



REMUNERATION REPORT

---

2019



# Remuneration Report 2019

The Remuneration Report 2019 is part of the Remuneration Statement. The Remuneration Report provides information on the remuneration and other financial benefits paid to the Board of Directors, the Group CEO and the Group Executive Committee members in 2019. The remuneration and other financial benefits are reported on a cash basis.

## Board of Directors

The table below describes the remuneration paid to the members of the Board and the number of Sampo A shares acquired by the members of the Board in accordance with the decision of the Annual General Meeting in 2019.

Board member and position	Annual fee 2019 (EUR)	Annual fee 2018 (EUR)	No. of acquired Sampo A shares 2019 <sup>1)</sup> (disposal restriction until 2021)	No. of acquired Sampo A shares 2018 <sup>2)</sup> (disposal restriction until 2020)
Björn Wahlroos Chair	175,000	175,000	1,533	1,377
Jannica Fagerholm Vice Chair from 9 April 2019, Chair of the Audit Committee	140,000	115,000	1,103	772
Christian Clausen Member of the Audit Committee	96,000	96,000	650	550
Fiona Clutterbuck Member of the Audit Committee from 9 April 2019	96,000	-	753	-
Johanna Lamminen Member of the Audit Committee from 9 April 2019	96,000	-	711	-
Veli-Matti Mattila Member	90,000	90,000	667	523
Risto Murto Member	90,000	90,000	673	549
Antti Mäkinen Member	90,000	96,000	667	464
Eira Palin-Lehtinen Vice Chair until 9 April 2019	-	115,000	-	676
Adine Grate Axén Member of the Audit Committee until 9 April 2019	-	96,000	-	682
<b>Total</b>	<b>873,000</b>	<b>873,000</b>	<b>6,757</b>	<b>5,593</b>

<sup>1)</sup> The levied transfer tax related to the acquisition of Sampo A shares was compensated, in total EUR 3,617.38 (EUR 908.05 pertaining to the Chair, EUR 653.34 to the Vice Chair and EUR 2,055.99 pertaining to the other members of the Board).

<sup>2)</sup> The levied transfer tax related to the acquisition of Sampo A shares was compensated, in total EUR 4,083 (EUR 929 pertaining to the Vice Chair and EUR 3,154 pertaining to the other Finnish members of the Board).



## Group CEO

The table below describes the remuneration elements of the former Group CEO, **Kari Stadigh**, in 2019. Stadigh retired on 31 December 2019 and was as of 1 January 2020 succeeded by **Torbjörn Magnusson**, whose remuneration is described in the Remuneration Statement and will be reported in more detail in the Remuneration Report to be published in 2021 in accordance with the CG Code 2020.

Remuneration element 2019	Description
Fixed salary	• Annual salary
Fringe benefits	• Telephone benefit • Lunch benefit • Car benefit • Supplementary health insurance
Short-term incentives	• Short-term incentive program 2019 – payout in 2020 • Short-term incentive program 2018 – payout in 2019 – payout subject to a deferral rule • Short-term incentive program 2015 – release of deferred payout in 2019
Long-term incentives	• Long-term incentive scheme 2014:1 – first instalment 30% vested in 2017, second instalment 35% in 2018 and third and last instalment 35% in 2019 – 60% of net payout used to acquire Sampo A shares – shares subject to a 3-year disposal restriction • Long-term incentive scheme 2017:1 – vesting in 2020, 2021 and 2022
Compensation related to the termination of the service contract	• Salary for the notice period
Pension benefit	• Supplementary defined contribution pension contract – effective 1 January 2016 – annual cost for Sampo EUR 400,000

The table below describes the remuneration and other financial benefits paid to the Group CEO, **Kari Stadigh**, in 2019.

Remuneration element	2019 (EUR)	2018 (EUR)
Fixed salary	1,158,738	985,006
Fringe benefits	32,535	38,132
Short-term incentives pertaining to 2018 (2017) <sup>3)</sup>	424,741	416,412
Release of deferred short-term incentives pertaining to 2015 (2014)	269,637	262,332
Long-term incentives <sup>4)</sup>	2,005,500	2,441,250
<b>Total</b>	<b>3,891,196</b>	<b>4,143,132</b>
Supplementary pension	400,000	400,000

<sup>3)</sup> Excluding short-term incentive deferred during the respective year. The short-term incentive deferred in 2019 amounted to EUR 178,629 and may be paid out earliest in 2022. The short-term incentive deferred in 2018 amounted to EUR 175,127 and may be paid out earliest in 2021.

<sup>4)</sup> Including share purchases under the terms of the long-term incentive scheme.

The table below describes the number of Sampo A shares acquired by the Group CEO, **Kari Stadigh**, in 2019 under the terms of the long-term incentive scheme.

Position	No. of acquired Sampo A shares 2019 (disposal restriction until 2022)	No. of acquired Sampo A shares 2018 (disposal restriction until 2021)
Group CEO	15,085	15,871



## Group Executive Committee (excluding Group CEO)

The table below describes the remuneration elements of the Group Executive Committee members, excluding the Group CEO, in 2019.

Remuneration element 2019	Description
Fixed salary	• Annual salary
Fringe benefits	• Based on employment or service contracts, e.g. <ul style="list-style-type: none"> <li>– telephone benefit</li> <li>– lunch benefit</li> <li>– car benefit</li> <li>– housing benefit</li> <li>– supplementary insurances</li> </ul>
Short-term incentives	• Company-specific short-term incentive programs 2019 – payout in 2020 • Company-specific short-term incentive programs 2018 – payout in 2019 – payout subject to a deferral rule • Company-specific short-term incentive programs 2015 – release of deferred payout in 2019
Long-term incentives	• Long-term incentive scheme 2014:1 <ul style="list-style-type: none"> <li>– first instalment 30% vested in 2017, second instalment 35% in 2018 and third and last instalment 35% in 2019</li> <li>– 60% of net payout used to acquire Sampo A shares – shares subject to a 3-year disposal restriction</li> </ul> • Long-term incentive scheme 2017:1 <ul style="list-style-type: none"> <li>– vesting in 2020, 2021 and 2022</li> </ul>
Compensation related to the termination of the employment or service contract	• Based on employment or service contracts, e.g. <ul style="list-style-type: none"> <li>– salary for the notice period</li> <li>– severance compensation</li> <li>– compensation for the non-competition period</li> </ul>
Pension benefit	• Supplementary defined contribution or defined benefit pension contracts

The table below describes the remuneration and other financial benefits paid to the Group Executive Committee members, excluding the Group CEO, in 2019.

Remuneration element	2019 (EUR)	2018 (EUR)
Fixed salary	3,165,836	2,741,581
Fringe benefits	78,076	105,346
Short-term incentives pertaining to 2018 (2017) <sup>5)</sup>	1,090,167	1,149,997
Release of deferred short-term incentives pertaining to 2015 (2014)	517,831	792,710
Long-term incentives <sup>6)</sup>	5,294,520	6,444,900
Compensation related to the termination of the employment or service contract <sup>7)</sup>	-	194,285
<b>Total<sup>8)</sup></b>	<b>10,146,430</b>	<b>11,234,534</b>
Board member fees from Topdanmark A/S	271,309	318,054
Supplementary pension	1,226,189	1,055,298

<sup>5)</sup> Excluding short-term incentives deferred during the respective year. The short-term incentives deferred in 2019 amounted to EUR 445,672 and may be paid out earliest in 2022. The short-term incentives deferred in 2018 amounted to EUR 490,015 and may be paid out earliest in 2021.

<sup>6)</sup> Including share purchases under the terms of the long-term incentive schemes.

<sup>7)</sup> The figure for 2018 is a compensation related to the termination of the service contract of one of the Group Executive Committee members which was paid in January 2018.

<sup>8)</sup> The total sums do not include the payment made in 2018 for compensation related to the termination of the service contract of one of the Group Executive Committee members.

The table below describes the number of Sampo A shares acquired by the Group Executive Committee members, excluding the Group CEO, in 2019 under the terms of the long-term incentive schemes.





Position	No. of acquired Sampo A shares 2019	No. of acquired Sampo A shares 2018
	(disposal restriction until 2022)	(disposal restriction until 2021)
Group Executive Committee, excluding Group CEO	34,103	39,181

# 2019

SAMPO  GROUP

Sampo plc  
Fabianinkatu 27  
00100 Helsinki, Finland

Phone: +358 10 516 0100  
Business ID: 0142213-3

 [www.sampo.com](http://www.sampo.com)  
 @Sampo\_plc  
 @sampo\_oyj  
 sampo-plc