

## **ANNUAL GENERAL MEETING**

<b>Time</b>	Tuesday, 9 June 2026 at 10:00 a.m. – 12:13 p.m.
<b>Place</b>	Tapahtumatalo Bank, meeting room Pörssi 1 & Pörssi 2, Unioninkatu 22, 00130, Helsinki, Finland
<b>Present</b>	Shareholders in accordance with the list of votes (Appendix 1)
<b>Others present</b>	Members of the Company's Board of Directors (excluding Jelena Manojlovic), CEO Guy Konsbruck, CFO Kylie Gauci, Chief Compliance Officer Stefano Bonati, the Company's Auditor, personnel of the AGM

### **1. Opening of the Meeting**

Thorstein Abrahamsen, Chairperson of the Company's Board of Directors, welcomed the shareholders and opened the Meeting at 10:00 am.

### **2. Calling the Meeting to order**

Attorney-at-Law Mika Taberman was elected as the Chairperson of the Meeting. Attorney-at-Law Kalle Klemetti was invited to be the Secretary of the Meeting.

It was noted that the language of the Meeting is Finnish. It was noted that there is an English interpreter present at the Meeting because the Members of the Board do not speak Finnish.

It was noted that the shareholders entered in the shareholders' register on the record date of the General Meeting have had the opportunity to vote in advance on items 8-16 on the agenda of the General Meeting. According to the Finnish Limited Liability Companies Act, the proposed resolution which was the subject of the advance voting is considered to have been presented unchanged at the General Meeting. Asset managers representing certain nominee registered shareholders had also participated in the advance voting on behalf of the shareholders they represent.

It was noted that if it is necessary to conduct a vote at the Meeting, the advance votes cast will be taken into account in the result of the vote.

On account of the advance votes, it was noted that if a full vote count is not performed on an item, the number of opposing votes or abstentions is recorded in the minutes in connection with each item (items 8–16). Insofar as the summary lists contain opposing votes without a counter-proposal in connection with items where the proposal cannot be opposed without a counter-proposal, such votes would not be formally taken into account as votes opposing the proposed resolution, and they would not be recorded in the relevant parts of the minutes.

It was noted that the summaries provided by Euroclear Finland Ltd on the distribution of votes cast in advance will be attached to the minutes (Appendix 2).

### **3. Approval of the rules of procedure of the Meeting**

The rules of procedure were adopted in accordance with the agenda presented in the notice of the General Meeting (Appendix 3).

### **4. Election of person to scrutinise the minutes and to supervise the counting of votes**

Pauli Haarala was elected to scrutinise the minutes. Pauli Haarala was elected as supervisor of the counting of votes.

### **5. Recording the legality and quorum of the Meeting**

It was noted that the notice of the General Meeting was issued in accordance with the Finnish Limited Liability Companies Act and the Articles of Association by a stock exchange release and on the Company's website on 18 May 2026. The Meeting was found to be legal and quorate to discuss the matters referred to in the notice of the Meeting.

### **6. Recording the attendance at the Meeting and the adoption of the list of votes**

It was noted that the shareholders who have duly registered for the General Meeting before the end of the registration period, and who are entitled to participate in the General Meeting pursuant to Chapter 5 Sections 6 and 6a of the Finnish Limited Liability Companies Act, and who have either voted in advance during the advance voting period or will attend the General Meeting at the venue of the Meeting, are considered to be shareholders attending the Meeting.

The Chairperson recorded the attendance at the Meeting and adopted the list of votes. It was noted that 23 shareholders representing 168,998,222 shares and votes, that is, approximately 61.00% of all shares and votes in the Company were represented.

**7. Presentation of the financial statement, the report of the Board of Directors and the Auditor's Report for the year 2025**

CEO Guy Konsbruck presented the CEO's review.

The financial statements, consolidated financial statements and annual report for the financial period 1 January–31 December 2025 were presented (Appendix 4).

It was noted that the financial statements had been available to the shareholders for the time the Companies Act provides (for three weeks) in company headquarters as well as on the web-site of the company.

In the minutes was recorded that shareholder Joensuun Kauppa ja Kone Oy, representing a total of 5,160,683 shares, stated that the Board of Directors should replace the company's CEO. The said shareholders did not call for a vote in the matter but requested for the matter to be recorded in the minutes.

The Auditor's report for the financial period 1 January – 31 December 2025 was presented (Appendix 5).

**8. Adoption of the consolidated financial statement, income statement and balance sheet**

Both the Company's and the consolidated financial statements for the financial period 1 January–31 December 2025 were adopted.

It was recorded that of the advance votes cast by shareholders on this item, 0 were opposing votes and 0 were abstentions.

**9. Resolution on the use of the profit shown on the balance sheet and on the payment of dividends**

In accordance with the proposal of the Board, it was resolved that based on the balance sheet to be adopted for the financial year ended on 31 December 2025, no dividend is distributed by a resolution of the Annual General Meeting. Instead, the Board is authorized to resolve in its discretion on the distribution of an aggregate maximum of EUR 0.01 per share as dividend from the retained earnings and/or as assets from the reserve for invested unrestricted equity. The authorization is valid until the next Annual General Meeting in 2027. The Board will make separate resolutions on the amount and timing of distribution of the dividend and/or assets from the reserve for invested

unrestricted equity. The Company shall make a separate announcement of such Board resolution.

It was recorded that of the advance votes cast by shareholders on this item, 0 were opposing votes and 0 were abstentions.

#### **10. Resolution to discharge the Members of the Board of Directors and the CEO from liability**

The persons who served as Members of the Board of Directors and the CEO in 2025 were discharged from liability.

The discharge from liability concerns the following persons:

##### Board of Directors

- Thorstein Abrahamsen, Chairperson
- Jelena Manojlovic, Member
- Guy Konsbruck, Member (1.1. – 3.6.2025)
- Julien Duniague, Member (3.6. – 31.12.2025)

##### Chief Executive Officer

- Guy Konsbruck

It was recorded that of the advance votes cast by shareholders on this item, 22,000 were opposing votes and 0 were abstentions.

#### **11. Consideration of the remuneration report for governing bodies**

It was decided to approve the remuneration report for governing bodies for 2025. Pursuant to the Finnish Limited Liability Companies Act, the decision is advisory.

In the minutes was recorded that shareholder Joensuun Kauppa ja Kone Oy, representing a total of 5,160,683 shares, stated that the company should review its cost levels and that the CEO's remuneration is too high. The said shareholders did not call for a vote in the matter but requested for the matter to be recorded in the minutes.

It was recorded that of the advance votes cast by shareholders on this item, 29,162 were opposing votes and 0 were abstentions.

#### **12. Resolution on the remuneration of the Members of the Board of Directors and of the Auditor**

It was decided that non-executive Board Members will be paid EUR 5,000 per month. The Chairperson of the Board will be paid an additional EUR 1,500 per month. In addition, non-executive Board Members who serve on the Board's Committees will be

paid an additional EUR 1,500 per month for committee work. Those Members of the Board of Directors who are executives of the Company are not entitled to receive any remuneration for Board or committee work. Board Members will be compensated for travel and accommodation expenses as well as other costs directly related to Board and committee work in accordance with the Company's travel rules.

In accordance with the Board's proposal, it was resolved that the Auditor's fee will be paid against an invoice which is inspected by the Company.

It was recorded that of the advance votes cast by shareholders on this item, 0 were opposing votes and 0 were abstentions.

### **13. Resolution on the number of Members of the Board of Directors**

It was noted that according to the Articles of Association, the Board of Directors shall have at least three (3) and at most nine (9) Members.

It was noted that the Nomination and Remuneration Committee has proposed to the General Meeting that the number of Members of the Board of Directors be confirmed to be three (3).

It was decided that the number of Board Members shall be three (3).

It was recorded that of the advance votes cast by shareholders on this item, 620 were opposing votes and 0 were abstentions.

### **14. Election of the Members of the Board of Directors**

It was resolved to elect Thorstein Abrahamsen, Dr Jelena Manojlovic, and Julien Duniague for the next term of office beginning at the close of the Annual General Meeting and ending at the close of the Annual General Meeting to be held in 2027.

It was recorded that of the advance votes cast by shareholders on this item, 602,000 were opposing votes and 0 were abstentions.

### **15. Election of the Auditor**

It was decided to elect Authorised Public Audit firm Tietotili Audit Oy as the Company's Auditor, with Authorised Public Accountant Urpo Salo as the principal Auditor.

It was recorded that of the advance votes cast by shareholders on this item, 0 were opposing votes and 0 were abstentions.

## **16. Authorization to the Board of Directors to decide upon share issue and upon issuing other special rights that entitle to shares**

The shareholder Joensuun Kauppa ja Kone Oy, representing a total of 5,160,683 shares, stated that it demands a vote on the matter.

The votes were cast as follows:

in favour: 146,071,611 votes, representing approximately 86.44% of the votes cast and of the shares represented at the meeting

against: 22,908,003 votes, representing approximately 13.56% of the votes cast

abstentions: 500 votes

The Chairman concluded that the Board of Directors' proposal had received the required qualified majority of the votes cast as well as of the shares represented at the meeting, and was therefore adopted as a resolution of the General Meeting.

It was resolved in accordance with the proposal of the Board of Directors to authorize the Board of Directors to issue shares and stock options and other special rights that entitle to shares in one or more tranches up to a maximum of 250,000,000 new shares or shares owned by the Company. This equates to approximately 90.24 % of the Company's currently registered shares. The authorization may be used among other things to raise additional finance and enabling corporate and business acquisitions or other arrangements and investments of business activity or for employee incentive and commitment schemes. By virtue of the authorization, the Board of Directors can decide both on share issues against payment and on share issues without payment. The payment of the subscription price can also be made with consideration other than money. The authorization contains the right to decide on derogating from shareholders' pre-emptive right to share subscriptions provided that the conditions set in the Finnish Companies' Act are fulfilled. The authorization replaces all previous authorizations and it is valid two (2) years from the decision of the Annual General Meeting.

The breakdown of votes cast in the voting is attached to the minutes (Appendix 6).

## **17. Closing of the Meeting**

The Chairperson closed the Meeting at 12:13 p.m.

### **In fidem:**

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Mika Taberman  
Chairperson

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Kalle Klemetti  
Secretary

**The minutes have been scrutinised and approved**

I have scrutinised these minutes. The minutes correspond to the course of the Meeting and contain all decisions made in the Meeting.

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Pauli Haarala  
Scrutiniser of the minutes

**APPENDICES**

- Appendix 1 List of votes
- Appendix 2 Summary of the distribution of votes cast in advance voting delivered by Euroclear Finland Ltd
- Appendix 3 Notice of the General Meeting
- Appendix 4 Report of the Board of Directors and financial statements for 2025
- Appendix 5 Auditor's report for 2025
- Appendix 6 Voting results under Agenda item 16