

Board of Directors' report on its review and assessment of remuneration to senior executives 2019

The Board of Directors of Tobii AB (publ) has set up a Compensation Committee (the "**Committee**"). This consists of the chairman of the Board of Directors Kent Sander, the chairman of the Committee, Jan Wäreby and Jörgen Lantto. The Committee has since May 2019 held three meetings at which minutes were kept and has had underhand contact therebetween when needed. The Committee's task is, inter alia, to monitor and evaluate programs for variable remuneration to senior management, the application of the guidelines for remuneration adopted at the annual general meeting and current remuneration structures in the company.

Tobii shall, in accordance with the guidelines adopted by the annual general meeting, offer remuneration to senior executives consisting of fixed salary, variable remuneration, long-term incentive programs and pensions. The remuneration shall be marketable, and variable remuneration shall be based on predetermined targets set by the Committee. In March 2020, the Board of Directors reviewed the 2019 compensation.

During 2019, variable remuneration was based on both quantitative and qualitative targets in accordance with the company's long-term strategy. Examples of such targets have been revenue, earnings, cash flow and activity targets. In 2019, the Board of Directors derogated from the guidelines adopted by the annual general meeting in May 2019 in three instances. Two of these in connection with payment of so-called retention bonuses, and one in connection with a so-called sign-on bonus.

At the annual general meeting 2019, a new long-term incentive program was adopted. There is a proposal for the annual general meeting 2020 to adopt a new long-term incentive program as described in the notice convening the annual general meeting, item 16.

For a description of all existing long-term incentive programs in the company, please see the annual report 2019, note 8.

The Board of Directors is of the opinion that the program for variable salary and long-term incentive program combined with other remuneration to senior executives employed in the company has been effective and is, except for the deviation described above, in accordance with the guidelines adopted by the annual general meeting 2019 and that these together provide a good balance between the interest to motivate and reward senior managers and maintaining cost-effectiveness. Following the new rules, the Board of Directors proposes that the annual general meeting 2020 resolves to adopt new guidelines for remuneration to the senior management.

Danderyd in April 2020
Tobii AB (publ)
The Board of Directors