

# REMUNERATION OF THE CARGOTEC LEADERSHIP TEAM MEMBERS 2023 (EXCLUDING PRESIDENT AND CEO)

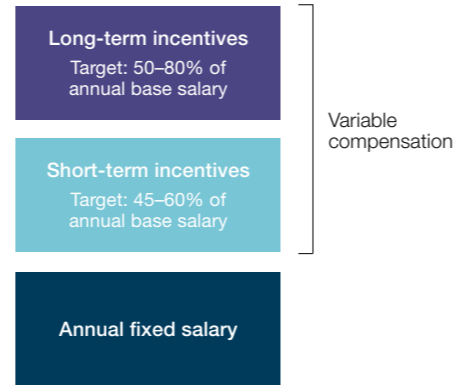
## Decision-making procedure

Cargotec's Total Remuneration Policy is applied in determining the total remuneration of Cargotec's Leadership Team. The policy is approved by the Board of Directors (Board). Based on a proposal by the President and CEO and the Board's Nomination and Compensation Committee (NCC), the Board decides on the annual base salary, short-term incentive programmes and benefits of the Leadership Team. In addition, the Board decides on long-term incentive programmes and on the target group and allocation of such programmes based on a proposal by the NCC.

## Remuneration structure

The total remuneration structure of the Leadership Team comprises a fixed base salary including fringe benefits and incentive plans, for which both short- and long-term targets have been defined. The variable salary component consists of share-based incentive programmes linked to the Company's long-term targets, as well as a short-term incentive programme. Relevant market practices are closely followed when defining the remuneration elements.

## Total target remuneration



## Short-term incentives

### Annual Bonus Programme:

|                                    |                                                                                                                                                  |
|------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Programme purpose</b>           | To reward and incentivise achievement of financial, strategic, operational and sustainability targets aligned with Cargotec's business strategy. |
| <b>Performance period</b>          | 1 year, no bonus deferral applied.                                                                                                               |
| <b>Performance criteria</b>        | Cargotec or Business Area specific financial targets and strategic individual targets.                                                           |
| <b>Maximum earning opportunity</b> | 90–120% of annual base salary. Varies by role.                                                                                                   |

## Cargotec's annual performance management process links strategic targets, performance and pay:



## Long-term incentives

### Share-based incentive programmes as of May 2024:

| Programme                                 | 2021                                                 | 2022                                                 | 2023                                                   | 2024                                                   | 2025                         | 2026                         | 2027 |
|-------------------------------------------|------------------------------------------------------|------------------------------------------------------|--------------------------------------------------------|--------------------------------------------------------|------------------------------|------------------------------|------|
| 2021–2023 Performance Share Programme*    | Measuring period 1:<br>- Comparable operating profit | Measuring period 2:<br>- Service gross profit        | Measuring period 3:<br>- Eco portfolio in order intake | €                                                      |                              |                              |      |
| 2022–2024 Performance Share Programme*    |                                                      | Measuring period 1:<br>- Comparable operating profit | Measuring period 2:<br>- Service gross profit          | Measuring period 3:<br>- Eco portfolio in order intake | €                            |                              |      |
| 2023–2025 Performance Share Programme*    |                                                      |                                                      | Measuring period 1:<br>- Earnings per share            | Measuring period 2:<br>- Service gross profit          | Measuring period 3:<br>- TBC | €                            |      |
| 2024–2026 Performance Share Programme*    |                                                      |                                                      |                                                        | Measuring period 1:<br>- Earnings per share            | Measuring period 2:<br>- TBC | Measuring period 3:<br>- TBC | €    |
| 2022–2024 Restricted Share Unit Programme |                                                      |                                                      | €                                                      | €                                                      |                              |                              |      |
| 2023–2025 Restricted Share Unit Programme |                                                      |                                                      |                                                        |                                                        | €                            |                              |      |

€ = share delivery / incentive payment.

\* As a part of total compensation, restricted shares can be allocated in addition to the Performance Share Programme participation. The total length of the Restricted Shares Programme is aligned with the Performance Share Programme (3 years).

### 2020–2024 Performance Share Programme

The Performance Share Programme includes three performance periods; calendar years 2020–2022, 2021–2023 and 2022–2024. Each performance period includes one to three measuring periods. One measuring period can be three calendar years at maximum, which is the total length of one performance period. The reward is granted and settled in Cargotec class B shares on top of which Cargotec pays taxes and tax-related expenses. No reward will be paid if a key employee's employment or service ends before the reward payment.

### 2023–2025 Performance Share Programme

The Performance Share Programme includes calendar years 2023–2025 as a performance period. The performance period includes three measuring periods of one calendar year. The reward is granted and settled in Cargotec class B shares on top of which Cargotec pays taxes and tax-related expenses. No reward will be paid if a key employee's employment or service ends before the reward payment.

|                             |                                                                          |
|-----------------------------|--------------------------------------------------------------------------|
| Performance period          | 3 years.                                                                 |
| Performance criteria        | Cargotec or Business Area specific financial and sustainability targets. |
| Maximum earning opportunity | 100–160% of annual base salary. Varies by role.                          |

### 2024–2026 Performance Share Programme

The Performance Share Programme includes calendar years 2024–2026 as a performance period. The performance period includes three measuring periods of one calendar year. The reward is granted and settled in Cargotec class B shares on top of which Cargotec pays taxes and tax-related expenses. No reward will be paid if a key employee's employment or service ends before the reward payment.

### Other share-based incentive programmes in which selected Leadership Team members are participating:

- 2022–2024 Restricted Share Unit Programme
- 2023–2025 Restricted Share Unit Programme

## Purpose and operation of the other share-based incentives

### 2022–2024 Restricted Share Unit Programme

The reward from the Restricted Share Unit Programme 2022–2024 is conditional on the achievement of strategic goals set by the Board of Directors. The reward is paid in two installments, half in the spring of 2023 and half in the spring of 2024. The shares received as a reward from the programme's first installment may not be sold, transferred, pledged or otherwise assigned during a lock-up period which ends on 31 December 2023. In addition, a cash proportion is included in the reward to cover taxes and tax-related costs arising from the reward.

### 2023–2025 Restricted Share Unit Programme

The reward from the Restricted Share Unit Programme 2023–2025 is conditional on the achievement of strategic goals set by the Board of Directors. In addition, the reward is based on a valid employment or service and the continuity of the employment or service. The reward is paid in the beginning of 2025. The shares received as a reward from the programme may not be sold, transferred, pledged or otherwise assigned during a lock-up period which ends six months after the reward payment. In addition, a cash proportion is included in the reward to cover taxes and tax-related costs arising from the reward.

### Share ownership recommendation

One-year gross base salary. The recommendation is to be fulfilled through refraining from transferring shares received under the Cargotec share-based incentive programmes.

### Pension

Finnish members of the Leadership Team are entitled to a statutory pension. Their retirement age is determined in accordance with the statutory pension scheme in Finland. Foreign members of the Leadership Team may have supplemental defined contribution pension plans following the local market practice.

### Severance pay

The members of the Leadership Team have a period of notice of 6 months and are entitled to compensation, for termination of employment, corresponding to 6 months' salary.

## Remuneration paid in 2023

| Remuneration paid to the Leadership Team* during 2023               | Euros             |
|---------------------------------------------------------------------|-------------------|
| Annual fixed salary (base salary including fringe benefits)         | 2,900,723         |
| Short-term incentives (based on 2022 performance)                   | 968,754           |
| 2020–2024 Performance Share Programme, Performance Period 2020–2022 | 4,986,809         |
| 2022–2024 Restricted Share Programme, 1st installment               | 464,605           |
| 2022–2024 Restricted Share Unit Programme, 1st installment          | 1,307,331         |
| Supplemental pension contributions                                  | 0                 |
| <b>Total</b>                                                        | <b>10,628,222</b> |

\*Outi Aaltonen, Leif Byström, Carina Geber-Teir, Mikael Laine, Soili Mäkinen, Mikko Pelkonen, Scott Phillips, Mikko Puolakka, Michel van Roozendaal (until 30.9.2023)

| Actual number of shares delivered to the Leadership Team during 2023 | # of shares   |
|----------------------------------------------------------------------|---------------|
| 2020–2024 Performance Share Programme, Performance Period 2020–2022  | 61,835        |
| 2022–2024 Restricted Share Programme, 1st installment                | 5,545         |
| 2022–2024 Restricted Share Unit Programme, 1st installment           | 16,200        |
| <b>Total</b>                                                         | <b>83,580</b> |

| Actual number of shares granted to the Leadership Team during 2023                                                                                                                                     | # of shares    |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------|
| 2023–2025 Performance Share Programme, Performance Period 2023–2025. On target performance, net number of class B shares. Additionally, a cash portion to cover taxes and employment-related expenses. | 21,150         |
| 2023–2025 Restricted Share Programme. Net number of class B shares. Additionally, a cash portion to cover taxes and employment-related expenses.                                                       | 9,050          |
| 2023–2025 Restricted Share Unit Programme. On target performance, net number of class B shares. Additionally, a cash portion to cover taxes and employment-related expenses.                           | 130,000        |
| <b>Total</b>                                                                                                                                                                                           | <b>160,200</b> |