

Proposals of the Shareholders' Nomination Board to Evli Plc's Annual General Meeting 2025

The Shareholders' Nomination Board of Evli Plc submits the following proposals to Evli's Annual General Meeting 2025. The General Meeting is planned to be held on March 18, 2025. The proposals will also be included in the Notice of the General Meeting to be published later.

Number of Board members and Board composition

The Shareholders' Nomination Board proposes that six (6) members be elected to the Board of Directors. The Nomination Board proposes that from the current members the following persons be re-elected as Board members:

- Christina Dahlblom, Ph.D. (Econ.)
- Fredrik Hacklin, Ph.D. (Management), M.Sc. (Engineering)
- Sari Helander, M.Sc. (Econ.)
- Robert Ingman, M.Sc. (Tech.), M.Sc. (Econ. and Business Administration)
- Tomi Närhinen, M.Sc. (Econ.), Executive MBA

The Nomination Board proposes that Niko Mokka (born 1979), M.Sc. (Econ), M.Sc. (Tech), be elected as a new member of Evli's Board. Mokka works as Managing Director & Head of Investments at Hartwall Capital.

Of the current Board members, Antti Kuljukka has stated that he is not available for re-election.

The proposed Board members meet the independence requirements of the Finnish Corporate Governance Code for listed companies. All of the proposed Board members, except Robert Ingman, are independent of the company and its significant shareholders. Robert Ingman is independent of the company, but not independent of the significant shareholder Ingman Group Oy Ab.

All candidates have given their consent to the election. The nominees' information is available on the Company's website evli.com/investors. The Board will elect Chair of the Board, Deputy Chair, and Committee members from amongst its members.

With regard to the selection procedure for the members of the Board of Directors, the Shareholders' Nomination Board recommends that shareholders will evaluate and vote on the list of Board candidates as a whole at the General Meeting. This recommendation is based on the fact that the Nomination Board, in addition to ensuring that individual nominees for Board membership are competent, is also responsible for ensuring that the Board of Directors as a whole has the best possible expertise and experience for the company, and that the composition of the Board of Directors meets the requirements for Board diversity and other requirements of the law and the Finnish Corporate Governance Code for listed companies.

Remuneration of Board members

The Shareholders' Nomination Board proposes to Evli's Annual General Meeting 2025 that the annual fees for Board members remain unchanged. Currently, EUR 5,000.00 remuneration per month is paid to the members of the Board, EUR 6,000.00 remuneration per month is paid to the Chairpersons of the Board Committees and EUR 7,500.00 remuneration per month is paid to the Chairperson of the Board.

The Shareholders' Nomination Board consists of representatives appointed by the company's four largest shareholders. The Nomination Board is composed of:

- Henrik Andersin (appointed by Oy Scripo Ab), Chairperson of the Nomination Board
- Thomas Thesleff (appointed by Oy Prandium Ab)
- Roger Kempe (appointed by Oy Fincorp Ab)
- Robert Ingman (appointed by Ingman Group Oy Ab)

EVLI PLC