

## **PRINCIPLES FOR REMUNERATION OF MEMBERS OF THE MANAGEMENT BOARD OF EFTEN REAL ESTATE FUND III AS**

1. The bases and principles for the remuneration of the members of the Management Board of EFTEN Real Estate Fund III AS (hereinafter referred to as the "Fund") and for the determination of the benefits accompanying their work, including severance and pension benefits and other benefits, have been established on the basis of § 135<sup>2</sup> of the Securities Market Act.
2. This policy on remuneration of members of the Management Board of the Fund is based on the Fund's basic principles of remuneration, which were defined when the Fund was established in 2015 and according to which no remuneration, including performance or additional remuneration, is paid to the members of the Management Board of the Fund. Neither shall members of the Management Board of the Fund be granted severance or retirement pay or other benefits at the expense of the Fund. This is based on the distinction that the Fund is not a mere issuer of shares but an investment fund established as a public limited company and the members of the Management Board of the Fund are members of the Management Company's executive management. The Fund shall pay the management fee to the Management Company in accordance with the principles published in the Articles of Association of the Fund and management contract.
3. As part of its internal rules, the Management Company has established the principles for the payment of remuneration to the managers and employees of the Management Company which are based on the general principle of ensuring the motivation of the members of the Management Board and employees, but do not encourage risk-taking which is not in accordance with the risk profile and Articles of Association of the funds managed by the Management Company, including the Fund.
4. In order to avoid conflicts of interest, no respective performance remuneration shall be paid to a member of the Management Board or an employee of the Management Company upon making investments of the funds managed by the Management Company, including the investments of the Fund, which ensures clarity and transparency of the principles of remuneration based on the long-term objectives of the funds managed and the legitimate interests of investors and creditors. Compliance with the principles of remuneration of the Management Company is subject to an annual review by the internal auditor and the principles of remuneration shall be reviewed at least once a year by the Supervisory Board of the Management Company. The Management Company publishes the reports to the Supervisory Board of the Fund.
5. The Fund does not have an option scheme for the members of the Management Board to acquire shares in the Fund.
6. In the event of an increase in the share capital of the Fund and the issue of new shares, the members of the Management Board, if they hold shares in the Fund, shall have, on an equal footing with the other shareholders of the Fund, the pre-emptive right to subscribe for new shares in proportion to their existing shareholding in the Fund, unless the pre-emptive right of existing shareholders is excluded by a resolution of the General Meeting of the Fund.
7. Compliance with the Fund's principles of remuneration is subject to annual review by the Supervisory Board of the Fund, which also acts as the Remuneration Committee. In monitoring the implementation of the principles of remuneration, the Supervisory Board also assesses whether the principles of remuneration are working as intended and whether they comply with applicable requirements. If it becomes clear that the approved the principles of remuneration are not working in this way, a decision will be taken to change these principles if necessary.
8. The Supervisory Board of the Fund is responsible for approving and amending the Fund's principles of remuneration.
9. The General Meeting of the Fund shall vote on the principles of remuneration at least once every four years. Significant changes to the principles of remuneration are submitted to the General Meeting for a vote each time. The decision of the General Meeting on the approval of

the principles of remuneration is recommended to the Supervisory Board. The principles of remuneration are deemed to be approved if they are supported by more than half of the votes represented at the General Meeting.

10. The shareholders of the Fund may submit proposals in writing for changes to the principles of remuneration in accordance with the procedure set out in the notice convening the General Meeting of shareholders.
11. An overview of the fees paid is provided to shareholders in the remuneration report, which is submitted to the General Meeting for a vote as an annex to the annual report. Shareholders have the right to demand a vote at the General Meeting on whether the actual remuneration is in line with the principles of remuneration.