

A. Matters to be discussed at the General Meeting

The General Meeting will discuss the following matters:

- 1. Opening the meeting**
- 2. Matters of order for the meeting**
- 3. Election of the persons to scrutinize the minutes and to supervise the counting of votes**
- 4. Recording the legal convening of the meeting and quorum**
- 5. Establishment of the persons present and confirmation of the voting list**
- 6. Presentation of the financial statements, including consolidated financial statements and annual report as well as auditor's report for financial year 1.1.-31.12.2022**
- 7. Adoption of the financial statements**
- 8. Resolution on the use of the profit shown on the balance sheet and the distribution of dividend**

The Board of Directors proposes that the net gain of EUR 26,643,994.24 be transferred to retained earnings / loss account and that no dividend be paid.

- 9. Resolution on the discharge of the members of the Board of Directors and CEO from liability**
- 10. Handling of the remuneration report for governing bodies**

The Board of Directors proposes that the General Meeting adopts the remuneration report for the governing bodies for the year 2022. According to the Limited Liability Companies Act, the decision is advisory.

The remuneration report for the governing bodies is available on the company's website at <https://www.endomines.com/en/annual-general-meeting-2023>.

- 11. Handling of the remuneration policy for governing bodies**

The Board of Directors proposes that the General Meeting adopts the remuneration policy of the governing bodies. According to the Limited Liability Companies Act, the decision is advisory.

The remuneration policy of the governing bodies is available on the company's website at <https://www.endomines.com/en/annual-general-meeting-2023>.

- 12. Resolution on the remuneration of the members of the Board of Directors**

The Shareholders' Nomination Board proposes that the elected members of the Board of Directors be paid the following remuneration for the term of office that begins at the end of the General Meeting and ends at the end of the next Annual General Meeting:

- The chairman of the Board of Directors be paid an annual remuneration of EUR 35,000; and
- The member of the Board of Directors be paid an annual remuneration of EUR 20,000.

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The Nomination Board proposes that the annual remuneration of the Board members be paid in company shares and in cash, so that approximately 30% of the annual remuneration amount is used to acquire company shares for the Board members and the rest is paid in cash. The company is responsible for the costs and transfer tax arising from the acquisition of the shares. The company's shares will be acquired within two (2) weeks after the company's interim report for the period 1 January - 30 June 2023 has been published.

In addition, a meeting remuneration of EUR 300 is proposed for each physical Board meeting per member who attended the meeting.

The Nomination Board proposes that the annual remuneration for the Board member's work in the Board-appointed ESG Committee, the Audit Committee and the Technology and Safety Committee is EUR 2,500 per Board member per committee where the Board member serves. EUR 5,000 is proposed as the annual remuneration of the chairman of the committees.

Annual remunerations for committees and meeting remunerations for Board meetings are paid in cash.

13. Resolution on the number of members of the Board of Directors

The Shareholders' Nomination Board proposes that five (5) members be elected to the Board of Directors.

14. Election of members of the Board of Directors

The Shareholders' Nomination Board proposes that the current members of the Board of Directors Jukka-Pekka Joensuu, Jeremy Read, Eeva Ruohonen, Markus Ekberg ja Jukka Jokela be re-elected. The term of office of the members of the Board of Directors ends at the closing of the Annual General Meeting 2024 following the election. All proposed members have indicated their availability.

The Shareholders' Nomination Board has taken into account the requirements set by Endomines Finland Plc's operations and the principles regarding diversity when preparing the composition of the Board of Directors.

The information on the proposed members of the Board of Directors is available on the company's website at <https://endomines.com/company/management/board-of-directors/>.

The Shareholders' Nomination Board recommends to the organizing meeting of the Board of Directors that Jukka-Pekka Joensuu be re-elected as chairman of the Board of Directors.

15. Resolution on the remuneration of the auditor

The Board of Directors proposes, on the recommendation of the Audit Committee, that the auditor's fees be paid according to the auditor's reasonable invoice approved by the Audit Committee.

16. Election of the auditor

The Board of Directors proposes that auditing firm KPMG Oy Ab, be elected as the company's auditor. KPMG Oy Ab has informed that the principal auditor will be Antti Kääriäinen, Authorised Public Accountant. The term of office of the auditor ends at the closing of the Annual General Meeting following the election.

17. Adoption of the charter of the Shareholders' Nomination Board

The Board of Directors proposes confirmation of the new charter of the Shareholders' Nomination Board. The Annual General Meeting of Endomines AB, which has merged with the company on 16 December 2022, has established a Nomination Board for the company in question. Endomines Finland Plc has established a

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Shareholder' Nomination Board by a unanimous decision of the shareholders made on 23 November 2022. At that time, it has been decided to confirm the charter of the Nomination Board in question in accordance with the charter of the Nomination Board of Endomines AB in the applicable parts.

The Shareholders' Nomination Board prepares proposals for the composition of the Board of Directors and remuneration for the General Meeting. The company's two largest shareholders each have the right to appoint a member to the Shareholders' Nomination Board in accordance with the procedure described in more detail in the charter. The chairman of the company's Board of Directors acts as an expert member of the Shareholders' Nomination Board.

The charter of the Shareholders' Nomination Board is available on the company's website at <https://www.endomines.com/en/annual-general-meeting-2023>.

18. Proposal by the Board of Directors to amend section 3 of the Articles of Association (Company's Line of Business)

The Board of Directors proposes that section 3 of the Articles of Association (Company's Line of Business) be amended to read as follows:

"3 THE COMPANY'S LINE OF BUSINESS

The company acts as the parent company of a group focused on exploration, mining and metal trading. The company defines the group's strategy and financial structure and takes care of certain centrally managed group-level tasks. The company can also own and manage shares, other securities and real estate, and engage in securities trading and other investment activities."

19. Proposal by the Board of Directors to amend section 12 of the Articles of Association (the Annual General Meeting).

The Board of Directors proposes that section 12 of the Articles of Association (the Annual General Meeting) be amended to read as follows:

"12 GENERAL MEETING

In addition to the company's domicile, the General Meeting can also be held in Helsinki, Vantaa or Ilomantsi. The Board of Directors may resolve on organizing a General Meeting without a meeting venue whereby the shareholders shall exercise their power of decision in full in real time during the meeting by the use of telecommunication connections and technical means (remote meeting).

20. Authorizing the Board of Directors to decide on the issue of shares, options and other special rights entitling to shares

The Board of Directors proposes that it be authorized to decide, in one or more transactions, 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 10,000,000 shares. The shares can be either new or treasury shares of the company.

The Board of Directors decides on all the terms and conditions of the issuances of shares, options and other special rights entitling to shares. The issuance of shares, options and other special rights entitling to shares

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may be carried out in deviation from the shareholders' pre-emptive rights (directed issue), if there is a weighty financial reason for the company.

Shares may be conveyed either against payment or free of charge in the company's share issues. A directed share issue may be a share issue without payment only if there is an especially weighty reason for the same both for the company and in regard to the interests of all shareholders in the company.

The authorization is valid until 31 December 2025 and it replaces the previously granted authorizations by the Board of Directors to decide on the issue of shares, options and other special rights entitling to shares.

21. Authorizing the Board of Directors to decide on the acquisition of the company's own shares

The Board of Directors proposes that it be authorized to decide on the acquisition of a maximum of 100,000 own shares in one or more installments. The amount corresponds to approximately 1.0% of all the company's shares. Own shares are acquired with funds belonging to the company's unrestricted equity, in which case the acquisitions reduce the funds available for the company's profit distribution. Own shares can be acquired on the day of acquisition at the price established for the shares in public trading or otherwise at the price established in the market. Own shares can be acquired other than in proportion to the shares owned by the shareholders (directed acquisition). Own shares acquired for the company can be kept by the company, canceled or transferred further. The authorization includes the Board's right to decide how own shares are acquired and all other matters related to the acquisition of own shares. The authorization is proposed to be valid until 30 June 2024.

22. Closing the meeting