



Report on Remuneration for Leading Personnel

2025



01 Introduction

Background

This report on salary and other remuneration to leading personnel in AutoStore Holdings Ltd. is based on the guidelines for salary and other remuneration to leading personnel in the Group approved by the Company's General Meeting on May 19, 2022 (the "**Guidelines**"). No changes were made to the guidelines at the 2025 Annual General Meeting. The report is based on the requirements set out in the Norwegian Public Limited Liability Companies Act (the "**Companies Act**"), cf. Section 6-16 b, supplemented by Regulation on guidelines and report on remuneration for leading personnel dated December 11, 2022 (the "**Regulation**"). The report is prepared in accordance with the European Commission's template for reports on remuneration.

Scope and currency

The scope for the report is the financial years 2021–2025. The currency used in the report is USD.

General overview of the financial year 2025

Financial highlights for the full year of 2025

Revenue for 2025 amounted to USD 538.6 million (601.4), representing a year-over-year decline of 10.4%. Adjusted EBITDA ended at USD 228.1 million (282.8), representing an adjusted EBITDA margin of 42.3% (47.0%). Full-year order intake was USD 638.2 million (612.1) in 2025.

Changes to the Group's leading personnel

Anette Matre stepped down as Chief People Officer on July 28, 2025.



02 Remuneration to Leading Personnel

Total remuneration to leading personnel

Remuneration to executive management

The Board of Directors has established a Remuneration Committee composed of three board members. The members of the Remuneration Committee shall be appointed for a one-year term. The appointed members of the Remuneration Committee are James C. Carlisle (Co-chair), Kevin Mok, Andreas Hansson, and Kjersti Wiklund. The Remuneration Committee is a preparatory and advisory body in relation to the Company's strategy for the remuneration and performance evaluation of executive management. It also monitors the organization's needs in terms of required workforce capabilities and expertise.

Principles for determining salary

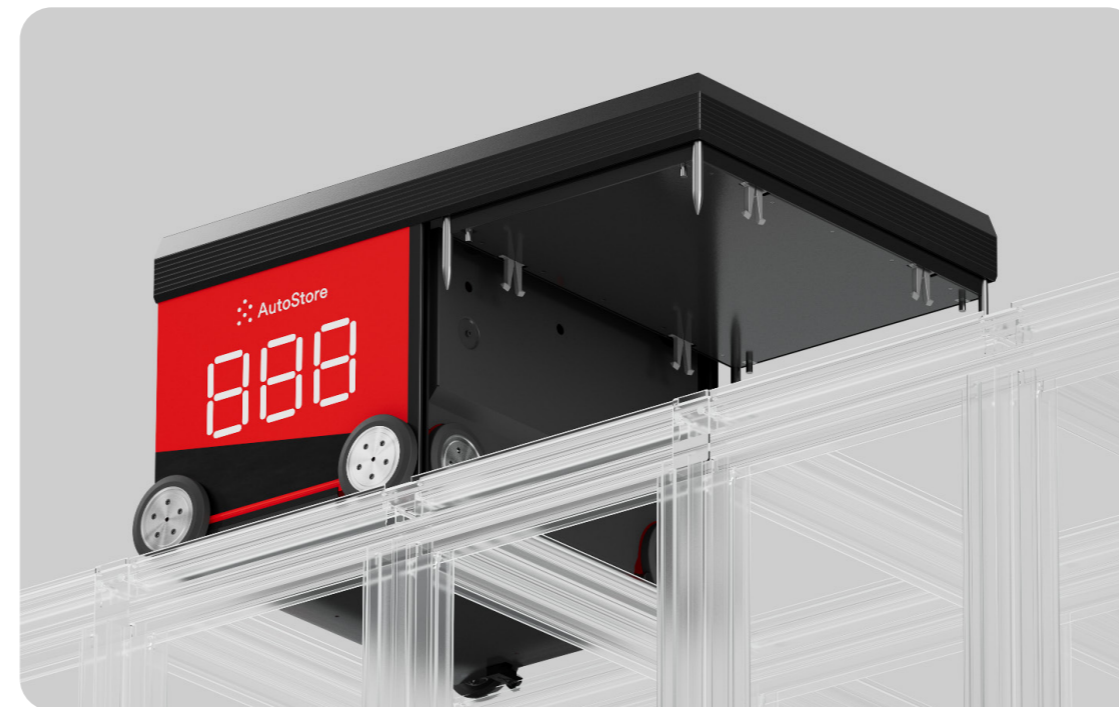
The main principle for determining salary for each executive management member has been a fixed annual salary with the addition of benefits in kind such as telephone, insurance, and internet subscription. The fixed salary has been determined based on the following factors: competitive salary level, scope of work and responsibilities, as well as, an assessment of the business and individual performance.

Pension

All executive management members are enrolled in a defined contribution pension scheme.

Share incentive programs

Members of the executive management team have been granted share options under the Company's share incentive program.



Bonus

In 2025, executive management members were paid an annual short-term incentive bonus based on annual gross salary and achievement of certain individual and company goals relating to the year ended December 31, 2024. Company goals included performance against stretching targets for Order Intake, Revenue and Adjusted EBITDA. This incentive bonus also includes an assessment of performance against personal objectives. All measures are designed to closely align to shareholder interests.

Loans and guarantees

The Company has not granted any loans, guarantees, or made any other similar commitments to any of its board members or members of the executive management.

No member of the Board of Directors or executive management is entitled to non-cash benefits upon termination of their position.

02 Remuneration to Leading Personnel

Table 1 (below) contains the total remuneration broken down by each salary component received, or entitled to, by virtue of their position as a leading person (or acting as such) for each financial year. As noted above, the bonus is based on a combination of company and personal goals. Remuneration is presented in USD.

TABLE 1

Remuneration to executive management
2025

Name of Director	Fixed remuneration		Variable remuneration	Pension expense	Total remuneration	Proportion of fixed remuneration	Proportion of variable remuneration	No. of shares held 2025
	Base salary	Other benefits	One-year variable					
Mats Hovland Vikse (CEO)	623 959	2 211	81 042	14 856	722 068	89%	11%	1 944 989
Paul Harrison (CFO)	845 845	-	415 139	42 292	1 303 276	68%	32%	87 108
Keith White (CCO)	908 601	29 049	170 000	51 667	1 159 317	85%	15%	154 566
Parth Joshi (CPO)	598 608	29 299	225 400	36 651	889 958	75%	25%	22 648
Bendik Førre (CSO)	232 329	2 417	32 707	14 244	281 697	88%	12%	15 710
Israel Losado Salvador (COO)	362 308	4 033	51 083	15 307	432 732	88%	12%	51 829
Jenny Sveen Hovda (GC)	307 218	1 820	41 357	13 817	364 212	88%	12%	83 909
Carlos Roman Fernandez (CSO)	299 496	19 597	25 620	22 354	367 067	93%	7%	2 607 749
Anette Matre (CPO) ¹	222 151	9 225	31 754	15 135	278 265	88%	12%	23 503
Total remuneration	4 400 516	97 650	1 074 102	226 324	5 798 592	81%	19%	4 992 011

¹ Anette Matre stepped down as Chief People Officer from July 28, 2025

02 Remuneration to Leading Personnel

TABLE 2
Remuneration to executive management
2024

Name of Director	Fixed remuneration		Variable remuneration	Pension expense	Total remuneration	Proportion of fixed remuneration	Proportion of variable remuneration	No. of shares held 2024
	Base salary	Other benefits	One-year variable					
Mats Hovland Vikse (CEO)	589 203	-	68 827	13 262	671 293	88%	12%	1 917 569
Paul Harrison (CFO)	795 690	-	-	39 784	835 474	95%	5%	87 108
Keith White (CCO) ¹	101 346	-	500 000	11 331	612 677	17%	83%	-
Parth Joshi (CPO) ²	292 923	-	300 000	16 541	609 464	48%	52%	22 648
Bendik Førre (CSO)	172 057	-	38 463	13 208	223 727	77%	23%	-
Israel Losado Salvador (COO)	310 966	-	53 296	13 059	377 322	82%	18%	26 368
Jenny Sveen Hovda (GC)	285 474	-	41 234	13 038	339 746	84%	16%	61 843
Carlos Roman Fernandez (CSO)	261 927	-	32 334	9 077	303 338	86%	14%	2 582 288
Anette Matre (CPO)	223 509	8 377	21 685	13 155	266 726	87%	13%	1 100 002
Michael Dickson (CRO) ³	414 726	-	61 380	20 700	496 806	45%	55%	-
Total remuneration	3 447 821	8 377	1 117 220	163 156	4 736 574	71%	29%	5 797 826

¹ Keith White appointed as Chief Commercial Officer effective from November 1, 2024

² Parth Joshi appointed as Chief Product Officer effective from June 7, 2024

³ Michael Dickson stepped down as Chief Revenue Officer from September 30, 2024

02 Remuneration to Leading Personnel

TABLE 3
Remuneration to executive management 2023

Name of Director	Fixed remuneration		Variable remuneration	Pension expense	Total remuneration	Proportion of fixed remuneration	Proportion of variable remuneration	No. of shares held
	Base salary	Other benefits	One-year variable					2023
Mats Hovland Vikse (CEO) ¹	576 000	1 430	33 180	13 163	623 773	95%	5%	1 917 569
Karl Johan Lier (CEO) ²	155 064	11 127	40 835	13 163	220 189	81%	19%	-
Bent Skisaker (CFO) ³	221 760	1 192	241 718	13 163	477 833	49%	51%	-
Paul Harrison (CFO) ⁴	134 953			13 163	148 116	100%	0%	-
Israel Losada Salvador (COO) ⁵	303 840	1 430	20 520	13 163	338 953	94%	6%	26 368
Anette Matre (CPIO)	209 604	10 070	22 670	13 163	255 507	91%	9%	1 100 002
Michael Dickson (CRO)	334 449	960	47 665	13 163	396 237	88%	12%	52 521
Carlos Roman Fernandez (CPO)	268 144		29 332		297 476	90%	10%	2 582 288
Jenny Sveen Hovda (GC)	267 701	1 430	31 746	13 163	314 040	90%	10%	61 843
Total remuneration	2 471 515	27 639	467 666	105 304	3 072 124	85%	15%	5 688 070

¹ Mats Hovland Vikse was appointed as Chief Executive Officer in November 2022, effective from January 1, 2023

² Karl Johan Lier stepped down as Chief Executive Officer from December 31, 2022, and remained employed until March 31, 2023

³ Bent Skisaker stepped down as Chief Financial Officer from September 30, 2023

⁴ Paul Harrison appointed as Chief Financial Officer effective from October 30, 2023

⁵ Israel Losada Salvador was appointed as Chief Operating Officer effective from June 1, 2022

02 Remuneration to Leading Personnel

TABLE 4
Remuneration to executive management
2022

Name of Director	Fixed remuneration		Variable remuneration	Pension expense	Total remuneration	Proportion of fixed remuneration	Proportion of variable remuneration	No. of shares held
	Base salary	Other benefits	One-year variable					2022
Karl Johan Lier (CEO) ²	319 887	21 888		12 273	354 048	100%	0%	1 917 569
Bent Skisaker (CFO) ³	220 880		35 616	12 273	268 769	87%	13%	-
Israel Losada Salvador (COO) ⁵	140 312		48 000	12 273	200 585	76%	24%	26 368
Jone Gjerde (COO) ⁴	89 996		30 948	12 273	133 217	77%	23%	-
Anette Matre (CPIO)	169 559	8 640	28 320	12 273	218 792	87%	13%	1 100 002
Mats Hovland Vikse (CRO) ¹	217 938		38 688	12 273	268 899	86%	14%	-
Carlos Roman Fernandez (CPO)	123 611		24 384		147 995	84%	16%	2 582 288
Jenny Sveen Hovda (GC)	200 644			12 273	212 917	100%	0%	61 843
Total remuneration	1 482 827	30 528	205 956	85 911	1 805 222	89%	11%	5 688 070

¹ Mats Hovland Vikse was appointed as Chief Executive Officer in November 2022, effective from January 1, 2023

² Karl Johan Lier stepped down as Chief Executive Officer from December 31, 2022, and remained employed until March 31, 2023

³ Bent Skisaker stepped down as Chief Financial Officer from September 30, 2023

⁴ Jone Gjerde stepped down as Chief Operating Officer from May 31, 2022

⁵ Israel Losada Salvador was appointed as Chief Operating Officer effective from June 1, 2022

02 Remuneration to Leading Personnel

TABLE 5
Remuneration to executive management 2021

Name of Director	Fixed remuneration		Variable remuneration	Pension expense	Total remuneration	Proportion of fixed remuneration	Proportion of variable remuneration	No. of shares held
	Base salary	Other benefits	One-year variable					2021
Karl Johan Lier (CEO) ²	305 510	21 888		12 273	339 671	100%	0%	1 917 569
Anette Matre (CPIO)	148 562	8 640	28 320	12 273	197 795	86%	14%	1 100 002
Bent Skisaker (CFO) ³	211 200		35 616	12 273	259 089	86%	14%	-
Carlos Roman Fernandez (CPO)	149 760		24 384		174 144	86%		2 582 288
Jone Gjerde (COO) ⁴	165 768		28 512	12 273	206 553	86%	14%	-
Mats Hovland Vikse (CRO) ¹	196 800		38 688	12 273	247 761	84%	16%	-
Total remuneration	1 177 600	30 528	155 520	61 365	1 425 013	89%	11%	5 599 859

¹ Mats Hovland Vikse was appointed as Chief Executive Officer in November 2022, effective from January 1, 2023

² Karl Johan Lier stepped down as Chief Executive Officer from December 31, 2022, and remained employed until March 31, 2023

³ Bent Skisaker stepped down as Chief Financial Officer from September 30, 2023

⁴ Jone Gjerde stepped down as Chief Operating Officer from May 31, 2022

02 Remuneration to Leading Personnel

Share-based remuneration to leading personnel

In 2019, the Group entered into option agreements, awarding non-transferrable options to, inter alia, certain key employees. In total, 163,338,159 options have been issued to 25 option holders, each option with a strike price equal to the fair market value of the underlying shares at the time the options were issued, which at the time was EUR 0.33, equivalent to USD 0.38 per option. The options are divided into service (33%) and performance (67%) options. In connection with SoftBank's acquisition of 40% of AutoStore in 2021, 100% of the performance options were deemed vested immediately prior to the closing of the SoftBank transaction. Further, all service options were deemed vested as if they had vested on a quarterly basis.

The unvested service options shall continue to vest on a quarterly basis (i.e. 5% each quarter) from the grant date until the fifth anniversary. In connection with the closing of the SoftBank transaction, the option holders were provided with the opportunity to exercise approximately 40% of their vested options and, as a result, sell the underlying shares to SoftBank. The service requirement of all options shall be deemed satisfied immediately prior to (but subject to the consummation of) a change of control, given that the option holder is, and has been, continuously employed by and continues to provide services to the Group through the date of such consummation, and as otherwise set forth in an option agreement.

On July 7, 2022, the Group introduced a new long-term incentive plan ("LTIP") for certain members of the Company's management and other leading employees. Under the LTIP, the executives are awarded a conditional grant of share options and performance share units ("PSUs").

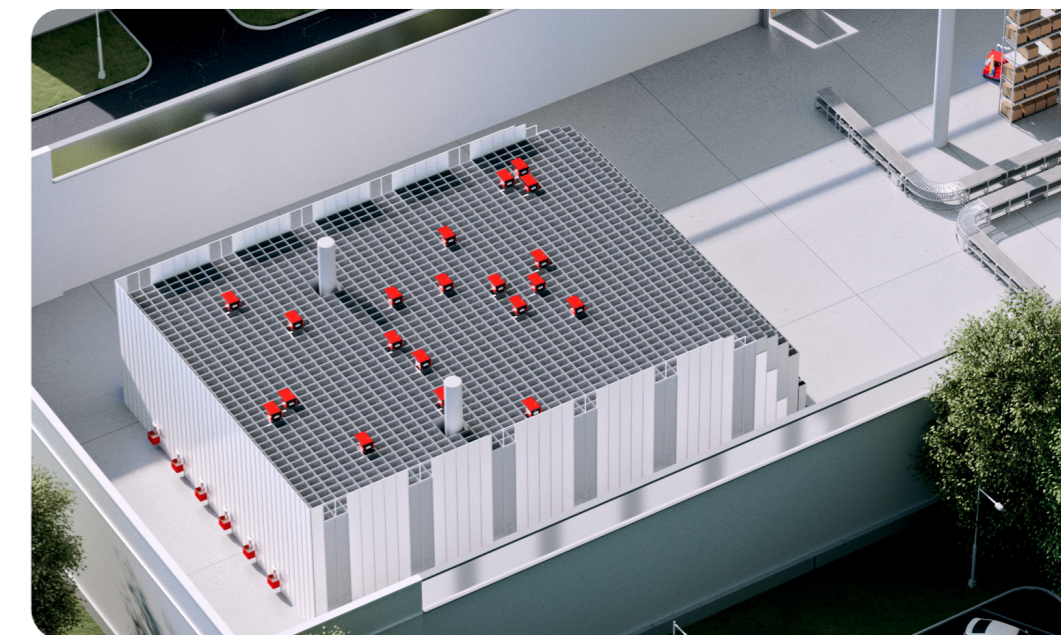
Options awarded under LTIP during 2025

In September 2025, the Group approved new grants under the LTIP which resulted in the total number of options that will be awarded under the LTIP to be 4,457,588 where each option will give the holder the right to acquire one AutoStore share from the Company. The share options under the LTIP for 2025 shall vest on September 14, 2028, subject to continued employment on each vesting date.

PSUs awarded under LTIP during 2025

The total number of PSUs that will be awarded under the LTIP in 2025 is 4,161,403. Vesting of the PSUs is based on service criteria and the achievement of financial or other performance goals, with the time-based vesting criteria matching the vesting schedule of the share options. Once vested, each PSU will award the holder with one AutoStore share (settled through treasury shares).

Table 6 (below) includes the number of shares, share options, subscription rights, and other forms of remuneration linked to shares or the development of the Company or other companies within the Group which is granted or offered, together with the main conditions for exercising the options, including subscription price, subscription deadline, and any changes to these.



Investor Relations

Overview of share information, reports and presentations, corporate governance, IPO documents, financial calendar, and press releases can be found on AutoStore's webpage under 'Investor Relations'.

TABLE 6 Shares options awarded or due to leading personnel for 2025

The main condition of the option plan	Period					Strike price of the share	Opening balance	During the year								Closing balance		
	Performance period	Award date	Vesting date	End of holding period	Exercise period			Share options awarded					Share options vested				Share options subject to a performance condition	Share options awarded and unvested
								Awarded at grant date	Awarded remaining at 31.12	Share price at grant date	Market value at grant date	Market value at 31.12	Awards vested	Share price at vesting	Market value at vesting	Market value at 31.12		
LT12025 - PSU Grant	01.01.2025 - 31.12.2027	14.09.2025	14.09.2028		14.09.2028 - 11.09.2031		-	283 123	283 123	0.78	221 425	-	-	-	-	283 123	283 123	
LT12024 - PSU Grant	01.01.2024 - 31.12.2026	11.09.2024	11.09.2027		11.09.2027 - 11.09.2030		168 447	-	-	-	-	-	-	-	-	168 447	168 447	
LT12023 - PSU Grant	01.01.2023 - 31.12.2025	07.07.2023	07.07.2026		07.07.2026 - 07.07.2029		83 706	-	-	-	-	-	-	-	-	83 706	83 706	
LT12022 - PSU Grant	01.01.2022 - 31.12.2024	07.07.2022	06.07.2025		06.07.2025 - 06.07.2028		52 787	-	-	-	-	-	52 787	0.56	29 475	-	-	
LT12025 - Option Grant		14.09.2025	14.09.2028		14.09.2028 - 11.09.2031	0.69	-	591 383	591 383	0.78	462 509	-	-	-	-	-	591 383	
LT12024 - Option Grant		11.09.2024	11.09.2027		11.09.2027 - 11.09.2030	1.12	358 002	-	-	-	-	-	-	-	-	-	358 002	
LT12023 - Option Grant		07.07.2023	07.07.2026		07.07.2026 - 07.07.2029	2.20	190 450	-	-	-	-	-	-	-	-	-	190 450	
LT12022 - Option Grant		07.07.2022	06.07.2025		06.07.2025 - 06.07.2028	2.14	121 693	-	-	-	-	-	121 693	0.56	67 950	-	-	
Service options - Service options		01.08.2019	01.08.2021		01.08.2021 - 01.08.2029	0.33	194 133	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.11.2022		01.11.2022 - 01.08.2029	0.33	194 133	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.05.2022		01.05.2022 - 01.08.2029	0.33	194 133	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.02.2024		01.02.2024 - 01.08.2029	0.33	194 133	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.08.2024		01.08.2024 - 01.08.2029	0.33	194 133	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.05.2021		01.05.2021 - 01.08.2029	0.33	194 133	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.08.2023		01.08.2023 - 01.08.2029	0.33	194 133	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.05.2024		01.05.2024 - 01.08.2029	0.33	194 133	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.11.2020		01.11.2020 - 01.08.2029	0.33	169 630	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.02.2023		01.02.2023 - 01.08.2029	0.33	194 133	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.11.2023		01.11.2023 - 01.08.2029	0.33	194 133	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.11.2021		01.11.2021 - 01.08.2029	0.33	194 133	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.02.2021		01.02.2021 - 01.08.2029	0.33	194 133	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.02.2022		01.02.2022 - 01.08.2029	0.33	194 133	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.08.2022		01.08.2022 - 01.08.2029	0.33	194 133	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.05.2023		01.05.2023 - 01.08.2029	0.33	194 133	-	-	-	-	-	-	-	-	-	-	
Performance options - Performance options		01.08.2019	29.03.2021		29.03.2021 - 01.08.2029	0.33	116 849	-	-	-	-	-	-	-	-	-	-	
Performance options - Performance options		01.08.2019	29.03.2021		29.03.2021 - 01.08.2029	0.33	1 553 063	-	-	-	-	-	-	-	-	-	-	
Performance options - Performance options		01.08.2019	29.03.2021		29.03.2021 - 01.08.2029	0.33	1 553 063	-	-	-	-	-	-	-	-	-	-	
Mats Hovland Vikse Total						-	7 279 685	874 506	874 506	-	683 933	-	174 480	-	97 424	-	535 276	1 675 111

TABLE 6 Shares options awarded or due to leading personnel for 2025

The main condition of the option plan	Period					Strike price of the share	Opening balance	During the year								Closing balance		
	Performance period	Award date	Vesting date	End of holding period	Exercise period			Share options awarded					Share options vested				Share options subject to a performance condition	Share options awarded and unvested
								Awarded at grant date	Awarded remaining at 31.12	Share price at grant date	Market value at grant date	Market value at 31.12	Awards vested	Share price at vesting	Market value at vesting	Market value at 31.12		
LTI2025 - PSU Grant	01.01.2025 - 31.12.2027	14.09.2025	14.09.2028		14.09.2028 - 11.09.2031		-	139 529	139 529	0.78	109 123	-	-	-	-	139 529	139 529	
LTI2024 - PSU Grant	01.01.2024 - 31.12.2026	11.09.2024	11.09.2027		11.09.2027 - 11.09.2030		81 882	-	-	-	-	-	-	-	-	81 882	81 882	
LTI2023 - PSU Grant	01.01.2023 - 31.12.2025	07.07.2023	07.07.2026		07.07.2026 - 07.07.2029		40 682	-	-	-	-	-	-	-	-	40 682	40 682	
LTI2022 - PSU Grant	01.01.2022 - 31.12.2024	07.07.2022	06.07.2025		06.07.2025 - 06.07.2028		49 016	-	-	-	-	-	49 016	0.56	27 369	-	-	
LTI2025 - Option Grant		14.09.2025	14.09.2028		14.09.2028 - 11.09.2031	0.69	-	291 448	291 448	0.78	227 936	-	-	-	-	-	291 448	
LTI2024 - Option Grant		11.09.2024	11.09.2027		11.09.2027 - 11.09.2030	1.12	174 026	-	-	-	-	-	-	-	-	-	174 026	
LTI2023 - Option Grant		07.07.2023	07.07.2026		07.07.2026 - 07.07.2029	2.20	92 562	-	-	-	-	-	-	-	-	-	92 562	
LTI2022 - Option Grant		07.07.2022	06.07.2025		06.07.2025 - 06.07.2028	2.14	113 001	-	-	-	-	-	113 001	0.56	63 096	-	-	
Service options - Service options		01.08.2019	01.08.2021		01.08.2021 - 01.08.2029	0.33	82 400	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.02.2024		01.02.2024 - 01.08.2029	0.33	83 200	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.08.2024		01.08.2024 - 01.08.2029	0.33	83 200	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.05.2021		01.05.2021 - 01.08.2029	0.33	83 200	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.08.2023		01.08.2023 - 01.08.2029	0.33	83 200	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.05.2024		01.05.2024 - 01.08.2029	0.33	83 200	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.11.2020		01.11.2020 - 01.08.2029	0.33	72 698	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.11.2023		01.11.2023 - 01.08.2029	0.33	83 200	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.02.2021		01.02.2021 - 01.08.2029	0.33	83 200	-	-	-	-	-	-	-	-	-	-	
Service options - Service options		01.08.2019	01.05.2023		01.05.2023 - 01.08.2029	0.33	83 200	-	-	-	-	-	-	-	-	-	-	
Performance options - Performance options		01.08.2019	29.03.2021		29.03.2021 - 01.08.2029	0.33	50 078	-	-	-	-	-	-	-	-	-	-	
Performance options - Performance options		01.08.2019	29.03.2021		29.03.2021 - 01.08.2029	0.33	665 598	-	-	-	-	-	-	-	-	-	-	
Performance options - Performance options		01.08.2019	29.03.2021		29.03.2021 - 01.08.2029	0.33	665 598	-	-	-	-	-	-	-	-	-	-	
Carlos Fernandez Total						-	2 753 141	430 977	430 977	-	337 058	-	162 017	-	90 465	-	262 093	820 129

TABLE 6 Shares options awarded or due to leading personnel for 2025

The main condition of the option plan	Period					Strike price of the share	Opening balance	During the year								Closing balance		
	Performance period	Award date	Vesting date	End of holding period	Exercise period			Share options awarded					Share options vested				Share options subject to a performance condition	Share options awarded and unvested
								Awarded at grant date	Awarded remaining at 31.12	Share price at grant date	Market value at grant date	Market value at 31.12	Awards vested	Share price at vesting	Market value at vesting	Market value at 31.12		

Israel Losada Salvador, Chief Operating Officer

LTi2025 - PSU Grant	01.01.2025 - 31.12.2027	14.09.2025	14.09.2028		14.09.2028 - 11.09.2031		-	174 178	174 178	0.78	136 221	-	-	-	-	174 178	174 178	
LTi2024 - PSU Grant	01.01.2024 - 31.12.2026	11.09.2024	11.09.2027		11.09.2027 - 11.09.2030		88 813	-	-	-	-	-	-	-	-	88 813	88 813	
LTi2023 - PSU Grant	01.01.2023 - 31.12.2025	07.07.2023	07.07.2026		07.07.2026 - 07.07.2029		44 155	-	-	-	-	-	-	-	-	44 155	44 155	
LTi2022 - PSU Grant	01.01.2022 - 31.12.2024	07.07.2022	06.07.2025		06.07.2025 - 06.07.2028		49 016	-	-	-	-	-	49 016	0.56	27 369	-	-	
LTi2025 - Option Grant		14.09.2025	14.09.2028		14.09.2028 - 11.09.2031	0.69	-	363 820	363 820	0.78	284 536	-	-	-	-	-	363 820	
LTi2024 - Option Grant		11.09.2024	11.09.2027		11.09.2027 - 11.09.2030	1.12	188 756	-	-	-	-	-	-	-	-	-	188 756	
LTi2023 - Option Grant		07.07.2023	07.07.2026		07.07.2026 - 07.07.2029	2.20	100 462	-	-	-	-	-	-	-	-	-	100 462	
LTi2022 - Option Grant		07.07.2022	06.07.2025		06.07.2025 - 06.07.2028	2.14	113 001	-	-	-	-	-	113 001	0.56	63 096	-	-	
Israel Losada Salvador Total						-	584 203	537 998	537 998	-	420 757	-	162 017	-	90 465	-	307 146	960 184

Jenny Sveen Hovda, General Counsel

LTi2025 - PSU Grant	01.01.2025 - 31.12.2027	14.09.2025	14.09.2028		14.09.2028 - 11.09.2031		-	140 197	140 197	0.78	109 645	-	-	-	-	140 197	140 197	
LTi2024 - PSU Grant	01.01.2024 - 31.12.2026	11.09.2024	11.09.2027		11.09.2027 - 11.09.2030		162 755	-	-	-	-	-	-	-	-	162 755	162 755	
LTi2023 - PSU Grant	01.01.2023 - 31.12.2025	07.07.2023	07.07.2026		07.07.2026 - 07.07.2029		40 458	-	-	-	-	-	-	-	-	40 458	40 458	
LTi2022 - PSU Grant	01.01.2022 - 31.12.2024	07.07.2022	06.07.2025		06.07.2025 - 06.07.2028		42 481	-	-	-	-	-	42 481	0.56	23 720	-	-	
LTi2025 - Option Grant		14.09.2025	14.09.2028		14.09.2028 - 11.09.2031	0.69	-	292 842	292 842	0.78	229 026	-	-	-	-	-	292 842	
LTi2024 - Option Grant		11.09.2024	11.09.2027		11.09.2027 - 11.09.2030	1.12	345 904	-	-	-	-	-	-	-	-	-	345 904	
LTi2023 - Option Grant		07.07.2023	07.07.2026		07.07.2026 - 07.07.2029	2.20	92 051	-	-	-	-	-	-	-	-	-	92 051	
LTi2022 - Option Grant		07.07.2022	06.07.2025		06.07.2025 - 06.07.2028	2.14	97 934	-	-	-	-	-	97 934	0.56	54 683	-	-	
Jenny Sveen Hovda Total						-	781 583	433 039	433 039	-	338 671	-	140 415	-	78 403	-	343 410	1 074 207

Keith White, Chief Commercial Officer

LTi2025 - PSU Grant	01.01.2025 - 31.12.2027	14.09.2025	14.09.2028		14.09.2028 - 11.09.2031		-	1 194 370	1 194 370	0.78	934 092	-	-	-	-	1 194 370	1 194 370
LTi2024 - PSU Grant	01.01.2024 - 31.12.2026	29.01.2025	11.09.2027		11.09.2027 - 11.09.2030		-	832 977	832 977	0.88	736 904	-	-	-	-	832 977	832 977
Keith White Total						-	-	2 027 347	2 027 347	-	1 670 996	-	-	-	-	2 027 347	2 027 347

TABLE 6 Shares options awarded or due to leading personnel for 2025

The main condition of the option plan	Period					Strike price of the share	Opening balance	During the year								Closing balance		
	Performance period	Award date	Vesting date	End of holding period	Exercise period			Share options awarded					Share options vested				Share options subject to a performance condition	Share options awarded and unvested
								Awarded at grant date	Awarded remaining at 31.12	Share price at grant date	Market value at grant date	Market value at 31.12	Awards vested	Share price at vesting	Market value at vesting	Market value at 31.12		
Paul Harrison, Chief Financial Officer																		
LT12025 - PSU Grant	01.01.2025 - 31.12.2027	14.09.2025	14.09.2028		14.09.2028 - 11.09.2031		-	777 566	777 566	0.78	608 118	-	-	-	-	-	777 566	777 566
LT12024 - PSU Grant	01.01.2024 - 31.12.2026	11.09.2024	11.09.2027		11.09.2027 - 11.09.2030		468 179	-	-	-	-	-	-	-	-	-	468 179	468 179
LT12023 - PSU Grant	01.01.2023 - 31.12.2025	13.03.2024	07.07.2026		07.07.2026 - 07.07.2029		225 986	-	-	-	-	-	-	-	-	-	225 986	225 986
LT12025 - Option Grant		14.09.2025	14.09.2028		14.09.2028 - 11.09.2031	0.69	-	1 624 168	1 624 168	0.78	1 270 229	-	-	-	-	-	-	1 624 168
LT12024 - Option Grant		11.09.2024	11.09.2027		11.09.2027 - 11.09.2030	1.12	995 026	-	-	-	-	-	-	-	-	-	-	995 026
LT12023 - Option Grant		13.03.2024	07.07.2026		07.07.2026 - 07.07.2029	2.20	514 171	-	-	-	-	-	-	-	-	-	-	514 171
Paul Harrison Total						-	2 203 362	2 401 734	2 401 734	-	1 878 347	-	-	-	-	-	1 471 731	4 605 096
Parth Joshi, Chief Product Officer																		
LT12025 - PSU Grant	01.01.2025 - 31.12.2027	14.09.2025	14.09.2028		14.09.2028 - 11.09.2031		-	511 471	511 471	0.78	400 011	-	-	-	-	-	511 471	511 471
LT12024 - PSU Grant	01.01.2024 - 31.12.2026	11.09.2024	11.09.2027		11.09.2027 - 11.09.2030		158 487	-	-	-	-	-	-	-	-	-	316 974	316 974
LT12025 - Option Grant		14.09.2025	14.09.2028		14.09.2028 - 11.09.2031	0.69	-	1 068 354	1 068 354	0.78	835 538	-	-	-	-	-	-	1 068 354
LT12024 - Option Grant		11.09.2024	11.09.2027		11.09.2027 - 11.09.2030	1.12	336 834	-	-	-	-	-	-	-	-	-	-	673 668
Parth Joshi Total						-	495 321	1 579 825	1 579 825	-	1 235 549	-	-	-	-	-	828 445	2 570 467
Bendik Førre, Chief Strategy Officer																		
LT12025 - PSU Grant	01.01.2025 - 31.12.2027	14.09.2025	14.09.2028		14.09.2028 - 11.09.2031		-	107 992	107 992	0.78	84 458	-	-	-	-	-	-	107 992
LT12024 - PSU Grant	01.01.2024 - 31.12.2026	11.09.2024	11.09.2027		11.09.2027 - 11.09.2030		46 301	-	-	-	-	-	-	-	-	-	46 301	46 301
LT12023 - RSU Grant		07.07.2023	07.07.2026		07.07.2026 - 07.07.2029		17 707	-	-	-	-	-	-	-	-	-	17 707	17 707
LT12022 - RSU Grant		07.07.2022	06.07.2025		06.07.2025 - 06.07.2028		15 710	-	-	-	-	-	15 710	0.56	8 772	-	-	-
LT12025 - Option Grant		14.09.2025	14.09.2028		14.09.2028 - 11.09.2031	0.69	-	225 573	225 573	0.78	176 416	-	-	-	-	-	-	225 573
LT12024 - Option Grant		11.09.2024	11.09.2027		11.09.2027 - 11.09.2030	1.12	98 403	-	-	-	-	-	-	-	-	-	-	98 403
Bendik Førre Total						-	178 121	333 565	333 565	-	260 874	-	15 710	-	8 772	-	64 008	495 976

TABLE 6 Shares options awarded or due to leading personnel for 2025

The main condition of the option plan	Period					Strike price of the share	Opening balance	During the year								Closing balance			
	Performance period	Award date	Vesting date	End of holding period	Exercise period			Share options awarded at the beginning of the year	Share options awarded					Share options vested				Share options subject to a performance condition	Share options awarded and unvested
									Awarded at grant date	Awarded remaining at 31.12	Share price at grant date	Market value at grant date	Market value at 31.12	Awards vested	Share price at vesting	Market value at vesting	Market value at 31.12		
LTI2024 - PSU Grant	01.01.2024 - 31.12.2026	11.09.2024	11.09.2027		11.09.2027 - 11.09.2030		63 979	-	-	-	-	-	-	-	-	-	-	-	63 979
LTI2023 - PSU Grant	01.01.2023 - 31.12.2025	07.07.2023	07.07.2026		07.07.2026 - 07.07.2029		31 808	-	-	-	-	-	-	-	-	-	-	-	31 808
LTI2022 - PSU Grant	01.01.2022 - 31.12.2024	07.07.2022	06.07.2025		06.07.2025 - 06.07.2028		45 246	-	-	-	-	-	45 246	0.56	25 264	-	-	-	-
LTI2024 - Option Grant		11.09.2024	11.09.2027		11.09.2027 - 11.09.2030	1.12	135 976	-	-	-	-	-	-	-	-	-	-	-	135 976
LTI2023 - Option Grant		07.07.2023	07.07.2026		07.07.2026 - 07.07.2029	2.20	72 371	-	-	-	-	-	-	-	-	-	-	-	72 371
LTI2022 - Option Grant		07.07.2022	06.07.2025		06.07.2025 - 06.07.2028	2.14	104 308	-	-	-	-	-	104 308	0.56	58 242	-	-	-	-
Service options - Service options		25.02.2020	25.11.2021		25.11.2021 - 25.02.2030	0.33	83 200	-	-	-	-	-	-	-	-	-	-	-	-
Service options - Service options		25.02.2020	25.11.2024		25.11.2024 - 25.02.2030	0.33	83 200	-	-	-	-	-	-	-	-	-	-	-	-
Service options - Service options		25.02.2020	25.05.2024		25.05.2024 - 25.02.2030	0.33	83 200	-	-	-	-	-	-	-	-	-	-	-	-
Service options - Service options		25.02.2020	25.02.2022		25.02.2022 - 25.02.2030	0.33	83 200	-	-	-	-	-	-	-	-	-	-	-	-
Service options - Service options		25.02.2020	25.05.2023		25.05.2023 - 25.02.2030	0.33	83 200	-	-	-	-	-	-	-	-	-	-	-	-
Service options - Service options		25.02.2020	25.05.2022		25.05.2022 - 25.02.2030	0.33	83 200	-	-	-	-	-	-	-	-	-	-	-	-
Service options - Service options		25.02.2020	25.02.2025		25.02.2025 - 25.02.2030	0.33	83 200	-	-	-	-	-	83 200	0.93	76 967	-	-	-	-
Service options - Service options		25.02.2020	25.02.2024		25.02.2024 - 25.02.2030	0.33	83 200	-	-	-	-	-	-	-	-	-	-	-	-
Service options - Service options		25.02.2020	25.02.2023		25.02.2023 - 25.02.2030	0.33	83 200	-	-	-	-	-	-	-	-	-	-	-	-
Service options - Service options		25.02.2020	25.05.2021		25.05.2021 - 25.02.2030	0.33	51 307	-	-	-	-	-	-	-	-	-	-	-	-
Service options - Service options		25.02.2020	25.08.2024		25.08.2024 - 25.02.2030	0.33	83 200	-	-	-	-	-	-	-	-	-	-	-	-
Service options - Service options		25.02.2020	25.08.2021		25.08.2021 - 25.02.2030	0.33	83 200	-	-	-	-	-	-	-	-	-	-	-	-
Service options - Service options		25.02.2020	25.11.2023		25.11.2023 - 25.02.2030	0.33	83 200	-	-	-	-	-	-	-	-	-	-	-	-
Service options - Service options		25.02.2020	25.11.2022		25.11.2022 - 25.02.2030	0.33	83 200	-	-	-	-	-	-	-	-	-	-	-	-
Service options - Service options		25.02.2020	25.08.2023		25.08.2023 - 25.02.2030	0.33	83 200	-	-	-	-	-	-	-	-	-	-	-	-
Service options - Service options		25.02.2020	25.08.2022		25.08.2022 - 25.02.2030	0.33	83 200	-	-	-	-	-	-	-	-	-	-	-	-
Anette Matre Total						-	1 752 995	-	-	-	-	-	232 754	-	160 473	-	-	-	304 134
Grand Total						-	16 028 411	8 618 991	8 618 991		6 826 186	-	887 393		526 004	-		5 839 456	14 532 651

¹ Anette Matre stepped down as Chief People Officer from July 28, 2025

02 Remuneration to Leading Personnel

Total remuneration for the Board of Directors

Members of the Board of Directors of AutoStore Holdings Ltd. that are not fully or partly employed by the majority shareholders SoftBank and Thomas H. Lee are partly compensated through option instruments, RSUs (restricted stock units). Vesting period is two years from grant date. In 2025, 322,286 RSU's were granted to those board members covering both 2024 and 2025.

Table 7 (below) contains the total remuneration split by each salary component received, or to be received, by the Company's Board of Directors (or acting as such) for the financial year 2025. The members of the board who are not formally employed or salaried by one of the two majority shareholders, are compensated annually by two main elements: 50% cash compensation and 50% RSUs with a vesting period of two years.

Use of the right to reclaim variable remuneration

A claw back provision in the Company's Remuneration Policy ensures that remuneration can be recouped or otherwise off-set under specific circumstances. No variable remuneration has yet been reclaimed.

TABLE 7

Total Remuneration for the Board of Directors 2025

Name and role

Jim C. Carlisle (Co-chair of the Board)
 Vikas Parekh (Co-chair of the Board)
 Sumer Juneja (board member)
 Kevin Mok (board member)
 Angela Du (board member)
 Andreas Hansson (board member)
 Hege Skryseth (board member)¹
 Viveka Ekberg (board member)
 Kjersti Wiklund (board member)

Remuneration	Fees	Total	Restricted Stock Units (RSU)	Grant date	Strike price	Vesting period	No. of shares held	
							2025	2024
-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-
43 380	-	43 380	47 846	06.11.2025	-	2 year	338 626	200 000
21 690	-	21 690	-	-	-	-	29 032	14 516
53 020	-	53 020	47 846	06.11.2025	-	2 year	304 432	265 806
43 380	-	43 380	47 846	06.11.2025	-	2 year	53 032	29 032

¹ Hege Skryseth was a member of the Board of Directors until October 16, 2025

TABLE 8 Shares options awarded or due to board members for 2025

The main condition of the option plan	Period					Strike price of the share	Opening balance	During the year								Closing balance		
	Performance period	Award date	Vesting date	End of holding period	Exercise period			Share options awarded					Share options vested				Share options subject to a performance condition	Share options awarded and unvested
								Awarded at grant date	Awarded remaining at 31.12	Share price at grant date	Market value at grant date	Market value at 31.12	Awards vested	Share price at vesting	Market value at vesting	Market value at 31.12		
Hege Skryseth, board member¹																		
RSU - The Board - 2024 grant		27.10.2024	27.10.2026		27.10.2026 - 27.10.2027		-	44 687	44 687	0.85	38 073	-	-	-	-		44 687	
RSU - The Board - 2023 grant		27.10.2023	27.10.2025		27.10.2025 - 27.10.2026		38 626	-	-	-	-	-	38 626	0.81	31 214		-	
RSU - The Board - 2022 grant		22.12.2022	20.10.2024		20.10.2024 - 20.10.2025		14 516	-	-	-	-	-	-	-			-	
Hege Skryseth Total						-	53 142	44 687	44 687	-	38 073	-	38 626	-	31 214	-	44 687	
Kjersti Wiklund, board member																		
RSU - The Board - 2025 grant		06.11.2025	17.10.2027		17.10.2027 - 17.10.2028		-	47 846	47 846	0.94	44 882	-	-	-	-		47 846	
RSU - The Board - 2024 grant		27.10.2024	27.10.2026		27.10.2026 - 27.10.2027		-	44 687	44 687	0.85	38 073	-	-	-	-		44 687	
RSU - The Board - 2023 grant		27.10.2023	27.10.2025		27.10.2025 - 27.10.2026		38 626	-	-	-	-	-	38 626	0.81	31 214		-	
Kjersti Wiklund Total						-	38 626	92 533	92 533	-	82 954	-	38 626	-	31 214	-	92 533	
Viveka Ekberg, board member																		
RSU - The Board - 2025 grant		06.11.2025	17.10.2027		17.10.2027 - 17.10.2028		-	47 846	47 846	0.94	44 882	-	-	-	-		47 846	
RSU - The Board - 2024 grant		27.10.2024	27.10.2026		27.10.2026 - 27.10.2027		-	44 687	44 687	0.85	38 073	-	-	-	-		44 687	
RSU - The Board - 2023 grant		27.10.2023	27.10.2025		27.10.2025 - 27.10.2026		38 626	-	-	-	-	-	38 626	0.81	31 214		-	
Viveka Ekberg Total						-	38 626	92 533	92 533	-	82 954	-	38 626	-	31 214	-	92 533	
Andreas Hansson, board member																		
RSU - The Board - 2025 grant		06.11.2025	17.10.2027		17.10.2027 - 17.10.2028		-	47 846	47 846	0.94	44 882	-	-	-	-		47 846	
RSU - The Board - 2024 grant		27.10.2024	27.10.2026		27.10.2026 - 27.10.2027		-	44 687	44 687	0.85	38 073	-	-	-	-		44 687	
RSU - The Board - 2023 grant		27.10.2023	27.10.2025		27.10.2025 - 27.10.2026		38 626	-	-	-	-	-	38 626	0.81	31 214		-	
Andreas Hansson Total						-	38 626	92 533	92 533	-	82 954	-	38 626	-	31 214	-	92 533	
Grand Total						-	169 020	322 286	322 286		286 935	-	154 504		124 857	-	322 286	

¹ Hege Skryseth was a member of the Board of Directors until October 16, 2025

03 Compliance with the Guidelines

How the remuneration complies with the Guidelines

The Board of Directors has designed the Remuneration Policy to align with the Company's strategy and suitably reflect shareholders' interests. It does this in several ways:

- A significant proportion of the total remuneration package is variable, ensuring reward is linked to business performance.
- The variable remuneration package is weighted towards the achievement of long-term goals which are intended to drive sustainable value creation.
- Incentive plan metrics are taken from the business plans agreed by the Board of Directors, and they are targeted in such a way as to discourage excessive risk taking or other behaviours which would not be in the Company's or shareholders' interests.
- Both shares and share options are used in the long-term incentive plan to give executives a stake in the business and, through share price development and capital returns, align their interests with those of shareholders.
- A claw back provision ensures that remuneration can be recouped or otherwise off-set under specific circumstances.

In preparing the Remuneration Policy, the Board of Directors considered the remuneration and employment terms of the Company's other employees. The Board of Directors is comfortable that there is an appropriate alignment of the principles on how pay and other package elements are set and reviewed for executives with those of the wider organization. The remuneration to leading personnel is consistent with the Remuneration Policy.

How performance criteria were applied

The executive management team has an annual short-term incentive program (STI) which is meant to align their priorities against the overall performance and development of the Company as a whole. The STI is based on a combination of performance against stretching company and personal goals which are aligned with shareholder interests. The Board of Directors hold the executive management team accountable for the relevant KPIs defined for each performance year, which are set to drive growth and value creation for the Company and its shareholders.

Derogations and deviations from the Guidelines and from the procedure for their implementation

To safeguard the Company's interests, the Board of Directors may, in individual extraordinary cases, and based on a recommendation from the Remuneration Committee, determine that it is appropriate to make a temporary exception to the Remuneration Policy. This could result from material changes in the Company's structure, ownership or business purpose, material changes to legislation, tax/accounting treatment or regulation, or other circumstances as the Board of Directors believes are warranted. If there is a deviation from the Remuneration Policy, the details will be set out in the applicable version of the Remuneration Report.

There have been no deviations from the procedure for the implementation of the Remuneration Policy or any derogations from the Remuneration Policy itself.

04 Comparative Information on the Change of Remuneration and Group Performance

The Remuneration Policy of the Company states that the Company should have market-based and competitive pay for all employees, also tracking comparability over time.

Table 9 (right) contains information on the annual change of base pay on a full-time equivalent basis of employees of the Group other than leading personnel.

The salary change from 2024 to 2025 is calculated for base pay only.

In addition to base salaries, permanent employees who are not on an individual incentive scheme are entitled to a 3% bonus – assuming company goals are met.

Executives with leading roles have individual incentive schemes that are linked to the Company’s overall performance as well as individual KPIs.

TABLE 9 Comparative table over the remuneration and group performance (2024-25)

Total change in base pay - leading personnel	4.3%
Total change in base pay - all employees	7.7%

<i>USD million</i>	2025	2024
Revenue	538.6	601.4
Adjusted EBITDA	228.1	282.8



05 Information on Shareholder Vote

Pursuant to the Companies Act Section 6-16 b (3), this report shall include an explanation on how the result of the General Meeting's advisory vote over the report on salary and other remuneration to leading personnel for the previous year has been regarded. The advisory vote overall approved the report on salary and other remuneration to leading personnel for 2025. The votes that voted contrary were linked to level of transparency on individual KPIs on the short-term incentives. We have taken this feedback into account and have provided more extensive disclosure in this report.

06 Statement by the Board of Directors on the Remuneration Report

The Board of Directors has today considered and approved the Remuneration Report of AutoStore for the financial year 2025. The Remuneration Report has been prepared in accordance with Norwegian Public Limited Liability Companies Act, section 6-16b and regulation 2020-12-11-2730.

In our opinion, the Remuneration Report is in accordance with the Remuneration Policy adopted at the Annual General Meeting, and is free from material misstatement and omissions, whether due to fraud or error. The Remuneration Report will be presented for an advisory vote at the Annual General Meeting.

Oslo, April 22, 2026
The Board of Directors of AutoStore Holdings Ltd.

James C. Carlisle
Co-chair

Vikas J. Parekh
Co-chair

Kevin Mok
Board member

Angela Du
Board member

Viveka Ekberg
Board member

Kjersti Wiklund
Board member

Sumer Juneja
Board member

Andreas Hansson
Board member

Mats Hovland Vikse
Chief Executive Officer

AutoStore AS
Stokkastrandvegen 85
5578 Nedre Vats
Norway

T +47 52 76 35 00
www.autostoresystem.com

© AutoStore 2026