

SELSKABSMEDDELELSE

Nr. 2/2024

Malta, den 22. april 2024

INDKALDELSE TIL GENERALFORSAMLING

Der indkaldes herved til Selskabets 43. ordinære generalforsamling, der afholdes på hovedkontoret, Blue Harbour Business Centre Level 1, Ta' Xbiex Yacht Marina, Ta' Xbiex XBX 1027, Malta, den 24. maj 2024 kl. 12.00.

DAGSORDEN FOR GENERALFORSAMLINGEN

1. LEDELSENS BERETNING FOR 2023

Præsentation af Koncernens aktiviteter for regnskabsåret 2023.

2. GODKENDELSE AF ÅRSRAPPORTEN

Bestyrelsen foreslår, at Selskabets aktionærer godkender den reviderede årsrapport for 2023.

3. BESTYRELSENS FORSLAG OM ANVENDELSE AF OVERSKUD

Bestyrelsen foreslår, at årets overskud disponeres som følger:

a.	Ekstraordinært interim udbytte USD 1,75 pr. aktie (svarende til DKK 11,93 pr. aktie)	USD 56.367.244
b.	Interim udbytte USD 0,55 pr. aktie (svarende til DKK 3,73 pr. aktie)	USD 17.716.187
b.	Endelig udbytte USD 0,70 pr. aktie (svarende til DKK 4,82 pr. aktie)	USD 22.548.837 ¹
c.	Overført resultat til egenkapital	USD 24.038.732
		USD 120.671.000

1) Baseret på nuværende udestående antal aktier.

Det endelige udbytte på i alt USD 0,70 pr. aktie vil blive udbetalt den 29. maj 2024 til aktionærer, der er registreret i ejerbogen den 27. maj 2024. De relevante datoer for udbetaling af udbytte er:

Udbytte	Dato
Eksklusive udbytte	27. maj 2024
Registreringsdato	28. maj 2024
Betalingsdato	29. maj 2024

4. GODKENDELSE AF VEDERLAGSRAPPORT

Bestyrelsen foreslår godkendelse af Selskabets vederlagsrapport. Venligst se vederlagsrapporten i appendiks 1.

5. GODKENDELSE AF VEDERLAGSPOLITIK

Bestyrelsen foreslår godkendelse af Selskabets vederlagspolitik. Venligst se vederlagspolitikken i appendiks 2.

6. VALG AF BESTYRELSESMEDLEMMER

Alle bestyrelsesmedlemmer er på genvalg i 2024:

- a. Carl Bek-Nielsen har erklæret sig villig til genvalg
- b. Martin Bek-Nielsen har erklæret sig villig til genvalg
- c. John Goodwin har erklæret sig villig til genvalg
- d. Bent Mahler har erklæret sig villig til genvalg
- e. Jørgen Balle har erklæret sig villig til genvalg
- f. Frederik Westenholz har erklæret sig villig til genvalg
- g. Harald Sauthoff har erklæret sig villig til genvalg
- h. Catherine Bannister har erklæret sig villig til genvalg

Bestyrelsesmedlemmerne er nærmere beskrevet i appendiks 3.

7. FASTSÆTTELSE AF HONORAR TIL BESTYRELSEN SAMT REVISIONSUDVALGET I 2024

- a. Bestyrelsen foreslår godkendelse af Bestyrelsens honorar for 2024, som foreslås uændret i forhold til 2023:

i.	Bestyrelsens formand:	USD 75.000 p.a.
ii.	Bestyrelsens næstformand:	USD 60.000 p.a.
iii.	Øvrige medlemmer af bestyrelsen:	USD 47.500 p.a.
- b. Bestyrelsen foreslår godkendelse af revisionsudvalgets honorar for 2024, som foreslås uændret i forhold til 2023:

i.	Revisionsudvalgets formand:	USD 15.000 p.a.
ii.	Øvrige medlemmer af revisionsudvalget:	USD 10.500 p.a.

8. VALG AF REVISORER SAMT BESTYRELSENS BEMYNDIGELSE TIL AT FASTSÆTTE REVISORHONORARET FOR 2024

- a. Bestyrelsen foreslår genvalg af Ernst & Young Malta Limited.
- b. Bestyrelsen foreslår, at revisorernes honorar fastsættes af Bestyrelsen.

9. EVENTUELT

ØVRIG INFORMATION

AKTIEKAPITAL OG GODKENDELSESBETINGELSER

UIEs udstedte aktiekapital beløber sig til USD 32.227.690, bestående af 32.227.690 udstedte aktier á USD 1,00. UIE ejer 15.066 egne aktier. Det samlede antal stemmer på den ordinære generalforsamling udgør 32.212.624, hvilket svarer til det samlede antal udstedte aktier (32.227.690) eksklusive selskabets egne aktier (15.066).

Ingen beslutninger kan træffes på en generalforsamling uden tilstedeværelsen af et beslutningsdygtigt antal. Et beslutningsdygtigt antal eksisterer, såfremt mere end 10% af de stemmeberettigede aktionærer er til stede, enten ved personligt fremmøde eller i form af deres stemmefuldmagt.

STEMMEFLERTAL

Alle forslag stillet af Bestyrelsen vedtages ved simpelt stemmeflertal på den ordinære generalforsamling.

AKTIONÆRERNES STEMME RETTIGHEDER

Aktionærer, der ejer aktier i Selskabet på registreringsdatoen, som er onsdag den 24. april 2024, er berettigede til at deltage og stemme på den ordinære generalforsamling.

Stemmerne baseres på princippet om en stemme pr. aktie.

FULD MAGT/BREVSTEMME

Bestyrelsen opfordrer aktionærer til at afgive fuldmagt eller brevstemme for at tilkendegive deres stemme til de respektive punkter på dagsordenen.

Der er mulighed for at afgive fuldmagt til stemmeafgivelse (enten til Selskabets bestyrelse eller til tredjemand, som ikke behøver at være aktionær i Selskabet) eller brevstemme, men ikke begge dele.

Afgivelse af fuldmagt:

Aktionærer har mulighed for at afgive fuldmagt frem til **fredag den 17. maj 2024 kl. 23:59**.

Fuldmagter kan afgives:

- elektronisk via UIEs Aktionærportal, som kan tilgås fra Selskabets hjemmeside på www.uie.dk/invester-relations/shareholder-portal/ eller på Computershare A/S' hjemmeside, www.computershare.dk; eller
- skriftligt ved at udfylde, underskrive og sende en fuldmagtsblanket, der kan hentes på Selskabets hjemmeside via www.uie.dk/annual-general-meeting/, via email til gf@computershare.dk eller via almindelig post til Computershare A/S, Lottenborgvej 26, 2800 Kgs. Lyngby, Danmark

Afgivelse af brevstemme:

Aktionærer har mulighed for at brevstemme frem til **onsdag den 22. maj 2024 kl. 23:59**.

Brevstemmer kan afgives:

- elektronisk via UIEs Aktionærportal, som kan tilgås fra Selskabets hjemmeside på [www.uie.dk/ invester-relations/shareholder-portal/](http://www.uie.dk/invester-relations/shareholder-portal/) eller på Computershare A/S' hjemmeside, www.computershare.dk; eller
- skriftligt ved at udfylde, underskrive og sende en fuldmagtsblanket, der kan hentes på Selskabets hjemmeside via www.uie.dk/annual-general-meeting/, via email til gf@computershare.dk eller via almindelig post til Computershare A/S, Lottenborgvej 26, 2800 Kgs. Lyngby, Danmark

Bemærk venligst leveringstid ved afgivelse af fuldmagt eller brevstemme med almindelig post.

En afgivet brevstemme kan ikke tilbagekaldes.

AKTIONÆRERNES RET TIL AT STILLE SPØRGSMÅL

Forud for generalforsamlingen kan aktionærer stille spørgsmål, som er relevante og vedrører dagsordenspunkterne på generalforsamlingen. Disse kan stilles skriftligt via email til gf@computershare.dk eller uie-info@plantations.biz, eller med almindelig post til Computershare A/S, Lottenborgvej 26, 2800 Kgs. Lyngby, Danmark eller UIE Services A/S, Vandtårnsvej 83A, 2860 Søborg, Danmark.

AKTIONÆRMØDET I KØBENHAVN

Som konsekvens af den tragiske brand på Børsbygningen den 16. april, er det ikke muligt for UIE at afholde det planlagte uformelle aktionærmøde på Børsen fredag den 31. maj 2024, hvilket har været en tradition i over 40 år.

I stedet vil selskabet senere på året tilbyde alle interesserede aktionærer at deltage i et virtuelt informationsmøde. Datoen for dette møde vil blive annonceret på UIEs hjemmeside; uie.dk, inden udgangen af maj 2024.

UIE PLC.

BESTYRELSEN

Malta, den 22. april 2024



UIE PLC.

APPENDIKS 1 - VEDERLAGSRAPPORT 2023, UIE PLC (PÅ ENGELSK)



REMUNERATION REPORT 2023

REMUNERATION 2023

At UIE Plc. ("UIE"), we work to align the remuneration of the Board of Directors and Management with the long-term interests of our shareholders. The remuneration of the Board of Directors and Management in 2023 is fully in line with our remuneration policy.

Basis of Preparation

This remuneration report provides an overview of the total remuneration received by each member of the Board of Directors and the Management of UIE for the financial year 2023 with comparative figures for the past four financial years.

The remuneration report for 2023 is compliant with the Danish Companies Act (section 139b).

The remuneration of the Board of Directors and Management for 2023 has been provided in accordance with the remuneration policy of UIE.

The Remuneration Report 2022 was subject to an advisory vote at the Annual General Meeting ("AGM") in May 2023 and was approved by 99.9% of votes casted.

The information included in the remuneration report has been derived from the audited annual reports of UIE for the financial years 2019-2023, which are available on the Company's website; www.uie.dk.

Remuneration Policy

The latest Remuneration Policy as adopted at the AGM on 19 May 2020 is available on UIE's website; www.uie.dk/remuneration-policy/.

UIE's Remuneration Policy is designed to attract, motivate and retain qualified members of the Board of Directors and the Management as well as to support sustainable value creation for the benefit of UIE's shareholders.

According to the remuneration policy, the remuneration of UIE's Board of Directors and Management comprises the following elements:

Board of Directors

- Fixed fee

Management

- Fixed salary
- Pension contribution
- Cash bonus (performance-based salary)

The primary objective of the remuneration policy is to ensure that the remuneration is kept at a reasonable level relative to the achieved results and the particular financial

situation of the Company and to provide the Board of Directors and Management with competitive financial packages. Furthermore, the remuneration structure of the Board of Directors and the Management is designed to align with UIE's strategic goals and to support long-term, sustainable value creation for the benefit of the Company's shareholders.

The composition and level of remuneration of the Board of Directors and Management are reviewed regularly against external benchmarks.

Financial Performance

In 2023, UIE generated a net profit of USD 120.6 million compared to a net loss of USD 22.1 million in 2022, reflecting another record-high result from UP and a significant fair value increase of the Schörling investment.

The year saw a global economic slowdown, attributed partly to the fastest interest rate increases in four decades, aimed at curbing inflation. Additionally, escalating geopolitical conflicts introduced further uncertainty and volatility, affecting the global economic landscape and impacting consumers and businesses. Despite these challenges, UIE's portfolio companies showcased resilience, thriving through continuous innovation and an unwavering focus on enhancing efficiency and productivity across their operations. This effort underscored the ability to navigate through adverse conditions and contribute positively to UIE's financial results.

FIVE-YEAR OVERVIEW OF REMUNERATION AND COMPANY PERFORMANCE (USD)

	2023	2022	2021	2020	2019
Total remuneration of the Board of Directors	420,000	404,167 ¹	372,500	372,500	302,500
Development of remuneration (index 2019 = 100) ¹	139	134	123	123	100
Total remuneration of the Management	757,000	507,000	664,000	741,000	700,000
Development of remuneration (index 2019 = 100)	108	72	95	106	100
Average remuneration of UIE Services A/S employees	130,712	131,690	147,989	110,057	121,530
Development of remuneration (index 2019 = 100)	108	108	122	91	100
Ratio of Managing Director vs. average remuneration above	5.8	3.8	4.5	6.7	5.8
Profit before income tax (USD million)	249.3	101.8	211.8	189.8	121.1
Development of profit before income tax (index 2019 = 100)	206	84	175	157	100
Net profit (USD million)	199.7	48.9	173.3	163.8	103.3
Net profit attributable to owners of the Company (USD million)	119.6	(22.1)	108.1	114.1	67.5

1) The Board was extended by one director as Catherine Bannister joined the UIE Board in May 2022.

REMUNERATION OF THE BOARD OF DIRECTORS

The remuneration of the Board of Directors comprises a fixed fee and is not incentive-based.

Basis of Remuneration

The remuneration of UIE's Board of Directors comprises a fixed annual fee, and a multiplier of the fixed fee for the Chairmanship and members of the Board Committees.

Fixed remuneration

The remuneration of the Board of Directors comprises a fixed annual fee, which is determined based on their competencies, responsibility, performance and the scope of board work.

The remuneration structure aims to support the Board's primary focus on strategy, supervision, organisation, sustainability and governance, thus taking into account the company's long-term interests. For the same reason, the Board does not receive variable remuneration based on performance.

Board members receive a fixed base fee approved by the shareholders at the AGM. The Chairman and Deputy Chairman receive a higher remuneration (each receives a multiplier of the annual base fee of 1.58 and 1.26, respectively), reflecting their extended board duties and responsibilities.

The following fees for the financial year 2023 were approved at the AGM on 17 May 2023:

Board	Fixed fee (USD)
Member	47,500 (base fee)
Chairman	75,000 (1.58 x base fee)
Deputy Chairman	60,000 (1.26 x base fee)

The base fee was last adjusted in 2020. The Board of Directors assesses the fixed fees paid to the Board on an annual basis, according to the recommendations of the Remuneration Committee. To ensure competitiveness, the fees are routinely benchmarked against those of other comparable listed companies, reflecting the competencies and efforts required of the role.

In 2023, the remuneration provided to the Board of Directors was consistent with UIE's remuneration policy.

Committee Remuneration

In addition to the previously mentioned remuneration, a separate fixed annual fee is paid to members of the Audit Committee and Investment Committee.

Audit Committee

The basic remuneration for the Audit Committee members constituted USD 10,500 for the financial year 2023, which was approved by the shareholders at the AGM on 17 May 2023.

The Chairman of the Audit Committee received an additional remuneration of USD 4,500 to the basic committee remuneration (USD 15,000 in total) for the financial year 2023.

Investment Committee

A fixed fee is also paid to members of the Investment Committee. The Investment Committee members receive

Board Members

As per 31 December 2023, the Board of Directors of UIE consisted of eight members:

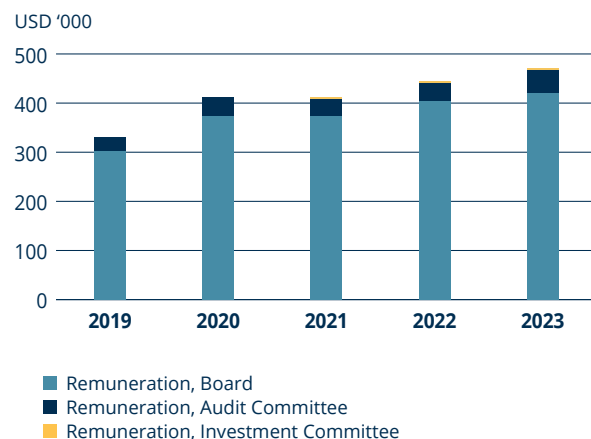
Carl Bek-Nielsen (Chairman)
 Martin Bek Nielsen (Deputy Chairman)
 John A. Goodwin
 Bent Mahler
 Jørgen Balle
 Frederik Steen Westenholz
 Harald Sauthoff
 Catherine Bannister

Remuneration	Board of Directors
Fixed fee	✓
Board Committee fee	✓
Expenses	✓
D&O liability insurance	✓
Fee for ad hoc tasks	✗
Cash-based incentive programme	✗
Share-based incentive programme	✗
Pension	✗
Severance payment	✗

a basic remuneration of USD 1,000 per annum, while the Chairman receives a remuneration of USD 2,000 per annum for his extended duties and responsibility.

Members of the Nomination Committee and Remuneration Committee are not paid any fees in addition to the ordinary Board fee.

FIVE-YEAR OVERVIEW OF BOARD REMUNERATION



Mr. Appalanaidu Ganapathy is also a member of the Audit Committee and receives a fixed annual fee for his contributions. Although Mr. Appalanaidu Ganapathy is not a member of the UIE Board, his extensive background as the former Company Secretary and Finance Manager of UP (UIE's largest investment) brings valuable knowledge and experience to the Committee.

Reimbursement of expenses

The Board of Directors' reasoned expenses held in connection with participating in board and committee meetings and exercising their responsibilities as a director or committee member are reimbursed upon submission of valid receipts.

Other matters relevant to the employment

There are no extraordinary retention and redundancy schemes in place for the members of the Board of Directors.

Members of the Board of Directors are up for election each year at the AGM. No special termination terms apply to the members, including regarding resignation from the Board of Directors.

COMMITTEE MEMBERSHIP

Board Member	Audit Committee	Investment Committee	Nomination Committee	Remuneration Committee
Carl Bek-Nielsen	-	-	Chairman	Chairman
Martin Bek-Nielsen	-	Chairman	Member	Member
John A. Goodwin	Chairman	Member	-	-
Bent Mahler	-	-	Member	-
Jørgen Balle	Member	-	-	Member
Catherine Bannister	Member	-	-	-

FIVE-YEAR OVERVIEW OF REMUNERATION FROM RELATED COMPANIES (USD)

Board Member	2023	2022	2021	2020	2019
Carl Bek-Nielsen					
from UP	38,111	38,724	30,239	32,141	32,428
from Schörling	14,164	14,866	11,678	11,003	10,676
Martin Bek-Nielsen					
from UP	33,756	34,169	29,029	30,955	31,218
Jørgen Balle					
from UP	30,540	29,613	24,191	25,499	25,652
Total	116,571	117,372	95,137	99,598	99,974

Members of the Board of Directors may be entitled to additional remuneration for performing tasks on an ad-hoc basis beyond their regular Board duties. In such a case, the Board of Directors shall approve such tasks and determine additional fees based on the nature of these tasks.

However, in 2023 and the previous four years, no Board or Committee member has received any additional fee for carrying out specific ad hoc tasks.

Board fee from other related companies

Some Board members also receive remuneration for their work as Board members in companies, in which UIE has invested, as seen in the table above.

Mr. Carl Bek-Nielsen is Deputy Chairman on the Board of Directors in UP and a Board member in Schörling.

Mr. Martin Bek-Nielsen and Mr. Jørgen Balle are Board members in UP.

3.7 Development of Remuneration

The development in the remuneration paid to the Board of Directors over the past five financial years is shown in the table below. As can be seen from the table, the remuneration levels for both the Board of Directors and Audit Committee members remained unchanged in 2023. However, the total remuneration for the Board of Directors increased in 2022 and again in 2023, a change attributable to the appointment of Dr. Catherine Bannister in May 2022.

The remuneration levels for the Board of Directors and the Audit Committee members were last revised in 2020, following an earlier adjustment in 2017. These remuneration levels are subject to regular reviews to ensure they align with market standards and remain competitive. These reviews also appropriately reflect the roles, duties and responsibilities entrusted to the members of the Board and its Committees.

3.8 Incentive schemes

The Board of Directors does not receive variable remuneration and is not part of any share-based incentive schemes.

3.9 Shareholding by the Board of Directors

There is no policy requirement or guidelines for board members to hold shares in UIE.

As of 31 December 2023, the Board of Directors held shares in UIE as shown in the table below.

FIVE-YEAR OVERVIEW OF REMUNERATION OF THE BOARD OF DIRECTORS (USD)

2023												
Board of Directors	Position	Fixed fee	Additional fee	Total fee	Change	2022	Change	2021	Change	2020	Change	2019
Carl Bek-Nielsen	Chairman	75,000	-	75,000	-	75,000	-	75,000	-	75,000	15%	65,000
Martin Bek-Nielsen	Deputy Chairman	60,000	2,000	62,000	-	62,000	-	62,000	-	62,000	24%	50,000
John A. Goodwin	Board member	47,500	16,000	63,500	-	63,500	-	63,500	-	63,500	28%	49,500
Bent Mahler	Board member	47,500	-	47,500	-	47,500	-	47,500	-	47,500	27%	37,500
Jørgen Balle	Board member	47,500	10,500	58,000	-	58,000	-	58,000	-	58,000	29%	45,000
Frederik Steen Westenholz	Board member	47,500	-	47,500	-	47,500	-	47,500	-	47,500	27%	37,500
Harald Sauthoff	Board member	47,500	-	47,500	-	47,500	-	47,500	-	47,500	27%	37,500
Catherine Bannister ¹	Board member	47,500	10,500	58,000	-	31,667	-	-	-	-	-	-
Total remuneration		420,000	39,000	459,000	5%	435,667	9%	401,000	-	401,000	25%	322,000

1) The Board was extended by one director as Catherine Bannister joined the UIE Board in May 2022.

SHAREHOLDING OF UIE'S BOARD OF DIRECTORS IN 2023

Board of Directors	No. of shares at 1 Jan 2023	Purchased shares 2023	Sold shares 2023	No. of shares 31 Dec 2023	% of share capital
Carl Bek-Nielsen	611,960	-	-	611,960	1.90
Martin Bek-Nielsen	201,740	-	-	201,740	0.63
John A. Goodwin	-	2,100	-	2,100	0.01
Bent Mahler	110	-	-	110	0.00
Jørgen Balle	1,000	1,000	-	2,000	0.01
Frederik Steen Westenholz	3,300	2,043	-	5,343	0.02
Harald Sauthoff	850	-	-	850	0.00
Catherine Bannister	-	-	-	-	-
Total shareholding	818,960	5,143	-	824,103	2.57

	No. of shares 1 Jan 2023	Purchased shares 2023	No. of shares 31 Dec 2023
Brothers Holding Limited ¹	16,925,430	435,208	17,360,638
% of share capital 1 Jan 2023	52.52		% of share capital 31 Dec 2023
			53.87

1) Brothers Holding Limited is jointly owned by Carl Bek-Nielsen and Martin Bek-Nielsen

REMUNERATION OF MANAGEMENT

The remuneration of the Managing Director comprises a fixed salary, pension contributions, performance-based salary and personal benefits.

Basis of Remuneration

In 2023, there were no changes to UIE's Management structure, with Ulrik Juul Østergaard continuing as the sole Managing Director.

The Managing Director's remuneration is determined by the Chairmanship and the Remuneration Committee based on a careful review of market remuneration levels for comparable roles and similar companies, UIE's financial position and performance, as well as the Managing Director's individual competencies and performance. The overarching goal is to offer a package that effectively attracts, motivates and retains a highly qualified Managing Director.

The Managing Director's total remuneration comprises a fixed salary, pension contributions, a cash bonus scheme (performance-based salary), and personal benefits (car, phone, internet and newspaper). Thus, the annual remuneration, aligned with the Remuneration Policy, consists of both fixed and variable remuneration components, creating a well-balanced remuneration package that reflects the Managing Director's performance and responsibility as well as UIE's overall performance.

The Managing Director does not participate in any share, option nor warrant schemes (please see item 4.2).

Fixed remuneration

The remuneration for the Managing Director consists of a fixed salary, which is reviewed and adjusted annually. The fixed salary is assessed and determined by the Chairman and Deputy Chairman along with the Remuneration

Committee, considering the Managing Director's success in achieving individual targets and UIE's financial targets.

In 2023, the Managing Director received a fixed salary of USD 437,000, which was an increase of 16% compared to 2022. The fixed salary, pension contributions, cash bonus and work-related benefits are fixed in DKK and thereafter converted to USD, which is UIE's reporting currency. Therefore,

annual fluctuations in reported remuneration are partially influenced by fluctuations in the exchange rate.

Employee share programme

On 1 January 2021, an employee share programme was initiated in UIE, making it possible for the Managing Director and employees in UIE Services A/S to have part of the fixed salary paid in UIE shares.

In accordance with section 7P of the Danish Tax Assessment Act ("Ligningsloven §7P"), the Managing Director's fixed gross salary was reduced by 17%. In exchange, the Managing Director received UIE shares at the prevailing market price, equivalent to the abovementioned salary reduction.

The acquisition of shares (compensating for the salary reduction) was made in four blocks after each quarterly announcement, as shown in the table on the following page.

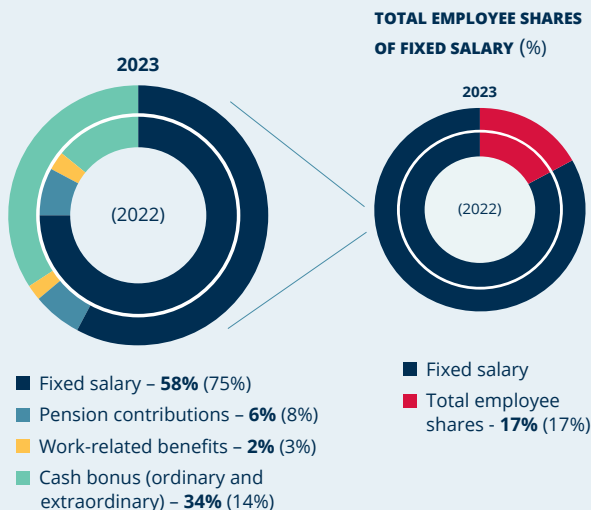
In 2023, the Managing Director acquired a total of 2,772 UIE shares under the employee share programme.

FIVE-YEAR OVERVIEW OF REMUNERATION (USD) OF THE MANAGING DIRECTOR

Remuneration component	2023	2022	2021	2020	2019
Fixed salary	437,000	378,000	389,000	344,000	309,000
Change in fixed salary ¹	16%	(3%)	13%	11%	14%
Pension contributions	48,000	39,000	41,000	36,000	33,000
Work-related benefits	17,000	18,000	21,000	20,000	25,000
Cash bonus (ordinary and extraordinary)	255,000	72,000	213,000	341,000	333,000
Total remuneration	757,000	507,000	664,000	741,000	700,000
Hereof paid in shares	75,000	66,000	70,000	-	-
Fixed remuneration	66%	86%	68%	54%	52%
Variable remuneration	34%	14%	32%	46%	48%
Total	100%	100%	100%	100%	100%
Change in the Managing Director's total remuneration¹	49%	(24%)	(10%)	6%	39%

1) % change from previous year (partly due to fluctuation in the USD/DKK exchange rate).

TOTAL REMUNERATION COMPOSITION OF THE MANAGING DIRECTOR (%)



ACQUISITION OF EMPLOYEE SHARES OF THE MANAGING DIRECTOR IN 2023

Date of the transaction	No. of shares	Average value per share (DKK)	Transaction value (DKK)
3 March 2023	699	184.00	128,616
23 May 2023	667	193.00	128,731
18 August 2023	707	182.00	128,674
22 November 2023	699	184.00	128,616
Total	2,772	185.75	514,637

Shareholdings by the Management

There is no policy requirement or guidelines for the Management to hold shares in UIE.

As of 31 December 2023, the Managing Director held 10,693 shares in UIE.

Pension contribution

The Managing Director is entitled to receive a pension contribution of 10% of the fixed salary.

The Managing Director is not covered by performance-based pension schemes.

In 2023, the Managing Director received a pension contribution of USD 48,000 compared to USD 39,000 in 2022.

Performance-based salary (cash bonus)

In addition to the fixed annual salary, the Managing Director also receives a performance-based salary.

The performance-based remuneration consists of a cash bonus scheme based on UIE's profit before tax for the year and the achievement of individual targets, which are determined by the Chairman and Deputy Chairman.

The total maximum for the ordinary bonus component is 50% of the fixed annual salary (including pension).

In 2023, the Managing Director's ordinary cash bonus amounted to USD 255,000, corresponding to 100% of the maximum pay-out.

ACHIEVEMENT OF PERFORMANCE IN 2023

Performance criteria for 2023	Weighting	Achievement of target
Profit before tax	60%	Above target
Individual targets	40%	On target
Total	100%	

Comparative information on remuneration

When compared with other mid-cap companies listed on Nasdaq Copenhagen, the total remuneration package for UIE's Managing Director is below the average.

The Managing Director is the sole employee of UIE. However, in UIE Services A/S, a wholly-owned subsidiary of UIE, there are four employees. In 2023, the ratio of the Managing Director's total remuneration to the average remuneration for employees in UIE Services A/S was 5.8 to 1.

Work-related benefits

The Managing Director has access to work-related benefits, including company car, company paid telephone and internet access, and newspaper subscription, as approved by the Board. Furthermore, the Managing Director is covered by the Company's insurance scheme.

Reclaiming variable remuneration

In the event of serious misconduct, or if a cash bonus is made based on accounts that prove to be materially misstated, the Company may reclaim, in full or in part, any overpayment from the cash bonus to the Managing Director.

During the financial year 2023, no overpayment of the cash bonus was reclaimed.

Other matters relevant to the employment

If the Managing Director is terminated by the Company, the Managing Director is entitled to a fixed salary, pension contributions and ordinary cash bonus during the notice period, which is nine months.



UIE PLC.

APPENDIKS 2 - VEDERLAGSPOLITIK 2024, UIE PLC (PÅ ENGELSK)



UIE PLC

UIE REMUNERATION POLICY

2024

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REMUNERATION POLICY OF UIE PLC.

This Remuneration Policy describes the principles and various components of the total remuneration for the Board of Directors and the Management of UIE Plc. ("UIE"). It details how each component contributes to achieving the Company's strategy, long-term interests and sustainability.

The Remuneration Policy has been prepared in accordance with the principles set forth by EU's Directive 2017/828 ("Shareholder Rights Directive II").

This Policy replaces the Remuneration Policy adopted at the Annual General Meeting on 19 May 2020. The revised policy aligns with the policy adopted in 2020.

1. REMUNERATION OBJECTIVES

- 1.1 The overall objectives of the Remuneration Policy for the Board of Directors and the Management of UIE are to attract, motivate and retain qualified members for the Board of Directors and the Management, ensuring transparency and aligning their interests with those of the shareholders and the Company.
- 1.2 The Company intends to maintain the remuneration at a reasonable level relative to the achieved results and the particular financial situation of the Company.
- 1.3 The remuneration of the Board of Directors and the Management shall support the strategic goals of UIE and promote long-term sustainable value creation for the benefit of the Company's shareholders.

2. GENERAL PRINCIPLES

- 2.1 The Board of Directors receives a fixed annual fee and no variable or share-based remuneration. Thus, the Remuneration Policy primarily addresses the remuneration of the Management, which is composed of a fixed remuneration, including pension contribution and a variable remuneration in the form of a cash bonus/performance-based salary.
- 2.2 When determining the remuneration policy for the Management, the Board of Directors conducts a thorough comparison and assessment of the relationship between Management's remuneration and the salaries and employment terms of other employees. This comparison ensures that Management's remuneration aligns proportionately with the responsibility, which the tasks of the Management entail.
- 2.3 The variable component of the Management's remuneration is dependent on the achievement of specific financial and non-financial targets. These targets are set by the Chairmanship and are designed to drive the long-term performance of the Company.
- 2.4 The determination of the remuneration policy is a vital part of the Remuneration Committee's tasks. The Remuneration Committee regularly reviews and proposes amendments to the Remuneration Policy, ensuring it remains aligned with the remuneration of the Board of Directors and Management, UIE's short and long-term goals and the shareholders' interests in general. This continuous revision also helps maintain UIE's competitiveness, facilitating the retention and attraction of qualified members. The Remuneration Committee's

involvement is key to adapting the Policy to reflect evolving market conditions and strategic directions of the Company.

3. REMUNERATION OF THE BOARD OF DIRECTORS AND AUDIT COMMITTEE MEMBERS

- 3.1 Members of the Board receive a fixed annual fee, which is set in relation to the scope, character and responsibility of the Board.
- 3.2 All Board members are entitled to the same fixed annual fee. However, the Chairman and Deputy Chairman receive an annual supplement to reflect their extended duties and responsibilities.
- 3.3 Members of the Audit Committee receive a separate fixed annual fee as remuneration for their committee work, with the Chairman of the Audit Committee receiving an annual supplement for his extended duties and responsibility.
- 3.4 The fees paid to Board Members and members of the Audit Committee are routinely benchmarked against other comparable companies listed on the exchange on an annual basis.
- 3.5 The individual fees paid to the Chairman, Deputy Chairman and the ordinary members of the Board and the Audit Committee are disclosed in the Remuneration Report and the Annual Report.
- 3.6 The proposed remuneration for the current financial year is subject to approval at UIE's Annual General Meeting under a separate item on the agenda. The proposed remuneration of the Board of Directors must be included in the notice convening the Annual General Meeting.
- 3.7 The Board is not covered by a pension scheme.
- 3.8 The remuneration of the Board of Directors does not include any incentive schemes.
- 3.9 Members of the Board of Directors may retain an additional fee for operational tasks carried out on an ad-hoc basis outside the scope of the ordinary duties of the Board of Directors. These tasks and corresponding fees are subject to approval by the Board of Directors, based on the nature of the tasks.
- 3.10 Some Board members also receive remuneration for their roles as Board members in companies, in which UIE has invested.
- 3.11 The Board and Committee members' reasoned expenses in connection with participating in Board and Committee meetings, as well as in fulfilling their duties as a director, are reimbursed upon submission of valid receipts.
- 3.12 Members of the Board of Directors stand for re-election each year at the Annual General Meeting. No special termination terms apply to the Board of Directors, including resignation from the Board of Directors.
- 3.13 There are no special retention and redundancy schemes in place for the Board of Directors.

4. REMUNERATION OF MANAGEMENT

- 4.1 The remuneration of the Managing Director is determined by the Chairmanship and the Remuneration Committee based on a thorough review of market levels for similar positions in listed companies, UIE's financial position and results, as well as the competences and performance of the Managing Director.
- 4.2 The Managing Director's remuneration package consists of a fixed salary and a performance-based salary. The latter consists of a cash bonus scheme. The Managing Director does not participate in any share, option nor warrant schemes.
- 4.3 The performance-based remuneration involves a cash bonus scheme, dependent on the Managing Director's contribution, UIE's results, and the achievement of specific targets set by the Chairman and Deputy Chairman at the beginning of the financial year. These targets are selected to align with UIE's business objectives for the year, encompassing both financial and non-financial benchmarks. The maximum of the ordinary bonus components is 50% of the fixed annual salary (including pension).
- 4.4 The Managing Director's remuneration is disclosed in the Annual Report.
- 4.5 The Managing Director is not covered by performance-based pension schemes.
- 4.6 The notice of termination to be given by the Managing Director to UIE is three (3) months.
- 4.7 If the Managing Director is terminated by the Company, the Managing Director is entitled to fixed salary, pension contributions and ordinary cash bonus during the notice period, which is nine (9) months.
- 4.8 The Managing Director has access to work-related benefits, including company paid telephone and internet, newspaper subscription, company car, and coverage under the Company's insurance scheme.
- 4.9 In accordance with section 7P of the Danish Tax Assessment Act ("Ligningsloven §7P"), the Managing Director has the option to reduce his or her gross salary by up to 20% in exchange for an equivalent value in UIE shares at the prevailing market price. These shares are distributed in four blocks following each quarterly announcement and are structured on an annual basis.
- 4.10 Other than the aforementioned, the Managing Director's terms of employment do not include any exceptional conditions.

5. RECLAIMING VARIABLE REMUNERATION

- 5.1 In the event of serious misconduct, or if a cash bonus is made based on accounts that prove to be materially misstated, the Company may reclaim, in full or in part, any overpayment from the cash bonus to the Managing Director.

6. DEVIATION FROM THE REMUNERATION POLICY

- 6.1 The Board of Directors may, in extraordinary circumstances and, based on the recommendations of the Remuneration Committee, decide to temporarily deviate from this Remuneration Policy, where it is deemed that a deviation will benefit the long-term interests of UIE, its shareholders or the sustainability of the Company.
- 6.2 Any such deviation from this Remuneration Policy will be described and explained in detail in the Remuneration Report for the relevant year.

7. APPROVAL AND PUBLICATION OF THE REMUNERATION POLICY

- 7.1 The Remuneration Policy is available on the UIE website, www.ue.dk, for as long as it is applicable.
- 7.2 The Board of Directors, with support from the Remuneration Committee, is responsible for the compliance with this Remuneration Policy and for completing an annual review of the Policy.
- 7.3 The Remuneration Policy is submitted to the Annual General Meeting for approval at least every fourth year and upon suggested material amendments to the Policy.

BOARD OF DIRECTORS

Carl Bek-Nielsen
Chairman

Martin Bek-Nielsen
Deputy Chairman

John A. Goodwin

Bent Mahler

Jørgen Balle

Frederik Steen Westenholz

Harald Sauthoff

Catherine Bannister

APPENDIKS 3 - BESKRIVELSE AF BESTYRELSESMEDLEMMER PÅ VALG

CARL BEK-NIELSEN



Carl Bek-Nielsen, født i 1973 og dansk statsborger med permanent opholdstilladelse i Malaysia, er formand for bestyrelsen i UIE.

Han tog afgangseksamen som bachelor i landbrugsvidenskab ved den Kongelige Veterinær- og Landbohøjskole i 1997.

Han startede sin karriere i United Plantations Berhad ("UP") i 1993 som cadet planter, hvor han også blev oplært på plantagen UIE (M) Sdn. Bhd. Han forlod firmaet i 1994 for at tage en højere uddannelse i Danmark. Efter endt uddannelse genoptog han i 1998 sin karriere i UP som Assistant Corporate Affairs. I 2000 blev Carl Bek-Nielsen forfremmet til Executive Director (Corporate Affairs) i UP. Den 9. november 2004 blev han derudover udnævnt til direktør i daterselskabet Unitata Berhad, og den 1. januar 2013 blev han udnævnt til sin nuværende stilling som administrerende direktør i UP.

Carl Bek-Nielsens øvrige ledelseserhverv og organisationsopgaver omfatter medlemskab af blandt andet The Malaysian Palm Oil Association (MPOA). Desuden var han bestyrelsesmedlem i The Malaysian Palm Oil Council (MPOC) i 18 år, i perioden 2002-2020, og blev udpeget som formand af Malaysias vicepremierminister den 1. maj 2023. Han har også været udnævnt som medformand for RSPO Board of Governors og repræsenterede MPOA fra november 2014 til februar 2023.

I 2012 blev han valgt ind i bestyrelsen i Schörling AB.

Han blev første gang valgt ind i UIEs bestyrelse i juni 1998, og den 14. juni 2005 blev han forfremmet til sin nuværende stilling som bestyrelsesformand i UIE.

Carl Bek-Nielsen er søn af Ybhg. Tan Sri Dato' Seri B. Bek-Nielsen (grundlægger af UIE) og bror til Martin Bek-Nielsen, som er næstformand i UIEs bestyrelse.

MARTIN BEK-NIELSEN



Martin Bek-Nielsen, født i 1975 og dansk statsborger med permanent opholdstilladelse i Malaysia, er næstformand for bestyrelsen i UIE.

Martin Bek-Nielsen gjorde militærtjeneste i Danmark ved "Jydske Dragon Regiment" i perioden 1994 til 1995.

I 1995 startede han som cadet planter i United Plantations Berhad ("UP").

I 1996 startede han på den Kongelige Veterinær- og Landbohøjskole i København og tog derefter afgangseksamen som bachelor i jordbrugsøkonomi i 1999. Efter afsluttet uddannelse vendte han tilbage til Malaysia for at gøre karriere i UP.

I august 2000 blev han valgt ind i UPs bestyrelse, og i 2001 blev han forfremmet til direktør. I februar 2003 blev Martin Bek-Nielsen forfremmet til sin nuværende stilling som finans- og marketingdirektør i UP, og i november 2004 blev han udnævnt til salgsdirektør for Unitata Berhad, som er et af UPs datterselskaber. I 2019 blev han også udnævnt til salgsdirektør for UniFuji Sdn Bhd, som er et fælles joint venture selskab (50/50 ejerskab) mellem UP og Fuji Oil.

I 2004 blev han valgt ind i UIEs bestyrelse, og i juni 2005 blev han forfremmet til sin nuværende post som næstformand i UIEs bestyrelse.

Martin Bek-Nielsen er medlem af The Working Committee for Marketing and Promotion of Malaysian Palm Oil, der hører under the Malaysian Palm Oil Association (MPOA).

Martin Bek-Nielsen er søn af Ybhg. Tan Sri Dato' Seri B. Bek-Nielsen (grundlægger af UIE) og bror til Carl Bek-Nielsen, som er formand for bestyrelsen.

JOHN GOODWIN



John Goodwin er født i Sydafrika i 1944. Efter at have afsluttet sin skolegang i Cape Town, tog han en universitets-eksamen i økonomi og blev i 1968 optaget på Sydafrikas skole for statsautoriserede revisorer (South African Institute of Chartered Accountants).

I 1969 emigrerede han til Storbritannien. Efter to år hos et internationalt revisionsfirma arbejdede han i investeringsbanker i 12 år, hvor han specialiserede sig i virksomhedsfinansiering. I den periode arbejdede han for Accepting House Arbuthnot Latham & Co i London, derefter som administrerende direktør for Chartered Merchant Bankers og i Australien som chef for Standard Chartered Banks Corporate Finance-rådgivningsaktiviteter i landet.

I 1983 sluttede han sig til koncernen i København som administrerende direktør for koncernens holdingselskab International Plantations & Finance Ltd. ("IPF"). I 2002 fusionerede IPF med UIE, og samme år blev han udnævnt til administrerende direktør for det fortsættende selskab.

I 1984 blev han valgt ind i bestyrelsen for Aarhus Oliefabrik A/S (som i dag hedder AAK), og i 1993 blev han tildelt posten som administrerende direktør for selskabet; en stilling han trådte tilbage fra i 1997. Mens han var hos Aarhus United A/S lærte han sig at tale flydende dansk.

John Goodwin sad i bestyrelsen hos Fediol i perioden 1993-95. Han var desuden direktør i the Federation of Oils and Fats Association i perioden 1996-97 og blev udnævnt som formand for the International Association of Seedcrushers ("IASC") - en paraplyorganisation, der arbejdede for den globale oliefrøindustri. Han blev i 2003 valgt for en treårig periode.

John Goodwin var bestyrelsesmedlem i Mariana Resources Limited, et mineselskab noteret på AIM, London indtil juli 2018.

Ved selskabets ordinære generalforsamling den 10. juni 2009 gik John Goodwin af som administrerende direktør efter mere end 26 år i selskabet. John Goodwin blev valgt ind i UIEs bestyrelse i 1983.

BENT MAHLER



Bent Mahler er født i 1960 og er dansk statsborger.

Efter endt militærtjeneste hos den kongelige livgarde i 1980 startede han på det internationale MAST-program (et to-årigt udvekslingsprogram i USA inden for landbrug sponsoreret af University of Minnesota), hvilket han afsluttede i 1983.

I 1989 færdiggjorde han en fire-årig uddannelse som eksportingeniør inden for landbrug fra Nordisk Landbrugs Akademi i Odense. I 1997 bestod han sin MBA-grad fra Henley Management College/Brunel University i Storbritannien.

Han påbegyndte sin karriere som Assistant Manager i UIEs daværende datterselskab United International Enterprises (M) ("UIEM") i Malaysia i 1989. Fra 1990 til 1992 var han ansat som Field Manager i UIEM, hvorefter han blev forfremmet til direktør; en stilling som han bestred frem til 2003. I løbet af hans tid hos UIEM var han desuden repræsentant for selskabet i Perak State Planting Association fra 1997-2003.

Bent Mahler blev i 1994 udnævnt til bestyrelsen for Howard Alaptanian Sdn. Bhd. (malaysisk producent af landbrugsmaskiner); et hverv han bestred indtil 2014.

Fra oktober 2003 til 2006 var han rådgivende General Manager (Asien-Pacific) hos Anitox Corporation, et ledende amerikansk selskab inden for fremstilling af tilsætningsstoffer til foderprodukter. I 2006 blev han udnævnt til selskabets General Manager for Asien-Pacific; en stilling han bestred frem til 2007, hvor han blev en del af selskabets globale ledelsesteam og blev direktør for Asien-Pacific-området. Han bestred denne post frem til august 2010.

Bent Mahler blev første gang valgt ind i UIEs bestyrelse i 2011.

Bent Mahler er stadig aktiv inden for den agroindustrielle sektor, naturressourcer og fødevarer ingredienser samt servicesektoren i Asien-Pacific og Mellemøsten fra sin base i Kuala Lumpur, Malaysia.

JØRGEN BALLE



Jørgen Balle er født i 1964 og er dansk statsborger.

Efter endt bankuddannelse og fem års arbejde med økonomistyring startede han i 1990 som Raw Materials Trader hos Aarhus Oliefabrik A/S, hvor han arbejdede med handel af vegetabilske olier på globalt plan. I 2000 trådte han ind i selskabets ledelse, hvor han bestred stillingen som Trading Director. I 2004 blev han forfremmet til administrerende direktør, og selskabet skiftede navn til Aarhus United A/S.

I 2001 færdiggjorde Jørgen Balle sin MBA i Food & Beverage Innovation fra SIMI i København.

Da Aarhus United A/S og det svenske selskab Karlshamns AB fusionerede under navnet AAK AB i 2005, blev Jørgen Balle udnævnt til selskabets vicedirektør, og som en del af koncernledelsen var han globalt ansvarlig for forretningsområdet Chocolate & Confectionery Fats.

I 2010 forlod han AAK og tiltrådte en stilling i det danske, privatejede logistikselskab Frode Laursen A/S, hvor han havde en ledende position i adskillige holding- og datterselskaber.

Jørgen Balle blev første gang valgt ind i UIEs bestyrelse i 2013.

I 2019 fratrådte Jørgen Balle sin stilling i Frode Laursen A/S, og varetager nu bestyrelsesposter i flere selskaber.

I 2018 blev Jørgen Balle valgt ind i bestyrelsen i United Plantations Berhad.

FREDERIK STEEN WESTENHOLZ



Frederik Steen Westenholz er født i 1971 og er dansk statsborger.

Frederik Steen Westenholz gjorde militærtjeneste som sergent i Gardehusarregimentet i perioden 1992 til 1993.

I 1994 startede han på Handelshøjskolen i København, hvor han i sommeren 1997 afsluttede HA Almen i Business Administration.

I perioden september til december 1997 gennemførte han et internship i henholdsvis United Plantations Berhad og United International Enterprises i Malaysia.

I 1998-1999 gennemførte han sin Master i Financial Management fra University of Queensland i Australien.

Han har efterfølgende arbejdet i det amerikanske konsulentfirma Accenture i perioden 2000-2002, og som International Marketing Manager hos det danske medico-selskab Coloplast i perioden 2003-2005.

Frederik Steen Westenholz tiltrådte som direktør i EFT i perioden 2006-2014, et selskab med fokus på import/eksport af flyvemaskiner i EU samt formidling af finansierings- og forsikringsløsninger.

Han arbejder på nuværende tidspunkt hos Environment Solutions i Danmark som salgsdirektør. Selskabet er ledende udbyder af mobile barrierer til bekæmpelse af oversvømmelse og vandstigninger.

Frederik Steen Westenholz er på nuværende tidspunkt bestyrelsesmedlem i Environment Solutions A/S, Mermaid Asset Management Fondsmæglerselskab A/S og UIE.

Frederik Westenholz blev første gang valgt ind i UIEs bestyrelse i 2015.

Han har kompetencer indenfor internationalt salg, marketing & finans samt erfaring med opstart og styring af virksomheder.

HARALD SAUTHOFF



Harald Sauthoff er født i Tyskland i 1955.

Efter at have taget en uddannelse inden for virksomhedsledelse begyndte Harald Sauthoff i 1974 sin professionelle karriere som indkøbschef for Henkel KGaA i Tyskland, hvor han arbejdede indtil 2000.

Da han efterfølgende blev ansat i det kapitalfondejede kemiselskab Cognis fra 2000-2010, blev han en del af ledelsesteamet og var bl.a. ansvarlig for logistik og indkøb i Care Chemical-divisionen.

I 2010, da BASF opkøbte Cognis, blev han udnævnt til Vice President Global Procurement i selskabets Personal Care-division for vegetabilske olier.

Han har desuden været President hos FOSFA International fra 2004-2006 og bestyrelsesmedlem i AAK.

Hans erfaring med og ekspertise inden for international handel med vegetabilske olier, og hans fokus på bæredygtighed i forsyningskæden for tropiske olier har gjort ham til en hyppig taler ved bl.a. internationale konferencer i palmeolieindustrien og multiinteressentgruppen Roundtable on Sustainable Palm Oil.

I oktober 2017 trak Harald Sauthoff sig fra sin stilling som Vice President Global Procurement hos BASF efter at have arbejdet 45 år inden for den kemiske - og forbrugswareindustrien.

Harald Sauthoff blev første gang valgt ind i UIEs bestyrelse i 2017.

CATHERINE BANNISTER



Catherine Bannister blev født på Malta i 1978. Hun er opvokset i Storbritannien, hvor hun også afsluttede sin skolegang.

I 2002 uddannede hun sig til jordemoder, hvorefter hun begyndte at læse jura på University of Malta. Her fik hun tildelt sin doktorgrad i jura i 2008 og blev indlemmet i Maltas advokatstand i 2009.

Catherine Bannister påbegyndte sin karriere som Compliance Officer for et af verdens største forsikringsselskaber. Selskabet er involveret i oprettelse og ledelse af captive forsikringsselskaber og tredjepartsforsikringsselskaber, der opererer fra Malta.

Efter sin tid som Compliance Officer, arbejdede hun som fuldmægtig i et advokatfirma med speciale i levering af juridisk bistand og konstruktion af den operationelle opsætning i udenlandske investeringsforvaltningsselskaber, investeringsfonde og andre investeringsrelaterede virksomheder, der søger udstedelse af licenser på Malta, samt til allerede etablerede licenserede selskaber.

I 2012 tilsluttede Catherine Bannister sig Ernst & Youngs regulatoriske rådgivningsteam. Hun blev udstationeret hos en af Storbritanniens største detailbanker, der udbyder betalingstjenester i henhold til både EU- og internationale regler. Hun afsluttede projektet som kommerciel bankteamleder.

I 2013 blev Catherine Bannister valgt ind i bestyrelsen for et uafhængigt trust- og pensionsselskab, som blev etableret på Kanaløerne i 2001, og som i 2009 åbnede et kontor på Malta. Selskabet fastlagde oprindeligt forvaltnings- og pensionsstrukturer for Storbritannien og internationale pensionsordninger, der leverer formueplanlægningsstrukturer til det amerikanske marked. Som administrerende direktør var hun ansvarlig for driften af forretningen og teamet på Malta, legale/regulatoriske aspekter samt kunderelationer. Hun stod bl.a. for at servicere selskabets portefølje af ca. 250 velhavende kunder. Samtidigt fungerede hun også som direktør for flere holdingselskaber og private servicevirksomheder, der opererer fra Malta.

I 2021, skiftede Catherine Bannister til en ny rolle som Chief Legal Officer hos Finance Incorporated Limited - en fintech betalingstjenesteudbyder med base på Malta, der primært servicerer erhvervs- og handelskunder både lokalt og i hele EU. Hos Finance Incorporated Limited er hun en del af direktionen og støtter bestyrelsen via sin funktion som selskabssekretær, hvilket bl.a. omfatter ansvaret for den styringsramme, som selskabet har implementeret.