

CORPORATE GOVERNANCE



Corporate Governance Statement of Suominen Corporation for 2025

Suominen Corporation (“Suominen” or the “Company”) complies with the Finnish Corporate Governance Code 2025 (the “Code”) issued by the Securities Market Association. The Code is available on the internet at www.cgfinland.fi.

This Corporate Governance Statement (the “Statement”) is published separately from the report by the Board of Directors. This Statement has been published simultaneously with the financial statements and Report by the Board of Directors as a stock exchange release, and it is also available on Suominen’s website at www.suominen.fi.

The Audit Committee and the Board of Directors of Suominen (the “Board”) have reviewed this Statement. The Statement will not be updated during the financial year, but up-to-date information on its various topics is available on Suominen’s website at www.suominen.fi.

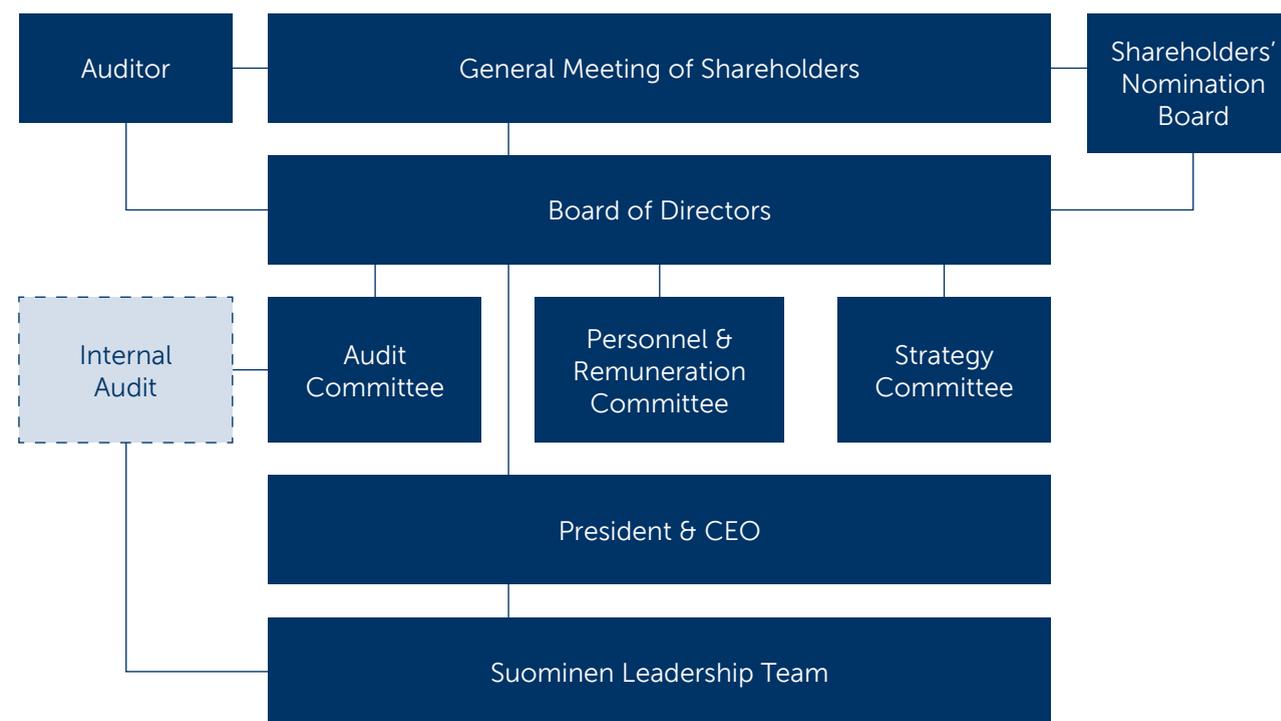
Suominen’s governing bodies

Suominen’s decision-making bodies are the General Meeting of Shareholders, the Board with its two permanent Committees and one temporary Committee, and the President & CEO (the “CEO”), supported by the Suominen Leadership Team. Suominen’s decision-making bodies and their duties and responsibilities are governed by applicable Finnish laws and regulations, the Code, the Company’s Articles of Association, and the Charters of the Board and its Committees.

General Meeting of Shareholders

Suominen’s highest decision-making body is the General Meeting of Shareholders, where shareholders exercise their decision-making power.

The Annual General Meeting is held annually by the end of April, on a date determined by the Board. It decides on the matters stipulated in the Finnish Limited Liability Companies Act and Suominen’s Articles of Association. Such matters include:



- adoption of the financial statements,
- use of the profit shown on the balance sheet,
- election of the Chair and members of the Board and decision on their remuneration,
- discharging the members of the Board and the CEO from liability, and
- election of the auditor and decision on the auditor's compensation.

Suominen publishes a notice of the General Meeting on the Company's website no earlier than two months and no later than three weeks prior to the meeting, however, at least nine days prior to the record date of the meeting. In order to participate in the General Meeting, a shareholder must inform the Company of the participation at the latest on the date mentioned in the notice of the General Meeting. The date may not be earlier than ten days before the meeting.

Annual General Meeting in 2025

The Annual General Meeting was held in Helsinki on April 25, 2025. A total of 31 shareholders representing 52% of the Company's shares and votes were represented at the meeting. The Annual General Meeting documents are available on Suominen's website at www.suominen.fi.

Shareholders' Nomination Board

Suominen has a permanent Shareholders' Nomination Board established by the 2013 Annual General Meeting. The Nomination Board is responsible for preparing and presenting to the Annual General Meeting and, if necessary, to an Extraordinary General Meeting, proposals on the remuneration of the Board, the number of members of the Board and on the members and the Chair of the Board. In addition, the Nomination Board is responsible for seeking potential successors for the Board members.

The Nomination Board submits its proposals on the number of members, composition and remuneration of the Board to Suominen's Board of Directors annually no later than on February 1, prior to the Annual General Meeting.

The Nomination Board consists of four members, three of whom are appointed annually by the Company's three largest shareholders, who appoint one member each. The largest shareholders are determined annually on the basis of the registered holdings in the Company's shareholders' register held by Euroclear Finland Ltd on the first working day in September. The Chair of Suominen's Board of Directors serves as the fourth member of the Nomination Board. The Nomination Board elects the Chair of the Nomination Board from among its members.

Nomination Board in 2025

Shareholders' representatives on the Nomination Board were determined based on share ownership on September 1, 2025, by the following three largest registered shareholders of the Company:

Shareholder	Representative	Member since	Born	Gender	Education	Main occupation
Ahlstrom Capital B.V.	Jyrki Vainionpää	2024, Chair since 2024	1976	Male	M.Sc. (Econ.)	President & CEO, A. Ahlström Oy
Etola Group Oy	Mikael Etola	2021	1977	Male	M.Sc. (Econ.)	CEO, Etola Group Oy
Oy Etra Invest Ab	Ville Vuori	2025	1973	Male	B.Sc. (Eng.), eMBA	Board professional

Charles Héaulmé, Chair of Suominen's Board of Directors, acted as the fourth member of the Nomination Board.

In 2025, the Nomination Board convened three times. The attendance rate at the meetings was 100%.

Board of Directors

The main objective of the Board is to direct Suominen's strategy in a way that, in the long run, it enables the delivery of the financial targets set for Suominen and maximizes shareholder value while simultaneously taking into account the expectations of key stakeholders.

The Board is responsible for the administration and proper organization of Suominen's operations and for making decisions on matters that are likely to have a

major impact on the Company. The Board convenes according to an annual meeting plan.

The Chair and members of the Board are elected by the General Meeting of Shareholders. Pursuant to the Articles of Association of the Company, the Board shall have at least three and no more than seven members.

Main duties

The duties of the Board are defined in Finnish laws and regulations, Suominen's Articles of Association, the Finnish Corporate Governance Code and the Charter of Suominen's Board of Directors. The main duties are the following:

- to approve the Company's strategy and oversee its implementation,

- to approve the Company's long-term targets and monitor their implementation,
- to approve the Company's annual business plan,
- to approve the Company's sustainability agenda,
- to approve the Code of Conduct and key corporate policies,
- to approve major business acquisitions, divestments, investments and expenditures,
- to approve major external funding (both debt and equity), capitalization of subsidiaries, and guarantees and mortgages,
- to decide on the appointment and dismissal of the CEO and other members of the Suominen Leadership Team and to decide on their terms of employment and remuneration,
- to approve the Company's organizational structure,
- to monitor and supervise the Company's performance and to ensure the effectiveness of its management,
- to ensure continuity of business operations by overseeing the succession planning of the Suominen Leadership Team,
- to decide on the main principles of Suominen's short-term and long-term incentive plans,
- to evaluate and approve the remuneration of the CEO and other members of the Suominen Leadership Team and their incentive plans,
- to approve the Remuneration Policy and the Remuneration Report,
- to approve the Company's financial reports, including annual accounts, interim reports, the Report by the Board of Directors and financial statement releases,
- to ensure that the Company has adequate planning, information and control systems and resources for monitoring results and managing risks,
- to monitor the evaluation and management of significant risks relating to Suominen's strategy and business operations,
- to approve the Company's Corporate Governance Statement,
- to convene General Meetings of Shareholders,
- to establish a dividend policy and make a proposal on the distribution of dividends,
- to make a proposal concerning the election of the auditor and the sustainability auditor, and the auditing fees, and
- to make other proposals to General Meetings of Shareholders.

Board of Directors in 2025

The 2025 Annual General Meeting elected seven members to the Board.

The term of office of the members of the Board ends at the close of the Annual General Meeting 2026.

Board member	Member since	Born	Gender	Nationality	Education	Main occupation	Share ownership on December 31, 2025
Charles Héaulmé	2024, Chair since 2024	1966	Male	French	B.Sc. (Business Adm.)	President & CEO, Suominen Corporation	44,750
Andreas Ahlström	2015, Deputy Chair since 2020	1976	Male	Finnish	M.Sc. (Econ. and Business Adm.)	CEO, Ahlström Invest B.V.	36,320
Björn Borgman	2020	1975	Male	Swedish	M.Sc. (Industrial Engineering)	CEO, HL Display AB	32,312
Gail Ciccione	2025	1960	Female	U.S.	BBA	Business owner, Trinity Operations Partner	4,146
Majja Joutsenkoski	2025	1981	Female	Finnish	M.Sc. (Tech.)	Investment Director, A. Ahlström Oy	4,146
Nina Linander	2020	1959	Female	Swedish	B.Sc. (Econ.), MBA	Board Professional	37,159
Laura Remes	2023	1980	Female	Finnish	M.Sc. (Tech.)	SVP, Business Transformation, Metsä Board	10,366
Until April 25, 2025							
Aaron Barsness	2022	1973	Male	U.S. and Swedish	BA (Biology and Environmental Studies)	CMO, Fazer Group	

Independence of the Board members

The Board has evaluated the independence of its members. All members are independent of the Company, with the exception of Charles Héaulmé, who has served as the Company's President & CEO since August 11, 2025. All members are independent of

the significant shareholders of the Company, with the exception of Andreas Ahlström and Majja Joutsenkoski. The largest shareholder of Suominen Corporation, Ahlstrom Capital B.V., is part of the A. Ahlström Group. Andreas Ahlström currently acts as the CEO of Ahlström Invest B.V., which is an associated company

of A. Ahlström Group. Maija Joutsenkoski acts as the Investment Director at A. Ahlström Corporation, which is the parent company of Ahlstrom Capital B.V.

Meeting practice

The Board convenes under the direction of the Chair of the Board or, if the Chair is unable to attend, the Deputy Chair of the Board. Principally, the matters are presented by the CEO of the Company.

In 2025, the Board convened 20 times, of which six times were per capsulam. One of the meetings was convened without inviting the Chair of the Board, Charles Héaulmé, due to considerations regarding his potential appointment as the Company’s CEO. The attendance rate at the meetings was 100%. The participation of each individual member is presented in the following table.

Name		Participation
Charles Héaulmé	Chair	19/19
Andreas Ahlström	Deputy Chair	20/20
Björn Borgman	Member	20/20
Gail Ciccione	Member	17/17
Maija Joutsenkoski	Member	17/17
Nina Linander	Member	20/20
Laura Remes	Member	20/20
Until April 25, 2025		
Aaron Barsness	Member	3/3

Board evaluation

The Board conducted an annual self-assessment of its operations and working methods during the year 2025. The assessment was conducted internally. The results of the assessment were reviewed and discussed within the Board. The results were also presented to the Shareholders’ Nomination Board.

Additionally, at the end of most of its meetings, the Board assesses the preparations for the meeting, the course of the meeting, and its own operations in line with the principle of continuous development.

Board diversity principles

At Suominen, diversity has been recognized as an essential success factor. Diversity in the Board’s competencies, experience and opinions promotes openness to new ideas and helps the Board support and challenge the Company’s management.

Furthermore, diversity promotes open discussion and variety in perspectives, integrity in decision-making, good corporate governance, and effective supervision of both the Board and the management, and it also supports effective succession planning.

The Shareholders’ Nomination Board evaluates the number of members on the Board, its composition and the competence requirements of the Board in the light of the present and future needs of the Company. When assessing the composition of the Board, the

Nomination Board considers, among other things, whether the Board is sufficiently diverse in terms of educational and professional backgrounds, gender, age and nationality, and whether it possesses an appropriate mix of relevant knowledge and experience and different perspectives, as well as relevant industry knowledge, to address the needs of the company.

The most important nomination criteria for Board candidates are competency, knowledge and experience, personal qualities and integrity. The Board shall have a balanced gender representation in line with the targets set out in the Finnish Limited Liability Companies Act for the under-represented gender. In addition, candidates must also have the possibility to devote a sufficient amount of time to Board work.

The objectives concerning the diversity of the Board as set out in the Board diversity principles have been achieved well. With regard to diversity in terms of gender, the Board has a balanced gender representation in line with the targets set out in the Finnish Limited Liability Companies Act. The composition of the Board represents a broad range of relevant knowledge, competencies and experiences to address the needs of the Company.

Board committees

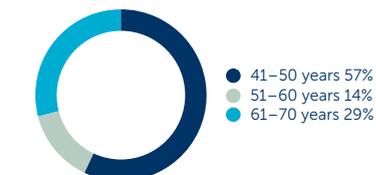
The Board has two permanent committees: the Audit Committee and the Personnel and Remuneration

Board Diversity (December 31, 2025)

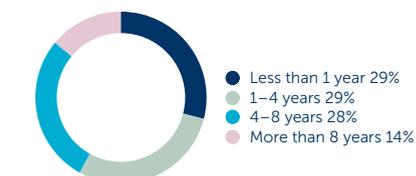
Gender



Age



Tenure



Committee. In its meeting on December 13, 2023, the Board established a temporary Strategy Committee, which shall remain in place until otherwise decided by the Board. All three Committees report to the Board on their activities after each Committee meeting.

Audit Committee

The Audit Committee assists the Board in supervising the Company's governance, accounting, financial reporting and internal control systems and in monitoring the activities of the internal and external audit. The Audit Committee prepares for the Board matters that fall under its areas of responsibility, but it does not have autonomous decision-making power unless the Board resolves otherwise on certain individual matters.

The Chair and members of the Audit Committee are elected annually by the Board from among its members. The Committee comprises at least three members. The majority of the members of the Audit Committee must be independent of the Company, and at least one member must also be independent of the Company's significant shareholders.

Audit Committee in 2025

The Audit Committee in 2025 consisted of Nina Linander (Chair), Andreas Ahlström, Laura Remes and Maija Joutsenkoski (member from April 25, 2025).

In 2025, the Audit Committee convened six times. The attendance rate at the meetings was 91.7%. The participation of each individual member is presented in the table below.

Name		Participation
Nina Linander	Chair	6/6
Andreas Ahlström	Member	4/6
Laura Remes	Member	6/6
Maija Joutsenkoski	Member	5/5

Personnel and Remuneration Committee

The Personnel and Remuneration Committee assists the Board by reviewing remuneration and appointment matters concerning the Company's CEO and other members of the Suominen Leadership Team. The Committee prepares for the Board matters that fall under its areas of responsibility, but it does not have independent decision-making power unless the Board resolves otherwise on certain individual matters.

The Chair and members of the Personnel and Remuneration Committee are elected annually by the Board from among its members. The Committee comprises at least three members. The majority of the members of the Personnel and Remuneration Committee must be independent of the Company.

Personnel and Remuneration Committee in 2025

The Personnel and Remuneration Committee in 2025 consisted of Björn Borgman (Chair, from June 30, 2025 onwards), Gail Ciccione (member from April 25, 2025 onwards) and Andreas Ahlström (member from June 30, 2025 onwards). Aaron Barsness acted as a member of the Personnel and Remuneration Committee until April 25, 2025 and Charles Héaulmé acted as the Chair of the Personnel and Remuneration Committee until June 29, 2025.

In 2025, the Personnel and Remuneration Committee convened five times. The attendance rate at the meetings was 93.3%. The participation of each individual member is presented in the table below.

Name		Participation
Björn Borgman	Chair	5/5
Gail Ciccione	Member	4/4
Andreas Ahlström	Member	2/3
Until April 25, 2025		
Aaron Barsness	Member	1/1
Until June 29, 2025		
Charles Héaulmé	Chair	2/2

Strategy Committee

The Strategy Committee supports and advises the Board and the Company's management in strategic decisions and initiatives and in other matters pertaining

to the Company's strategy. The Committee's role is advisory, and it has no decision-making power with respect to strategic decisions.

The Chair and members of the Strategy Committee are elected annually by the Board from among its members. The Committee comprises at least three members.

Strategy Committee in 2025

The Strategy Committee in 2025 consisted of Laura Remes (Chair), Andreas Ahlström and Maija Joutsenkoski (member from April 25, 2025 onwards). Aaron Barsness acted as a member of the Committee until April 25, 2025.

In 2025, the Strategy Committee convened twice. The attendance rate at the meetings was 100%. The participation of each individual member is presented in the table below.

Name		Participation
Laura Remes	Chair	2/2
Andreas Ahlström	Member	2/2
Maija Joutsenkoski	Member	0/0
Until April 25, 2025		
Aaron Barsness	Member	2/2

President & CEO

The CEO (Managing Director) of Suominen is appointed by the Board. The CEO is responsible for the day-to-day operations of the Company in accordance with the Finnish Limited Liability Companies Act and the guidelines and instructions provided by the Board, and for ensuring that the Company's accounting practices comply with the law and that its assets are reliably managed pursuant to the Limited Liability Companies Act. Furthermore, the CEO is in charge of the day-to-day management of the entire Suominen Group.

Charles Héaulmé serves as Suominen's President & CEO. Tommi Björnman acted as the President & CEO of Suominen until June 30, 2025. Janne Silonsaari acted as the interim President & CEO from June 30, 2025, until August 10, 2025.

The CEO is supported by the Suominen Leadership Team. The CEO acts as the Chair of the Suominen Leadership Team and as the immediate supervisor of the Suominen Leadership Team members.

Suominen Leadership Team

In 2025 the Suominen Leadership Team consisted of:

Suominen Leadership Team member	Team member since	Born	Gender	Nationality	Education	Position	Share ownership on December 31, 2025
Charles Héaulmé	2025 (joined Suominen August 11, 2025)	1966	Male	French	B.Sc. (Business Administration)	President & CEO	44,750
Janne Silonsaari	2023	1980	Male	Finnish	M.Sc. (Econ. and Business Adm.)	CFO (interim President & CEO June 30, 2025–August 10, 2025)	-
Francois Guetat	2025 (joined Suominen November 3, 2025)	1974	Male	French	M.Sc. (Mechanical Engineering)	COO	-
Markku Koivisto	2017	1971	Male	Finnish	M.Sc. (Tech.)	EVP, EMEA & CTO	53,172
Minna Rouru	2025 (joined Suominen January 20, 2025)	1972	Female	Finnish	M.Sc. (Social Sciences)	Chief People & Communications Officer	1,300
Mark Ushpol	2025 (joined Suominen January 6, 2025)	1963	Male	U.S.	Bachelor of Commerce	EVP, Americas	-
Until July 31, 2025							
Jonni Friman	2023	1971	Male	Finnish and Swedish	M.Sc. (Industrial Engineering and Management)	EVP, Transformation Management Office	-
Until June 30, 2025							
Tommi Björnman	2023	1966	Male	Finnish	M.Sc. (Industrial Engineering)	President & CEO	-
Until October 29, 2025							
Darryl Fournier	2025 (joined Suominen February 10, 2025)	1965	Male	U.S.	MBA, B.S. (Chemical Engineering)	COO	-

Suominen's operative organization

Suominen's operative organization consists of two business areas, EMEA and the Americas, and global functions supporting the business. The Company only has one operating segment.

Main features of internal control procedures and risk management systems

Internal control

The main objective of internal controls at Suominen is to ensure reliable financial reporting and compliance with applicable laws, regulations, and internal policies and principles. Moreover, internal controls aim to ensure the efficiency of the Company's processes and that its assets are appropriately safeguarded.

Control environment

Internal controls are embedded in the activities of Suominen's organization. Controlling is executed in connection with the steering of business processes, supported by comprehensive reporting.

The foundation of the internal control processes is based on the Company's Code of Conduct, corporate culture and values, policies, guidelines and instructions, and the ways of working adopted

by the Company's management and employees. The responsibility structure of the Company is based on authority inherent in the positions and work descriptions, segregation of duties and the "four-eyes" and "one-over" decision-making principles. Effective internal control requires that duties are properly allocated to employees and potential conflicts of interest are identified and eliminated. In cascading the principles within the organization, honesty, transparency and working in teams are integral elements of establishing high ethical standards throughout the Company. A satisfactory control environment is ensured through internal analyses and evaluations of key processes.

Nominated process owners are responsible for ensuring that efficient internal process controls are defined and implemented across the organization.

The ICT function ensures that the security checks of ICT systems throughout the Suominen Group are functioning and conducted at a sufficient level.

Control activities

Internal control activities are in place, among other things, to verify that the Company's financial reports provide a true and fair view of the Company's financial position. It is the duty of the Board and the CEO to organize the internal control activities.

In practice, control activities are conducted in the meetings of the Board and management teams, where results of the Company's operations and activities are reviewed. The Company's Finance function and the Group's controller network support and coordinate the financial management and control of the activities of the entire Suominen Group.

Internal control at Suominen has been decentralized across global functions that monitor compliance with the operating guidelines concerning their areas of responsibility approved by the Board. In addition to the Group-level guidance, control measures are also taken at the business area and plant level. Control measures include both general and more detailed control procedures aimed at preventing, revealing and correcting errors and deviations.

In day-to-day business operations, several control activities are exercised in order to prevent potential errors and deviations in financial reporting and to help reveal and correct any identified deviations or errors. Suominen categorizes its control activities into three categories. Documented instructions help the organization standardize the monitoring of tasks. Continuous and regular reporting provides feedback on the performance of the global functions, and each Group company ensures that instructions and defined processes are followed. In critical processes, specific

authorizations are implemented in the workflow for security and verification purposes.

The need for separate evaluations, as well as their scope and frequency, is determined by assessing the risks and effectiveness of ongoing control and monitoring processes. Information security and related control activities play a key role when features of ICT systems are being defined and applied.

Information and communication

The Company's Financial Manual, policies approved by the Board and other guidelines and instructions relating to financial reporting are updated and communicated on a regular basis by the management to all relevant employees, and these are also available on the Company's intranet. In addition, a standard reporting package is used by the business areas and Group companies.

Group management and business area management conduct monthly reviews that include an analysis of the defined performance metrics and indicators, which enable the management to better understand the underlying performance of the Company. The Board members receive a monthly report on the Company's result and financial position.

Monitoring

The Audit Committee is responsible for monitoring the efficiency of the Company’s internal controls.

Global function and business area management and controller functions are responsible for the ongoing monitoring of control activities. The Company’s Finance function monitors the operations and processes of the Group companies and the accuracy of external and internal financial reporting.

Regular inspections by quality auditors and customer audit personnel also cover the internal controls of key business processes.

Risk management

Risk management is an integral part of running the business of Suominen, and the identification and assessment of risks are an essential element of internal control. The aim is to focus on material risks that are significant from a business perspective.

The risk management process is based on Suominen’s Risk Management Policy, which is approved and regularly reviewed by the Board. The process consists of steps to identify, assess, respond, monitor and report risks. Identification and assessment of risks involves a dynamic and iterative process to identify and evaluate risks, and it provides the foundation for defining and monitoring mitigative actions for each identified risk. A risk owner is assigned

to each identified risk. The most significant risks are reported annually to the Audit Committee and additionally to the Board as needed.

Risks relating to financial reporting are managed in accordance with the risk management process outlined in the Risk Management Policy. Risks pertaining to financial reporting are identified and evaluated by addressing the risks in the most relevant parts of the financial reporting process. Based on this evaluation, appropriate mitigation measures are defined and their effectiveness is continuously monitored.

The responsibilities relating to risk management are outlined in the Risk Management Policy. The Board is responsible for monitoring the evaluation and management of significant risks relating to Suominen’s strategy and business operations. The Audit Committee assists the Board in its duties relating to risk management and is responsible for monitoring the risk management processes and practices. The CEO has the overall responsibility for risk management at Suominen and is supported by the Suominen Leadership Team members, who are responsible for identifying and assessing risks within their own area of responsibility.

Audit

Internal audit

Internal audit within the Company is conducted on an ad hoc basis and executed by an external party. The audit topics are determined by the Audit Committee based on recommendations by the management. Any material findings are reported to the Audit Committee, the CEO, the Suominen Leadership Team and other relevant management.

External audit

According to its Articles of Association, Suominen has one auditor, which must be an entity of Certified Public Accountants approved by the Finnish Patent and Registration Office. The term of the auditor shall expire at the end of the first Annual General Meeting of Shareholders following the election. The auditors and the Audit Committee agree annually on an audit plan.

Audit in 2025

The Annual General Meeting held on April 25, 2025, elected KPMG Oy Ab, an Authorized Public Accountant firm, as the auditor of the Company. KPMG Oy Ab appointed Anders Lundin, Authorized Public Accountant, as the principal responsible auditor of the Company. During the financial years 2015–2024, the Company’s auditor was the Authorized Public

Accountant firm Ernst & Young Oy and the auditor representing it.

Audit fees in 2025

Auditor’s fees and services, Suominen Group	EUR thousand
Auditing	474
Other statutory services*	102
Non-audit related fees (tax and other consulting fees)	6
TOTAL	583

* Other statutory services included fees paid for assurance of the sustainability reporting.

Insider management

Suominen complies with the EU Market Abuse Regulation (“MAR”), the Finnish Securities Markets Act, and the regulations and guidelines issued by the Finnish Financial Supervisory Authority and Nasdaq Helsinki Ltd. In addition, the Board has approved and regularly reviews Suominen’s Insider Policy, which informs the governing bodies and employees of Suominen and its Group companies of the regulations in force pertaining to insider trading.

Management transactions

Suominen has, in accordance with MAR, determined that members of the Board, the CEO and other

members of the Suominen Leadership Team (collectively “Directors”) and their closely associated persons have the duty to notify Suominen and the Finnish Financial Supervisory Authority of transactions made by them or on their behalf on Suominen’s financial instruments. Suominen maintains a list of the Company’s Directors and their closely associated persons and publishes the transactions notified to it as stock exchange releases.

Stock exchange releases on the transaction notifications of Directors and their closely associated persons can be found on Suominen’s website at www.suominen.fi.

Closed period

Suominen observes a closed period, which begins 30 calendar days before the publication of an interim report, half-year report or financial statements release and ends at the end of the day of publication of such report or release. During the closed period, Directors and certain other Suominen employees that are involved in the preparation of financial reports or otherwise have access to sensitive financial information of Suominen (“Core Persons”) may not trade or conduct transactions on their account or for the account of another, directly or indirectly, relating to a financial instrument of the Company. The timing

of closed periods can be found on Suominen’s website at www.suominen.fi.

During a closed period, trading with Suominen’s financial instruments by Directors and Core Persons is allowed only in certain exceptional situations. An exception can only be applied where the Director or Core Person can show that the transaction cannot be conducted at some other point in time than during the closed period, and the Director or Core Person is not in possession of inside information. Any exception to the trading restriction during the closed period requires prior approval by the Company for the transaction in question.

Trading by Directors and Core Persons

Directors and Core Persons must, in addition to abiding by the trading restriction during the closed period, time their trading so that it does not weaken the general trust in the securities market. Suominen recommends that Directors and Core Persons make long-term investments in the Company’s shares and other financial instruments. It is also recommended to time the trading to a point in time when the market has as complete knowledge as possible on the factors affecting the value of the share or the financial instrument.

Monitoring and control

The Insider Officer of Suominen is the Company’s Chief Financial Officer. The Insider Officer is responsible for the administration of the Company’s insider matters.

Without limiting the obligations arising from MAR, the Securities Markets Act or other applicable regulations, the Company’s insider administration is responsible for internal communications and training concerning insider issues, preparing and maintaining lists of Directors and their closely associated persons and Core Persons, receiving notifications concerning the transactions of Directors and their closely associated persons and publishing the related stock exchange releases, preparing and maintaining project-specific insider lists, and monitoring insider matters.

Principles for related party transactions

Suominen complies with applicable laws, regulations and standards regarding related party transactions and follows the requirements set for monitoring, assessment, decision-making and reporting of related party transactions. The Board has approved and regularly reviews Suominen’s Related Party Policy, which defines the principles for monitoring and assessing related party transactions.

Suominen has defined the members of the Board, the CEO and other members of the Suominen Leadership Team and their closely associated persons and entities as related parties of the Company and maintains a list of such persons and entities.

The Company can carry out transactions with its related parties provided that such transactions are made within the Company’s ordinary course of business and on customary, arm’s-length terms. The Board approves related party transactions that are made either outside the Company’s ordinary course of business or on other than customary, arm’s-length terms.

Related party transactions are monitored regularly by the Company’s Finance function as part of the Company’s normal reporting and monitoring procedures. Members of the Board and the Suominen Leadership Team are obligated to report any planned or executed related party transactions to the Company’s Chief Financial Officer without undue delay.

Board of Directors

DECEMBER 31, 2025



CHARLES HÉAULMÉ

b. 1966
B.Sc. (Business Administration)
President & CEO,
Suominen Oyj since 2025
Member of the Board
since 2024
Chair of the Board since 2024
Non-independent member
Shareholding*:
44,750 Suominen shares



ANDREAS AHLSTRÖM

b. 1976
M.Sc. (Economics and Business
Administration)
CEO, Ahlström Invest B.V.
Member of the Board
since 2015
Deputy Chair of the Board
since 2020
Non-independent member
Shareholding*:
36,320 Suominen shares



BJÖRN BORGMAN

b. 1975
M.Sc. (Industrial Engineering)
CEO, HL Display AB
Member of the Board
since 2020
Independent member
Shareholding*:
32,312 Suominen shares



GAIL CICCIONE

b. 1960
BBA
Business owner, Trinity
Operations Partner, LLC
Member of the Board
since 2025
Independent member
Shareholding*:
4,146 Suominen shares



MAIJA JOUTSENKOSKI

b. 1981
M.Sc. (Technology)
Investment Director,
A. Ahlström Oy
Member of the Board
since 2025
Non-independent member
Shareholding*:
4,146 Suominen shares



NINA LINANDER

b. 1959
B.Sc. (Economics) and MBA
Member of the Board
since 2020
Independent member
Shareholding*:
37,159 Suominen shares



LAURA REMES

b. 1980
M.Sc. (Technology)
SVP, Business Transformation,
Metsä Board
Member of the Board
since 2023
Independent member
Shareholding*:
10,366 Suominen shares

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Aaron Barsness acted as a member of the Board until April 25, 2025.

More detailed, up-to-date information on the principal working experience and positions of trust of the members of the Board is available at www.suominen.fi. Information on the Board's remuneration is included in Suominen's Remuneration Report.

* Shareholding refers to shares and share-based rights of each director and the corporations over which he/she exercises control on December 31, 2025.

Suominen Leadership Team

DECEMBER 31, 2025



CHARLES HÉAULMÉ
 President & CEO
 b. 1966
 B.Sc. (Business Administration)
 Joined Suominen in 2025
 Shareholding*:
 44,750 Suominen shares



JANNE SILONSAARI
 CFO
 b. 1980
 M.Sc. (Economics and Business Administration)
 Joined Suominen in 2023
 Shareholding*: -



FRANCOIS GUETAT
 Chief Operating Officer
 b. 1974
 M. Eng. (Mechanical Engineering)
 Joined Suominen in 2025
 Shareholding*: -



MARKKU KOIVISTO
 Chief Commercial & Technology Officer (as of February 1, 2026)
 EVP, EMEA & CTO (until January 31, 2026)
 b. 1971
 M.Sc. (Technology)
 Joined Suominen in 2017
 Shareholding*:
 53,172 Suominen shares



MINNA ROURU
 Chief People & Communications Officer
 b. 1972
 M.Sc. (Social Sciences)
 Joined Suominen in 2025
 Shareholding*:
 1,300 Suominen shares



MARK USHPOL
 EVP, Americas (until January 31, 2026)
 b. 1963
 Bachelor of Commerce
 Joined Suominen in 2025
 Shareholding*: -

Jonni Friman acted as EVP, Transformation Management Office and a member of the Suominen Leadership Team until July 31, 2025.

Tommi Björnman acted as the President & CEO until June 30, 2025. Janne Silonsaari acted as interim President & CEO from June 30, 2025 to August 10, 2025.

Darryl Fournier acted as Chief Operating Officer and a member of the Suominen Leadership Team from February 10, 2025 until October 29, 2025.

Marika Väkiparta was appointed as the Chief Strategy and Transformation Officer and a member of the Suominen Leadership Team as of February 1, 2026.

Kimmo Raunio was appointed as CFO and a member of the Suominen Leadership Team at the latest as of June 1, 2026. Until then, Suominen's CFO Janne Silonsaari will continue in his current role.

On February 26, 2026, Suominen announced that Minna Rouru, Chief People & Communications Officer, and a member of the Suominen Leadership Team leaves the company at the latest on August 26, 2026.

More detailed, up-to-date information on the principal working experience, positions of trust and remuneration of the members of Suominen Leadership Team is available at www.suominen.fi.

* Shareholding refers to the shares and share-based rights of each executive and the corporations over which he/she exercises control on December 31, 2025.

SUOMINEN CORPORATION

Head Office
Keilaranta 13 A
FI-02150 Espoo
Tel. +358 10 214 300
communications@suominencorp.com

Detailed contact information
to Suominen locations worldwide
is available at www.suominen.fi

www.suominen.fi

LinkedIn: Suominen Corporation

