

ANNUAL GENERAL MEETING OF SUOMINEN CORPORATION ON APRIL 15, 2026, AT 1:00 P.M.

TIME: April 15, 2026 at 1:00 p.m.

PLACE: The meeting was held without a meeting venue via a real-time remote connection as a remote meeting referred to in Article 10 the Company's Articles of Association and in Chapter 5, Section 16(3) of the Limited Liability Companies Act.

PRESENT: The shareholders set out in the list of votes adopted at the meeting were present or represented at the meeting via the remote connection, by proxy, or by voting in advance ([Appendix 1](#)).

Present at the meeting were also all members of the Board of Directors, excluding Björn Borgman, new members nominated to be elected to the Board, President & CEO Charles Héaulmé, the Chair of the Shareholders' Nomination Board Jyrki Vainionpää, the Company's auditor and sustainability auditor, APA, ASA, Anders Lundin (Authorised Public Accountants KPMG Oy Ab), Attorney-at-law Juha Koponen, as well as other members of the Company's upper management and staff, and meeting officials.

1 OPENING OF THE MEETING

Charles Héaulmé, Chair of the Board of Directors, welcomed the shareholders to the General Meeting, introduced the members of the Company's Board of Directors, presented the Board's activities during the financial year 2025, and opened the meeting.

2 CALLING THE MEETING TO ORDER

Juha Koponen, Attorney-at-law, was elected as Chair of the General Meeting, and he called the Company's Interim General Counsel Marika Väkiparta to act as secretary.

The Chair explained the procedures for handling the matters on the meeting agenda.

It was noted that shareholders whose shares had been registered on the shareholder's Finnish book-entry account or equity savings account have had the opportunity to vote in advance on certain items on the agenda of the Annual General Meeting. In addition, certain custodian banks representing nominee-registered shareholders had participated in the advance voting on behalf of the shareholders they represented. The terms and conditions and other instructions related to advance voting had been presented in the notice to the General Meeting and made available on the Company's website. Proposals for resolutions that were subject to advance voting were deemed to have been made at the General Meeting without any changes. Votes cast in advance voting are included in the voting results if a full counting of votes is carried out on the item.

The distribution of advance votes was presented, and a summary list of the advance votes was attached to the minutes ([Appendix 2](#)).

The Chair noted based on the advance votes that if a full counting of votes is not carried out in an agenda item, votes against and abstaining votes will be recorded in the minutes under each agenda item concerned. To the extent the advance votes included opposing votes that had been presented without any counterproposal under such agenda items where it was not possible to vote against the proposal without presenting a counterproposal, such votes would not be formally acknowledged as opposing votes and would not be recorded under the relevant agenda items.

Unless otherwise stated in an agenda item, those present are considered to have supported the proposal.

3 ELECTION OF PERSONS TO SCRUTINIZE THE MINUTES AND SUPERVISE THE COUNTING OF VOTES

Janne Silonsaari was elected as scrutiniser of the minutes and Kati Junnila was elected as supervisor of the counting of votes.

4 RECORDING THE LEGALITY OF THE MEETING

It was noted that the notice to the meeting had been published on the Company's website and as a stock exchange release on March 4, 2026 and that the General Meeting documents have been available on the Company's website as of March 25, 2026 at the latest.

It was noted that the General Meeting is duly convened in accordance with the provisions of the Articles of Association and the Finnish Companies Act and that therefore, the meeting is legal and constitutes a quorum.

The notice to the meeting was attached to the minutes ([Appendix 3](#)).

5 RECORDING THE ATTENDANCE AT THE MEETING AND ADOPTION OF THE LIST OF VOTES

A list of shareholders represented at the meeting at the opening of the meeting, and a list of votes ([Appendix 1](#)) were presented. It was recorded that at the opening of the meeting, 25 shareholders were represented at the Annual General Meeting through advance voting or remotely or by a legal representative or authorised proxy representative. At the opening of the meeting, a total of 37,158,090 shares and votes representing approximately 63.8 per cent of all shares and votes were represented at the meeting.

It was noted that the list of votes would be separately confirmed to correspond to the attendance at the beginning of a possible vote.

It was noted that present at the meeting were also all members of the Company's Board of Directors, excluding Björn Borgman, new members nominated to be elected to the Board, President & CEO Charles Héaulmé, the Chair of the Shareholders' Nomination Board Jyrki Vainionpää, the Company's auditor and sustainability auditor, APA, ASA Anders Lundin (Authorised Public Accountants KPMG Oy Ab), Attorney-at-law Juha Koponen as well as other members of the Company's upper management and staff, and meeting officials.

6 PRESENTATION OF THE FINANCIAL STATEMENTS, WHICH INCLUDE THE CONSOLIDATED FINANCIAL STATEMENTS, THE REPORT OF THE BOARD OF DIRECTORS AND THE AUDITOR'S REPORT FOR THE YEAR 2025

The Company's President & CEO Charles Héaulmé presented a review in which he addressed the Company's operations in 2025. It was noted that the presentation of the President & CEO will be made available on the Company's website.

The financial statements, which include the consolidated financial statements, and the report by the Board of Directors (including the sustainability statement) for the financial year 1 January 2025–31 December 2025 were presented.

It was recorded that the annual accounts had been available for shareholders on the Company's website prior to the Annual General Meeting for the period required by the Finnish Companies Act.

The financial statements were attached to the minutes ([Appendix 4](#)).

The auditor's report and the sustainability assurance report was presented and attached to the minutes ([Appendix 5](#)).

The Company's principal auditor, APA, ASA Anders Lundin (Authorised Public Accountants KPMG Oy Ab), presented the statement section of the auditor's report.

7 ADOPTION OF THE FINANCIAL STATEMENTS AND THE CONSOLIDATED FINANCIAL STATEMENTS

The General Meeting adopted the financial statements and the consolidated financial statements for the financial year January 1, 2025–December 31, 2025.

8 RESOLUTION ON THE USE OF THE PROFIT SHOWN ON THE BALANCE SHEET AND THE DISTRIBUTION OF DIVIDEND

It was noted that the Board of Directors had proposed to the General Meeting that no dividend be paid based on the adopted balance sheet regarding the financial year of 2025 and that the distributable funds be left in the Company's unrestricted equity.

The General Meeting decided in accordance with the proposal of the Board of Directors that no dividend be paid based on the adopted balance sheet regarding the financial year of 2025 and that the distributable funds be left in the Company's unrestricted equity.

9 RESOLUTION ON THE DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE CEO FROM LIABILITY

It was recorded that the discharge from liability concerned all persons who had served as members of the Board of Directors or as CEO during the financial year January 1, 2025–December 31, 2025.

The General Meeting resolved to discharge from liability the persons who had served as members of the Board of Directors and as CEO during the financial period January 1, 2025–December 31, 2025.

10 ADOPTION OF THE REMUNERATION REPORT FOR GOVERNING BODIES

The Chair of the Board of Directors Charles Héaulmé presented the remuneration report.

It was noted that the remuneration report for the year 2025 has been available on the Company's website since March 20, 2026, and therefore has been presented.

The General Meeting resolved to adopt the remuneration report. The resolution is advisory.

Under this agenda item, 342,861 opposing votes cast by shareholders who had voted in advance were recorded.

11 RESOLUTION ON THE REMUNERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS

The Chair of the Shareholders' Nomination Board Jyrki Vainionpää presented the Nomination Board's work and the proposals of the Nomination Board to the General Meeting regarding the election and remuneration of the members of the Board of Directors.

The new Board member nominee, Ville Vuori, introduced himself to the General Meeting.

It was noted that the Shareholders' Nomination Board of Suominen Corporation had proposed to the General Meeting that the remuneration of the Board of Directors remains unchanged. The remuneration would be as follows: the Chair would be paid an annual fee of EUR 74,000, the Deputy Chair an annual fee of EUR 45,000 and other Board members an annual fee of EUR 35,000. The Nomination Board had also proposed that the additional fee paid to the Chair of the Audit Committee would remain unchanged and be EUR 10,000.

Further, the Nomination Board had proposed that the fees payable for each Board and Committee meeting would remain unchanged and be as follows: EUR 500 for each meeting held in the home country of the respective member, EUR 1,000 for each meeting held elsewhere than in the home country of the respective member, and EUR 500 for each meeting attended by telephone or other electronic means. No fee is paid for decisions made without convening a meeting.

Of the annual fees, 75% is paid in cash and 25% in Suominen Corporation's shares. The shares will be transferred out of the own shares held by the Company by the decision of the Board of Directors within two weeks of the date on which the interim report of January–March 2026 of the Company is published.

Compensation for expenses will be paid in accordance with the Company's valid travel policy.

The General Meeting resolved to approve the proposal of the Shareholders' Nomination Board.

12 RESOLUTION ON THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS

It was noted that the Shareholders' Nomination Board had proposed to the General Meeting that the number of Board members will be decreased from seven (7) to six (6).

The General Meeting resolved, in accordance with the proposal of the Shareholders' Nomination Board, that the number of the members of Board of Directors shall be six (6).

13 ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS AND THE CHAIRMAN OF THE BOARD OF DIRECTORS

It was noted that the Shareholders' Nomination Board had proposed to the General Meeting that Andreas Ahlström, Gail Ciccione, Maija Joutsenkoski, Nina Linander and Laura Remes be re-elected as members of the Board of Directors and that Ville Vuori be elected as a new member of the Board of Directors. The current member of the Board of Directors Bjorn Borgman was no longer available for Board nominations. In addition, the current Chair of the Board of Directors had decided to leave the Board of Directors because he currently works as the President & CEO of the company.

It was further noted that the Nomination Board had proposed to the General Meeting that Ville Vuori be elected as the Chair of the Board of Directors.

The General Meeting resolved to elect Andreas Ahlström, Gail Ciccione, Maija Joutsenkoski, Nina Linander, Laura Remes and Ville Vuori as members of the Board of Directors for a term ending at the close of the following Annual General Meeting. In addition, the General Meeting resolved to elect Ville Vuori as the Chair of the Board of Directors.

Under this agenda item, 342,861 abstaining votes cast by shareholders who had voted in advance were recorded.

14 RESOLUTION ON THE REMUNERATION OF THE AUDITOR

It was noted that on the recommendation of the Audit Committee, the Board of Directors had proposed to the General Meeting that the auditor's fee be paid according to the invoice approved by the Company.

The General Meeting resolved, in accordance with the proposal of the Board of Directors, that the auditor's fee be paid according to the invoice approved by the Company.

15 ELECTION OF THE AUDITOR

It was noted that based on the recommendation of the Audit Committee, the Board of Directors had proposed to the General Meeting that Authorised Public Accountants KPMG Oy Ab be elected as the auditor of the Company for the term set out in the articles of association of the Company. KPMG Oy Ab had informed the Company that Anders Lundin, APA, ASA, will act as the principally responsible auditor of the Company if KPMG Oy Ab is elected as the Company's auditor.

The General Meeting resolved, in accordance with the proposal by the Board of Directors, that Authorised Public Accountants KPMG Oy Ab is elected as the auditor of the Company for the term set out in the articles of association of the Company. Anders Lundin, APA, ASA, will act as the principally responsible auditor appointed by KPMG Oy Ab.

16 RESOLUTION ON THE REMUNERATION OF THE AUTHORISED SUSTAINABILITY AUDITOR

It was noted that on the recommendation of the Audit Committee, the Board of Directors had proposed to the General Meeting that the remuneration of the authorised sustainability auditor be paid according to the invoice approved by the Company.

The General Meeting resolved, in accordance with the proposal of the Board of Directors, that the remuneration of the authorised sustainability auditor be paid according to the invoice approved by the Company.

17 ELECTION OF THE AUTHORISED SUSTAINABILITY AUDITOR

It was noted that on the recommendation of the Audit Committee, the Board of Directors had proposed to the General Meeting that sustainability audit firm KPMG Oy Ab be elected as the Company's authorised sustainability auditor for a term that lasts until the end of the Company's next Annual General Meeting. KPMG Oy Ab had stated that Anders Lundin, APA, authorised sustainability auditor (ASA), will act as the principally responsible authorised sustainability auditor if KPMG Oy Ab is elected as the Company's authorised sustainability auditor.

The General Meeting resolved, in accordance with the proposal by the Board of Directors, that sustainability audit firm KPMG Oy Ab is elected as the authorised sustainability auditor of the Company for the following term that lasts until the end of the next Annual General Meeting. Anders Lundin, ASA, APA, will act as the principally responsible authorised sustainability auditor appointed by KPMG Oy Ab.

18 AUTHORIZING THE BOARD OF DIRECTORS TO RESOLVE ON THE REPURCHASE OF THE COMPANY'S OWN SHARES

It was noted that the Board of Directors had proposed that the General Meeting authorise the Board of Directors to decide on the repurchase of the Company's own shares.

By virtue of authorization, the Board of Directors is entitled to decide on repurchasing a maximum of 1,000,000 of the Company's own shares, which corresponds to approximately 1.7 per cent of the total number of the Company's shares at the time of the proposal.

The Company's own shares shall be repurchased otherwise than in proportion to the holdings of the shareholders by using the unrestricted equity through trading on the regulated market organized by Nasdaq Helsinki Ltd at the market price prevailing at the time of acquisition.

The shares shall be repurchased and paid in accordance with the rules of Nasdaq Helsinki Ltd and Euroclear Finland Ltd.

The shares shall be repurchased to be used in the Company's share-based incentive programs, in order to disburse the remuneration of the members of the Board of Directors, for use as consideration in acquisitions related to the Company's business, or to be held by the Company, to be conveyed by other means or to be cancelled.

The Board of Directors shall decide on other terms and conditions related to the repurchase of the Company's own shares. The repurchase authorization shall be valid until June 30, 2027, and it revokes all earlier authorizations to repurchase Company's own shares.

The General Meeting resolved, in accordance with the proposal of the Board of Directors, to authorise the Board of Directors to decide on the repurchase of the Company's own shares on the terms and conditions proposed by the Board of Directors.

19 AUTHORIZING THE BOARD OF DIRECTORS TO RESOLVE ON THE ISSUE OF SHARES AND GRANTING OF OPTION RIGHTS AND OTHER SPECIAL RIGHTS ENTITLING TO SHARES

It was noted that the Board of Directors had proposed that the General Meeting authorises the Board of Directors to decide on the issuance of new shares, conveyance of the Company's own shares held by the Company and/or granting of option rights and other special rights referred to in Chapter 10, Section 1 of the Finnish Companies Act.

By virtue of the proposed authorization, the Board of Directors may, by one or several resolutions, issue a maximum of 8,000,000 shares, which corresponds to approximately 13.7 per cent of the total number of the Company's shares at the time of the proposal. The shares granted by virtue of option rights and other special rights are included in the aforementioned maximum number. Option rights and other special rights may not be granted as a part of the Company's remuneration system.

The share issue can be made either against payment or without payment and can also be directed to the Company itself. The authorization entitles the Board of Directors to issue the shares also otherwise than in proportion to the shareholdings of the shareholders (directed share issue). The authorization can be used to carry out acquisitions or other arrangements related to the Company's business, to finance investments, to improve the Company's financial structure, as part of the Company's remuneration system or to pay the share portion of the remuneration of the members of the Board of Directors, or for other purposes decided by the Board of Directors.

The authorization shall revoke all earlier authorizations regarding share issues and issuances of option rights and other special rights entitling to shares. The Board of Directors shall decide on all other terms and conditions related to the authorization. The authorization shall be valid until June 30, 2027.

The General Meeting resolved to authorise the Board of Directors to decide on the issue of shares, options and other special rights entitling to shares in accordance with the proposal of the Board of Directors.

Under this agenda item, 5,860,059 opposing votes cast by shareholders who had voted in advance were recorded.

20 CLOSING OF THE MEETING

It was recorded that the decisions made in the Annual General Meeting were seconded by all shareholders present, unless otherwise stated in the minutes.

The Chair stated that all items on the agenda had been addressed and that the minutes of the meeting will be available on the Company's website on April 29, 2026 at the latest.

The Chair closed the meeting at 2:37 p.m.

Chair of the Annual General Meeting:

Name: [See original minutes for signatures]
Juha Koponen

In fidem:

Name: [See original minutes for signatures]
Marika Väkiparta

The Minutes scrutinised and approved by:

Name: [See original minutes for signatures]
Janne Silonsaari

Appendices

Appendix 1	List of votes
Appendix 2	Summary list of advance votes
Appendix 3	Notice to the General Meeting
Appendix 4	Financial Statements
Appendix 5	Auditor's Report