long-term value growth.

It shall be possible to offer members of the senior management corresponding incentives as should have been offered pursuant to a share based incentive program, should it show to be practically impossible to effectuate such program in the tax domicile of a member of the senior management, or if the company assesses that such participation cannot take place at reasonable administrative costs or financial contributions. The cost and the investment for the company as well as the incentive and financial outcome for the senior management member in question shall under those circumstances essentially correspond to the share based incentive program.

1. Notice

The notice period upon notice given by the company shall be no longer than 12 months for all members of the senior management, with a right to redundancy payment after the expiration of the notice period corresponding to not more than 100 percent of the fixed salary for a maximum of 12 months, meaning that the fixed salary and redundancy payment shall together not exceed 24 months’ fixed salary. Any right to redundancy payment shall, as a main rule, decrease in situations where remuneration is received from another employer. Upon notice given by a member of the senior management, the notice period shall generally be 6 months for the CEO and 3-6 months for other members of the senior management.

1. The board’s preparations and decision-making

The remuneration committee of the board proposes, and the board resolves, upon employment terms for the senior management. The remuneration committee also prepares the board of director’s resolution proposals, if any, as regards share or share-related incentive programs. The company’s auditor shall annually review the application of these principles in view of applicable regulation. The auditor’s report shall be kept available for the annual general meeting.

1. Remuneration to board members

In so far as board members elected by the general meeting are performing work that stretches beyond the tasks of the board of directors, it shall be possible to pay them for such work. Such remuneration shall be market based and shall be approved by the board of directors.

1. Scope

These guidelines shall encompass those persons that are members of the senior management of the group during the period when the guidelines are in force. The guidelines are applicable on agreements entered into after the general meeting’s decision, and as far as changes are made to existing agreements, thereafter. The board of directors shall be entitled to deviate from the guidelines in individual cases if there are special reasons for doing so.

1. Information in regards to previously decided remunerat­ion

Except for recurring commitments, there are no remuneration commitments in relation to members of the senior management that have not become due.

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*The board of directors*