

SUPPLEMENTARY INFORMATION REGARDING THE DESIGN OF THE TERMS AND CONDITIONS FOR THE INCENTIVE PROGRAM 2020 IN TOBII AB (PUBL) (ITEM 16)

The Board of Directors has previously proposed that the annual general meeting resolves to implement a new long-term incentive program for employees and consultants with similar terms and conditions as permanent employees within the Tobii group (“LTI 2020”). The Board of Directors has now resolved on the design of some terms and conditions within the scope of the previous proposal and, if the general meeting resolves in accordance with the proposal, will apply for LTI 2020 in accordance with the below. The terms and conditions below shall be read together with the Board of Directors complete proposal for LTI 2020 and the terms defined shall have the same meaning as in the complete proposal unless otherwise stated below.

The design of the terms and conditions for LTI 2020

Performance criteria for Tobii’s group management, including the CEO, and Swedish participants in LTI 2020.

The Board of Directors has resolved that, in addition to Tobii’s group management, including the CEO, all other Swedish participants in LTI 2020 shall be subject to a performance criteria, meaning that the final number of Performance Shares and the size of the cash payment that each participant, is entitled to receive on each Vesting Date shall be subject to annual growth in the total shareholder return (“**Total Shareholder Return**” or “**TSR**”), including increase in share price plus reinvestment of any dividends, on Tobii’s ordinary share during the period beginning on the start of LTI 2020 through the applicable Vesting Date (each, a “**Vesting Period**”), as specified in the table below. Thus, participants who are members of Tobii’s group management, including the CEO, shall be subject to the performance criteria below instead of the terms and conditions included in the proposal for the general meeting.

Share price at the start of LTI 2020 for each participant (SEK)	Average annual growth in Total Shareholder Return (TSR)
47<	5 %
37-47	6 %
31-37	7 %
29-31	8 %
28-29	9 %
27-28	10 %
26-27	11 %
25-26	12 %
24-25	13 %
23-24	15 %
22-23	16 %
21-22	17 %
20-21	19 %
19-20	20 %
18-19	22 %
17-18	23 %
16-17	25 %
15-16	27 %

The Total Shareholder Return for the company's ordinary share must amount to or exceed the values specified above during the Vesting Period, calculated as the average annual shareholder return from start of LTI 2020 to the respective Vesting Date, for vesting to occur. If the Total Shareholder Return for the company's ordinary share falls short of the relevant percentage for a given Vesting Period, Stock Units that are subject to vesting for such Vesting Period will not be vest, and these will be forfeited and become null and void. Any such forfeited Stock Units which have become null and void will not be eligible to vest at a later occasion, even if the Total Shareholder Return for the company's ordinary share at a later point in time exceeds any of the values specified above.

Special terms and conditions for vesting of Stock Units for Swedish participants who are members of Tobii's group management, including the CEO

Instead for what is stated in the proposal for the general meeting, all allotted Stock Units for Swedish participants who are members of Tobii's group management, including the CEO, will be deemed vested as of 31 May 2024 (which thereby constitute the relevant Vesting Date for these participants). Vesting for Swedish participants who are members of Tobii's group management, including the CEO shall thus not be deemed vested in three installments during the period from the start of LTI 2020 up to and including 31 May 2024, which apply to other participants in LTI 2020. This also entails that the previously communicated divestment condition no longer will apply for Swedish participants who are members of Tobii's group management, including the CEO. Stock Unites will vest provided that the participant, with certain exceptions, from the start of LTI 2020 for each participant up to and including the Vesting Date, i.e. 31 May 2024 (with certain exceptions where the Vesting Period may be accelerated, so called *good leavers*), are still employed within the Tobii-group.

For non-Swedish participants who are members of Tobii's group management, Stock Units shall vest in accordance with what is stated, and at the Vesting Dates stated, in the proposal for the general meeting. For non-Swedish participants who are members of Tobii's group management, the divestment condition included in the proposal for the general meeting shall also continue to apply.