Governance Roadshow 2024

Andreas Umbach | Chair Eric Elzvik | Lead Independent Director

June 2024

Landis+Gyr

Disclaimer

Forward-looking Information

This presentation includes forward-looking information and statements, including statements concerning the outlook for Landis+Gyr Group AG and Landis+Gyr group ("Landis+Gyr"). These statements are based on current expectations, estimates and projections about the factors that may affect Landis+Gyr's future performance, including global economic conditions, and the economic conditions of the regions and industries that are major markets for Landis+Gyr. These expectations, estimates and projections are generally identifiable by statements containing words such as "expects", "believes", "estimates", "targets", "plans", "outlook" "guidance" or similar expressions.

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Alternative Performance Measures

This presentation may contain information regarding (a) preliminary, unaudited numbers that may be subject to change and (b) alternative performance measures such as reported EBITDA, Adjusted EBITDA, Adjusted Gross Profit, Adjusted Research and Development, Adjusted Sales, General and Administrative, and Adjusted Operating Expenses. Definitions of these measures and reconciliations between such measures and their USGAAP counterparts if not defined in the presentation may be found in the 'Supplemental Reconciliations and Definitions' section on pages 28 to 30 of the Landis+Gyr Half Year Report 2023 on the website at <u>www.landisgyr.com/investors/results-center</u>. Due to rounding, numbers presented may not add up to the totals provided.

Developments in 2023/24

Governance

- Audrey Zibelman and Peter Bason joined Board of Directors at AGM in 2023
- Female directorship increased to 38% (3 out of 8)
- Amended Articles of Association:
 - Introduction of Capital Band
 - Hybrid/virtual AGM
 - Sustainability in Company purpose
- Information on shareholder engagement activities and dialogue included in Corporate Governance report
- Sustainability report subject to binding vote at AGM 2024 with independent assurance provided by DQS

Remuneration

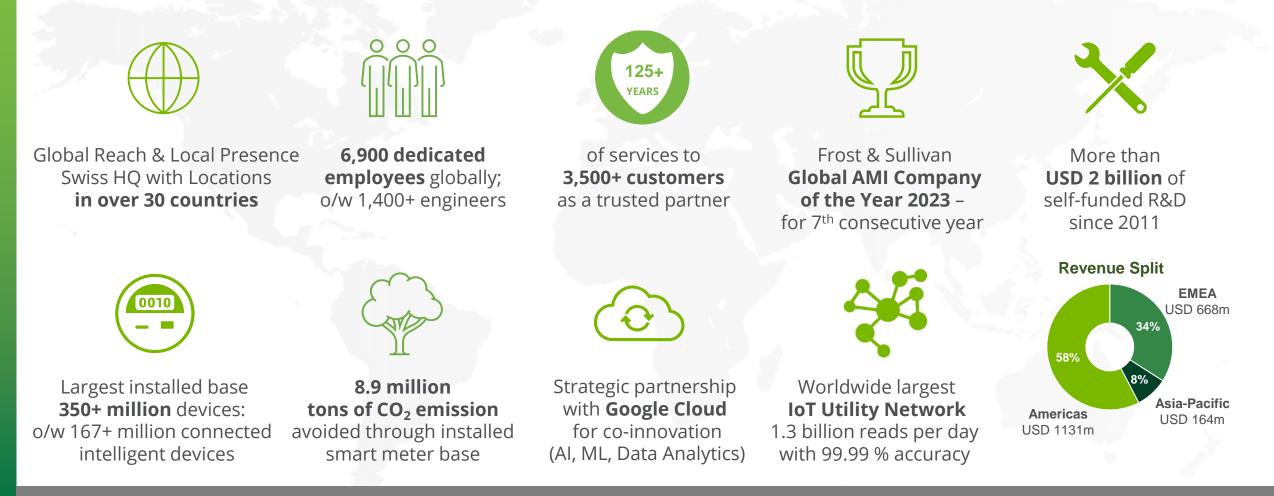
- Enhanced disclosures related to the performance outcome of the short-term and long-term incentive plans
- Outlook: introduction of ESG related targets in LTI as of financial year 2025, with a 20% weight. Targets to be aligned with the next 3-year ESG cycle 2025 to 2027

Sustainability

- Successfully validated the Company's Science-Based Targets, and reduced Scope 1+2 emissions 48% compared to FY 2022
- Enabled customers to avoid
 8.9 million tons CO₂e through our global installed base of smart devices
- Delivered environmental benefits through 84% of shipped products, classified in the Company's 'Eco-Portfolio'
- Conducted first analysis based on 'Task Force on Climate-related Financial Disclosures' (TCFD) framework and integrated it into the FY23 Sustainability Report
- Established two dedicated committees on Human Rights and Supply Chain, reinforcing ethical practices throughout our operations and supply chain

About Landis+Gyr

Landis+Gyr at a Glance



125+ years of leading innovation in energy efficiency solutions for a more sustainable world

Industry Trends

DECARBONIZATION – Global commitments to combat climate change and reduce emissions drive renewables

ENERGY TRANSITION – Increasing amount of Distributed Energy Resources requires more intelligence at the edge

GEOPOLITICAL DEVELOPMENTS – Energy crisis and rising energy prices demand efficiency solutions

CONSUMER EMPOWERMENT – Bidirectional grid infrastructure necessitates increased grid edge intelligence

ELECTRIFICATION – Sustained growth in electricity consumption propels need for integrated solutions

DIGITALIZATION – Need for efficiency solutions pushes data analytics, AI, Demand Flexibility Management demand

EXTERNAL THREATS – Combating severe environmental and cybersecurity risks call for grid stability solutions

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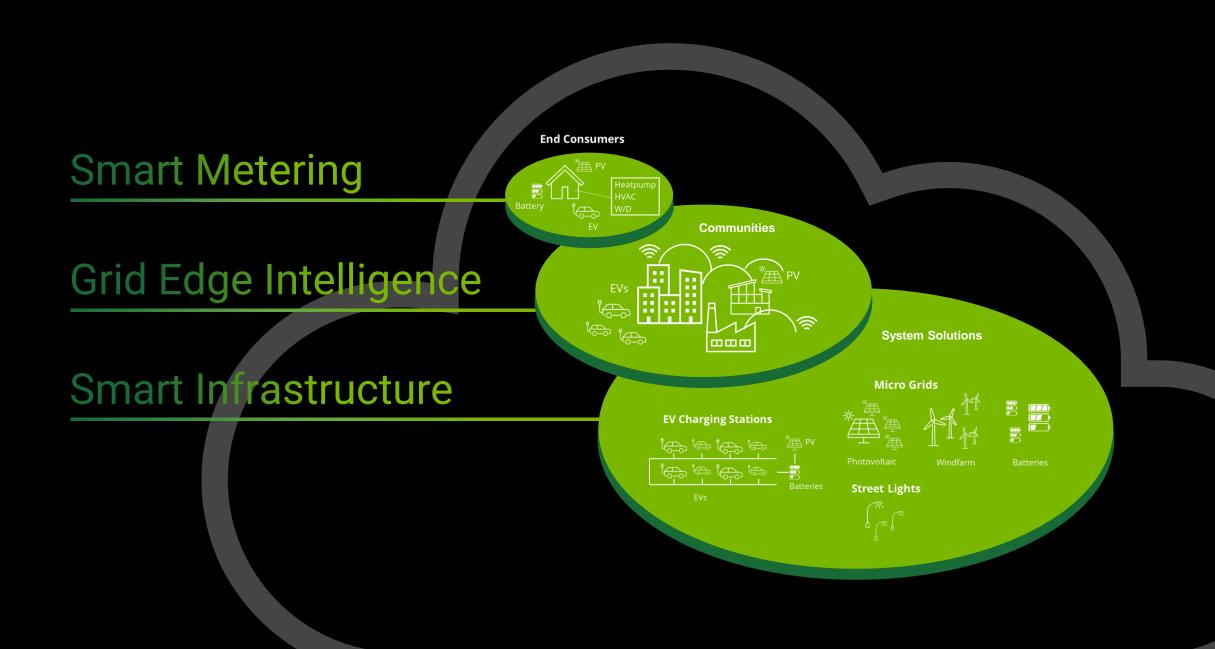
Strategic Value Drivers

+ GLOBAL MEGATRENDS

Growing Population, Urbanization, Decarbonization, Digitalization, Empowered Consumers & Sustainability FINANCIAL STRENGTH Solid Balance Sheet I Investment Capacity TECHNOLOGY & INNOVATION R&D | M&A | Partnerships







Mid-Term Targets FY 2025

Net Revenues (Relative to FY 2021)

Organic growth of mid to high single digit CAGR

Adjusted EBITDA

Adjusted EBITDA margin between 12.0% and 14.0% of net revenues

Dividend

Progressive dividend

Strong focus on cash conversion

Material Topics (FY 2022 - FY 2024)

Products & Solutions

CLEAN WATER 1 NO AND SAMUATION 13 ACTEN





3 AND WELL-BENG

5 IDIALITY

⊜

ECONOMIC GROWT

DUALITY EDUCATION

0

Business Ecosystem



- Product Social Impact
- Resource Efficiency, including:

Waste

- Energy Efficiency & **Climate Protection**, including:
 - GHG emissions
 - Water

- Occupational Health & Safety
- Fair Labor Practices
- Employee Engagement
- Community Engagement

- Business Integrity and Fair Taxes
- Strategic Responsible Sourcing
- Security & Data Privacy

ESG Program Fundamentals





Long-standing commitment to sustainability

- Measuring corporate carbon footprint since 2007
- Published first 'Environmental Profile' (which would later become our 'Sustainability Report') in 2011

Clear ESG & governance processes

- ESG priorities identified through a thorough materiality assessment involving external and internal stakeholders
- Regular reports on ESG performance and activities to the Board and its committees (mainly NGSC)



 20% of our employees' short-term incentive is linked to ESG targets (approx. 3,500 employees)



Quality reporting and independently verified results

- Sustainability Report is externally assured, approved by the Board, and submitted for vote at the AGM
- Reporting performed according to GRI and TCFD frameworks
- ESG results published as part of the Annual Report Landis+Gyr

Committed to the Science Based Target Initiative

2030 Carbon Neutral 2050 Net Zero

BUSINESS 1.5°C



Joined UNGC in January 2020



Reporting according to GRI since 2020

Corporate ESG Performance	Prime
ISS ESG	Prime

Prime status (top decile) since 2022



ESG risk rating of 7.4 (Negligible Risk) in 2023



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Targets validated in 2023



Reporting according to TCFD since 2023



AA-rated (top 15% in peer universe)

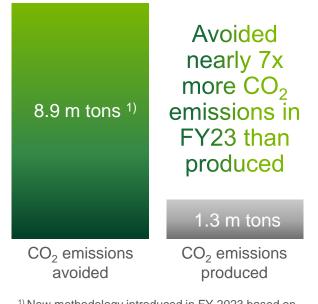


Top 5% of sustainable companies



million tons CO₂

Direct CO₂ emissions avoided through installed Smart Metering base in FY 2023



¹⁾ New methodology introduced in FY 2023 based on analysis conducted by The Carbon Trust.

Committed to Sustainable Development

Dimensions	Ambitions	KPIs	FY 2021	FY 2022 ^{a)}	FY 2023 ^{b)}	Target 2025 ^{¢)}
Environment	 Attain carbon neutrality in Landis+Gyr's operations (Scope 1+2) by 2030 Achieve SBTi targets Minimize the impact of our operations 	 Share of renewable electricity CO₂e per 100 USD turnover Water per employee Waste to landfill 	64% 0.7 kg 13.4 m ³ 7.0 %	59% 0.7 kg 12.4 m ³ 6.2 %	79% 0.3 kg 10.6 m ³ 6.3 %	100% 0.45 kg 12 m ³ 1%
Social	 Nourish a global safety culture Be recognized as an employer of choice Nurture and sustain a culture of diversity, equity, and inclusion Be recognized as an industry leader in responsible sourcing 	 Lost Time Incident Frequency Rate Average hours of employee learning Share of suppliers who adhere to our 'Supplier Code of Conduct' (SCoC) Share of suppliers assessed for ESG risks Share of audited 'at-risk' suppliers Share of female employees in senior roles 	85%	1.42 16.8 h 88% Process definition Process definition 17.2%	1.14 23.7 h 89.5% Process defined Process defined ^{c)} 17.4%	0.60 N/A ^{e)} 90% 100% 100% 20%
Governance	 Maintain an undisputed reputation as a trusted and reliable partner with the highest integrity standards 	 Share of employees trained on business ethics Annual year-over-year increase in the combined level of security com- pliance with pertinent frameworks 	100% n/a	98.3% + 15%	93.7% +10%	100% +5% per year
Portfolio Impact	 Deliver solutions that empower customers and consumers to achieve their financial and environmental targets 	13. Share of products in Eco-Portfolio	74%	78%	84%	90%

Description of KPIs

- 1. Proportion of electricity sourced from renewable energy, expressed as a percentage of total electricity consumed
- 2. CO_2e emissions (Scope 1+2) produced per 100 USD of revenue generated by the company
- 3. Water withdrawal (in m³) per company employee
- 4. % of waste, out of total amount of waste, sent to landfill
- 13 | © Landis+Gyr | Governance | June 2024

- 5. Number of work-related incidents resulting in lost time per million hours worked
- 6. Average number of hours dedicated to training per employee
- 7. % of direct material suppliers (based on spend) who have signed L+G's 'Supplier Code of Conduct', or equivalent
- 8. % of direct material suppliers (based on number of suppliers) who have been assessed to determine their ESG risk profile
- 9. % of suppliers flagged as 'at-risk', who were audited
- 10. % of female employees in leadership positions
- 11. % of employees trained on business ethics per year
- 12. Combined result of annual security assessments performed following different frameworks (e.g., BSIMM)
- 13. % of products shipped that satisfied Landis+Gyr's Eco-Portfolio criteria

Landis+Gyr

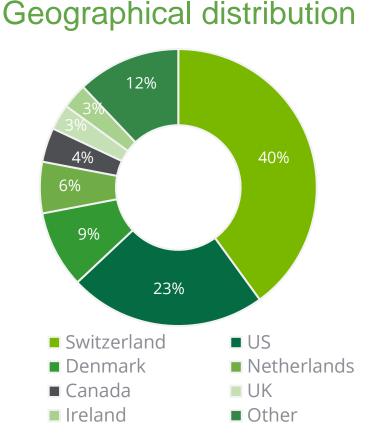
Corporate Governance

Strong anchor investors and diversified shareholder base

Top shareholders

Rudolf Maag	10.38%
KIRKBI Invest	7.69%
UBS Fund Mgmt	4.31%
Global Alpha	3.05%

Around 8,100 registered shareholders



Capital structure

- One class of registered shares outstanding
- "One share, one vote" principle
- No share blocking, vote ceilings or any other form of voting restrictions¹
- Conditional capital of up to 10% with a capital band (-10% to +10%)

Sources: SIX filings, share register as of May 2024

¹ Standard regulations for nominees as set forth in Articles of Association apply

Landis+Gyr

Group Executive Management (GEM)



Werner Lieberherr CEO

4 years with Landis+Gyr Over 30 years multinational experience o/w 17 years in energy industry





3 years with Landis+Gyr Over 20 years experience in energy and IT industries



Sean Cromie EVP Americas

4 years with Landis+Gyr Over 20 years multinational management experience



Bodo Zeug EVP EMEA

7 years with Landis+Gyr Over 20 years international electronics industry

experience

Board of Directors (I)





Experience

- President and CEO/COO of Landis+Gyr Group (2002-17)
- Various managerial positions within Siemens



Eric Elzvik Lead Independent Director since 2017 Independent

Experience

- CFO of ABB Ltd. (2013-17)
- Various senior positions within ABB (finance, M&A, ventures)



Peter Bason Member since 2023 Not independent (KIRKBI Representative)

Experience

- Head of Long Term Equity at KIRKBI (since 2020)
- Director at Altor Equity Partners (2009–19)
- McKinsey & Company (2002–09)



Peter Mainz Member since 2018 Independent

Experience

- Board member of Itron
- (2016-18)
- President and CEO of Sensus (2008-14)



Andy Spreiter Member since 2017 Independent

Experience

- CFO of Forbo (2013-17)
- CFO of Landis+Gyr Group (2002-12)

1 Qualifies as Independent Member according to the DCG and Swiss Code of Best Practice for Corporate Governance, but not under Landis+Gyr Corporate Governance Standards

Board of Directors (II)



Christina Stercken Laureen Tolson Member since 2017 Independent

Experience

- Partner in EAC International Consulting (2006-17)
- Managing Director **Corporate Finance** M&A of Siemens AG (2000-2006)

Member since 2021 Independent

Experience

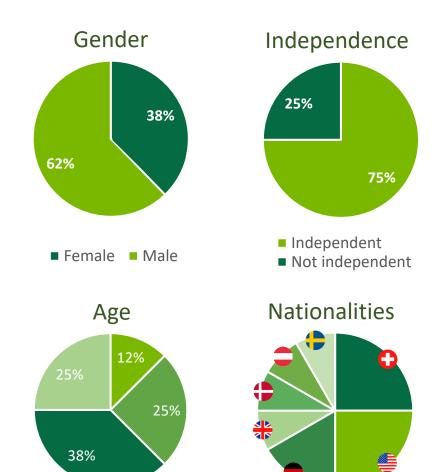
- Chief Digital Officer of Wabtec / GE Transportation (2017-20)
- ABB Enterprise Software (2012-17)
- VP Systems Management Software at Dell (2008-12)



Audrey Zibelman Member since 2023 Independent

Experience

- VP of X, Alphabet Moonshot Factory (2021–22)
- MD/CEO of Australian Energy Market Operator (2017–20)
- Chair/CEO of New York Public Services Commission (2013-2017)
- Founder/CEO of Viridity Energy (2007 - 13)
- EVP and COO of PIM LLC (2004–07)



50-55

61-65

56-60

■ >65

Board of Directors Governance (I/II)

Lead Independent Director

- Provides leadership to the independent directors
- Positioned to address any potential issue where the Chair – due to his previous role as CEO of the Group – may be conflicted
- May call a Board meeting without Chair and chairs meetings if the Chair is indisposed or conflicted
- Included in any deliberations or decision-taking involving the assessment of the Chair's work
- Point of contact for investors

Audit, Finance & Risk Committee

- Oversight of financial reporting
- Assessment of the adequacy of the Group's systems, policies, and controls regarding financial and nonfinancial risks
- Compliance with legal and regulatory obligations, insurance and related matters
- Evaluates the work of the internal control functions (e.g. Audit and Compliance) and of the external auditors

Comprising fully independent board members

Remuneration Committee

- Establishes and reviews the remuneration systems in alignment with business strategy and shareholders' interests
- Ensures executives and employees are paid in a way that incentivizes and rewards performance and innovation and that attracts and retains talent
- Prepares proposals to the Board and the shareholders' meeting regarding remuneration
- Sets remuneration related targets for the Executive Management

Nomination, Governance & Sustainability Committee

- Establishes and maintains a process for approving new Board members, the CEO, and the other Group Executives (GEM)
- Oversees the succession planning regarding all members of the Board and the GEM
- Supports the Board and its Committees in their selfassessment as well as in their assessment of the GEM
- Responsible for Corporate Governance matters and practices
- Responsibile for sustainability and certain ESG matters incl. the Sustainability Report

Comprising fully independent board members



Board of Directors Governance (II/II)

Limitation of Board mandates

- No more than total four (Chair: no more than three) mandates (besides LAND) at publicly traded companies:
 - Directors' average: one - Chair: one
- No member of current executive management on the Board

Attendance / decision making process

- Board and Committees meet every two months; hold telephone conferences on an as needed basis
- Meeting attendance in both FY 2022 and FY 2023 was 100%
- Annual two-day strategy session
- Introduction program, regular training sessions and site visits for new Board members

Board review

- Board conducts an annual self-assessment based on a comprehensive and anonymous questionnaire; did in 2024 a more detailed assessment with the support of an external governance specialist
- Regular review of skills/traits of Directors – see "Board Skill Matrix" on next page

Gender diversity

- Gender diversity actively considered in succession planning
- Target at least 30% female directorship

Board Skill Matrix

		Gen	eral			Gove	nance		_ T	echnic	al / Fun	ctional		Industr	y Expe	rienc
Board Member	Independence	Financial Proficiency	Global / International / Emerging Markets Experience	Leadership, General Management and P&L Experience	Understanding Fiduciary, Legal and Compliance Duties	Board Experience	Risk Management (incl. Health and Safety) and Audit	Environmental, Social and Governance (Sustainability)	Strategy Development and Execution	Growth and Innovation	Operational Excellence	Financial Expertise	Digitalization incl. Cybersecurity	Utility Markets and Regulation	Solutions, Software & Services in Energy	M&A Expertise
Andreas Umbach																
Eric Elzvik																
Peter Bason																
Peter Mainz																
Andreas Spreiter																
Christina Stercken																
Laureen Tolson	•															
Audrey Zibelman																

 Very experienced / expert
 Relevant experience / proficient
 Independent

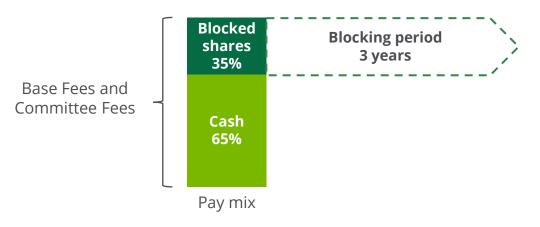
Overview Board Committees

	Audit, Finance & Risk Committee	Remuneration Committee	Nomination, Governance & Sustainability Committee
Andreas Umbach, Chair			Chair
Eric Elzvik, LID	Member	Chair	Member
Peter Mainz		Member	Member
Peter Bason			
Andy Spreiter	Chair		
Christina Stercken	Member		Member
Laureen Tolson		Member	
Audrey Zibelman			

Remuneration

Board of Directors remuneration system: aligned with shareholder value

- The remuneration of the Board of Directors **is fixed and does not contain any performance-based variable component**. This provides for the Board of Directors' independence in fulfilling its supervisory duties.
- Except for the Chair of the Board, who receives a fixed annual base fee covering all activities, Directors are also entitled to committee membership fees.
- The amounts of the base fee and committee membership fee reflect the responsibility and time requirement inherent to the function and are paid 65% in cash and 35% in Landis+Gyr's shares, which are blocked for sale for a period of three years following their grant.



 Due to his previous employment relationship, and in accordance with the requirements of Swiss pension regulations, the Chair of the Board continues to participate in the company's collective pension scheme. However, all contributions, including the employer contributions, are funded by the Chair himself; his base fee payment is reduced accordingly by the amount of employer contributions which the company remits directly to the pension fund on behalf of the Chair.

Group Executive Management remuneration system: driven by performance

Year 1	Year 2 Year 3	
Base salary		 Fixed compensation reflecting the scope and responsibilities of the role, qualifications and experience required to perform the role and market value of the role in the location in which the Company competes for talent, skills and expertise.
Benefits		 Defined considering local market practice as well as legal requirements and covering pension benefits, fringe benefits, etc.
Short-term incentive 0-200% of target amount		 Annual cash incentive 80% measured against Group and (if relevant) regional financial performance 20% measured against targets aligned with ESG strategy Target incentive amounts currently do not exceed 75% of base salary Payout capped at 200% of target incentive amount
0-200% of ni	term incentive umber of granted PSUs mance-based award	 Performance Share Units (PSUs) Settled in Landis+Gyr shares subject to performance achievement (relative TSR and EPS) Target award values currently do not exceed 80% of base salary; converted into PSUs at grant Settlement in shares capped at 200% of number of granted PSUs
Shareholding guidelines	300% base salary for CEO 200% base salary for other GEM members	 Guidance on share retention to build up within 5 years and hold as long as in office
Clawback Polic	су	 Allows for partial or full recovery of performance-based cash or equity paid or vested to members of the GEM during the previous three financial years, in the event of material restatement of accounts, fraud, gross negligence or wilful misconduct, any serious breach of Landis+Gyr's code of business ethics and conduct or in the event of actions that cause serious reputational harm to the Company.

Group Executive Management remuneration system: Details on short-term incentive plan

Purpose:

- Annual cash incentive plan with financial performance targets, focusing on Landis+Gyr's one-year operational and financial performance (80%), and non-financial performance targets (20%), aligned with Landis+Gyr's ESG strategy
- Designed to motivate participants to deliver effective performance and increased contribution to the Company's success
- Performance targets are recommended by the RemCo and set by the Board of Directors at the beginning of each financial year and correlate with the mid-term plan and long-term strategy and are aligned with business priorities, with the aim of achieving sustainable profitability and growth in alignment with shareholder's interests.

Design:

D								
Individual <i>target</i> short- term incentive	209 809		Non-financial payout (0-200%) Financial payout fa (0-200%)			idual <i>act</i> erm ince		
Perfo	ormance	e achievemen	t determines payout as % og	f individual targe	t incentive	amount		
Non-financial Performance Targ	ets	Weight	Financial Performar	nce Targets	Weight			
Global ESG targets (Aligned with ESG strategy)		20%	Net sales Adjusted EBI Operating Cash Flow le	ГDA	30% 40% 30%	40% of 80%		
			GEM function	Group Results	Region Performance			
			CEO, CFO	100%		-		
			Region EVPs	50%	5	0%		

For the **financial performance targets** threshold performance levels apply, at which payout is 25% of target incentive (and 0% below threshold), and maximum performance levels, at which payout is capped at 200% of target incentive.

For the **ESG targets** threshold performance levels apply, at or below which payout is 0% of target incentive and maximum performance levels, at which payout is capped at 200% of target incentive.

Linear interpolation applies between threshold, target and maximum performance.

Non-financial performance targets in the shortterm incentive plan

- 20% of the short-term incentive plan is measured against quantitative ESG-related performance targets.
- The targets are derived directly from Landis+Gyr's material ESG topics, thereby creating a direct link between our ESG strategy and our incentive system.
- **Targets in financial year 2023** related to topics such as energy efficiency and climate protection, resource efficiency, strategic responsible sourcing, employee engagement and security & data privacy, and were measured against the following KPIs:

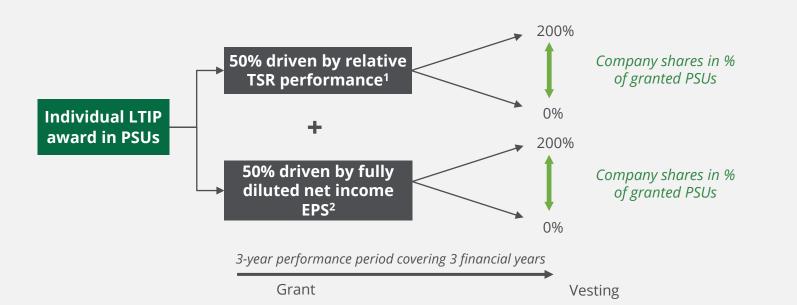
1) % of electricity sourced from renewable energy sources	5) Number of employee learning hours
2) Million tons of CO ₂ savings enabled through Landis+Gyr products & solutions	6) % share of female employees
3) % of shipped units that are part of the Landis+Gyr Eco-Portfolio	7) Average % BSIMM ¹ score
4) % of direct material spend covered by ESG supplier audits	

- For each target quantifiable threshold, target and stretch performance levels are defined against which performance is measured and payout calculated.
- ESG targets in the short-term incentive plan are reviewed each year, to ensure good representation of our material ESG topics and alignment with our ESG ambitions and roadmap.
- The performance levels for threshold, target and stretch are set each year at a level that ensures continued progress for the respective topic.
- Future **inclusion of ESG in long-term incentive plan** is planned for financial year 2025, with the targets to be aligned with the priorities defined for the next 3-year ESG cycle 2025 to 2027.

Group Executive Management remuneration system: Details on long-term incentive plan

Purpose:

- To support long-term value creation for the Company by providing the members of the GEM and other eligible key managers with a possibility to participate in the future long-term success and prosperity of Landis+Gyr, and
- To further align the long-term interests of the management with those of the shareholders.



For each KPI (TSR and EPS) threshold performance levels, at or below which vesting is 0% of granted PSUs, and maximum performance levels, at which vesting is capped at 200% of granted PSUs, apply.

Linear interpolation applies between threshold, target and maximum performance levels.

The vesting curves for both KPIs support symmetrical performance and payout situations below and above the target and allow for a realistic performance-related chance to realize vesting.

1 TSR is measured relative to a custom peer group of 24 Swiss and international companies; performance is assessed as a percentile rank compared to the peer companies.

2 EPS target will not be disclosed on a prospective basis as it represents commercially sensitive information; information on achieved performance will be disclosed at the end of the respective performance period

Design:

Appendix



2023 Amendments to the Articles of Association

Amendment of Company Purpose

Promote the company's long-term goals both with a view to continuity as well as sustainability

Capital Band

- Replacement of the 10% authorized capital with a capital band (max. capital increase/capital decrease: 10%)
- Sunset provision of 3 years (June 22, 2026)

AGM

- Inclusion of possibility for hybrid or virtual AGMs as well as AGMs abroad
- Sunset provision of 3 years for virtual AGMs (until 2026)

Limitation on outside mandates

 Further limitation on outside mandates for both members of the Board of Directors as well as the Executive Management

Landis+Gyr Remuneration Framework

Highlights

Comprehensive remuneration governance with the Board of Directors' direct oversight of the remuneration policy at Landis+Gyr

Remuneration strategy based on the principles of **performance, shareholder value, talent management and market orientation**

Board of Directors remuneration system **aligned with shareholder value**

Group Executive Management (GEM) remuneration system **driven by performance**

GEM Remuneration **balances short-term and long-term** performance drivers

FY 2023 Short-Term Incentive Plan Performance

				Payout factor						Payout factor	
Financial KPIs	Weight	Performance achievement	Threshold (25%)	Target (100%)	Maximum (200%)	ESG KPIs	Weight	Performance achievement	Threshold (0%)	Target (100%)	Maximum (200%)
Net Sales	24%	At Group level, Net Sales performance achieved growth of 15.6% in constant currency, resulting in above target payout. At a regional level, the Americas exceeded the target significantly. EMEA fell just short of target and Asia Pacific came in below target, but above threshold.		••		ESG (for details see page 9)	20%	The ESG performance was at or above target for each of the KPIs, with the performance in the range of 100% to 142% of the respective target, resulting in an overall payout factor of 178%.			
Adjusted EBITDA	32%	At Group level, adjusted EBITDA margin was at 11.4%, achieving growth of 60% compared to prior year, and resulting in above target payout. At a regional level, the Americas significantly exceeded target, with EMEA coming in at threshold and									
Operating Cash Flow less taxes paid	24%	Asia Pacific just below target. At Group level, Net Cash provided by operating activities was USD 121.2m, compared to cash used of USD (45.8) m in prior year, resulting in a payout factor above target. At a regional level, the Americas exceeded the maximum perfomance, whereas EMEA fell below threshold and Asia Pacific reached the target.	•		•	Group Regio					

2021-2023 Long-Term Incentive Plan Performance

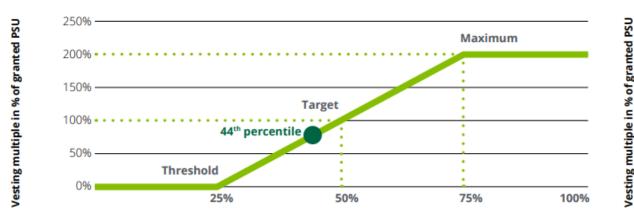


EXHIBIT 18: RELATIVE TSR PERFORMANCE LTIP GRANT FY 2021

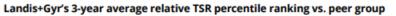


EXHIBIT 19: EPS PERFORMANCE LTIP GRANT FY 2021



Landis+Gyr's 3-year weighted EPS performance achievement in % of target

