

## **PROPOSALS OF THE BOARD OF DIRECTORS TO ASPOCOMP GROUP PLC'S ANNUAL GENERAL MEETING OF APRIL 18, 2024**

### **Resolution on the use of the profit shown on the balance sheet and payment of dividend**

The Board of Directors proposes to the Annual General Meeting, that no dividend be paid for the fiscal year January 1 - December 31, 2023.

### **Presentation of the Remuneration Report 2023 for company's governing bodies**

The Board of Directors proposes to the Annual General Meeting that it would approve the company's Remuneration Report for governing bodies 2023. The resolution concerning approval of the Remuneration Report is advisory in nature.

The remuneration report is available on the company's website  
[www.aspocomp.com/agm](http://www.aspocomp.com/agm).

### **Presentation of the Remuneration Policy for company's governing bodies**

The current Remuneration Policy has been approved at the Annual General Meeting on 9 June 2020. The Remuneration Policy shall be presented to the General Meeting at least once every four years, or whenever substantial changes are made to it.

The Board of Directors proposes to the Annual General Meeting that it would approve the Remuneration Policy for the company's governing bodies. The resolution concerning approval of the Remuneration Policy is advisory in nature. The proposed Remuneration Policy has been updated so that, if the General Meeting has resolved to establish a Shareholder's Nomination Board, prepares the Shareholder's Nomination Board proposals for the composition of the Board of Directors and their remuneration to be submitted to the Annual General Meeting.

The Remuneration Policy for the company's governing bodies is attached to this notice to the Annual General Meeting and on the company's website at  
[www.aspocomp.com/agm](http://www.aspocomp.com/agm).

### **Resolution on the remuneration of the auditor**

The Board of Directors proposes to the Annual General Meeting that the auditor's fees be paid according to the auditor's invoice.

### **Election of auditor**

The Board of Directors proposes to the Annual General Meeting that Ernst & Young Oy, Authorized Public Accountants be elected as the company's auditor. Ernst & Young Oy has notified that Ms. Erika Grönlund, Authorized Public Accountant, will act as the principal auditor. In accordance with the Articles of Association of the company, the

term of office of the auditor ends at the closing of the next Annual General Meeting following the election.

The proposal of the Board of Directors is based on a competitive tendering process concerning the company's auditing services. As a result of the competitive tendering process, the company received offers from three (3) auditing firms. According to the assessment of the Board of Directors, Ernst & Young Oy best meets the selection criteria defined in advance in the invitation to tender.

**Authorizing the Board of Directors to decide on share issues as well as the issue of options and other special rights**

The Board of Directors proposes to the Annual General Meeting that the Board of Directors be authorized to, in one or several installments, decide on the issuance of shares and the issuance of options and other special rights entitling to shares referred to in Chapter 10 Section 1 of the Companies Act as follows:

The number of shares to be issued based on the authorization may in total amount to a maximum of 684,144 shares. The Board of Directors decides on all the terms and conditions of the issuances of shares and of options and other special rights entitling to shares. The authorization concerns both the issuance of new shares as well as own shares possibly held by the company. The issuance of shares and of options and other special rights entitling to shares referred to in Chapter 10 Section 1 of the Companies Act may be carried out in deviation from the shareholders' pre-emptive rights (directed issue).

The authorization cancels the authorization given by the General Meeting on April 20, 2023, to decide on the issuance of shares as well as the issuance of special rights entitling to shares.

The authorization is valid until June 30, 2025.

In Espoo, March 13, 2024

ASPOCOMP GROUP PLC.  
BOARD OF DIRECTORS