

Endomines Finland Plc's Shareholders' Nomination Committee's Proposals for the Annual General Meeting 2026

Endomines Finland Plc's Shareholders' Nomination Committee presents the following proposals to the Annual General Meeting 2026.

Number of members of the Board of Directors

The Shareholders' Nomination Committee proposes to the Annual General Meeting that the number of members of the company's Board of Directors be confirmed at five (5).

Composition of the Board of Directors

The Shareholders' Nomination Committee proposes electing the current board members **Jukka-Pekka Joensuu, Kyösti Kakkonen, Markus Ekberg, Eeva Ruokonen** and **Jukka Jokela** for a new term. The Shareholders' Nomination Committee recommends the re-election of Jukka-Pekka Joensuu as chair of the Board and re-election of Kyösti Kakkonen as vice chair of the Board. The term of office of the members continues until the end of the Annual General Meeting 2027. All nominees have given their consent to the position.

Jukka-Pekka Joensuu, Markus Ekberg, Eeva Ruokonen and Jukka Jokela are independent of the company and its significant shareholders. Kyösti Kakkonen is independent of the company, but not of its significant shareholders.

Information about the proposed board members can be found on the company's website.

Regarding the selection procedure for the members of the Board of Directors, the Shareholders' Nomination Committee recommends that the shareholders take a position on the proposal as a whole at the Annual General Meeting. In preparing the proposal, the Shareholders' Nomination Committee has taken into account that the composition of the Board of Directors as a whole is in line with the needs of the company and complies with the recommendations of the Corporate Governance Code.

The proposal regarding the composition of the Board of Directors deviates from the recommendation regarding equal representation of women and men in accordance with the Corporate Governance Code in that only one of the proposed five-member Board of Directors is a woman. When making the proposal, the Shareholders' Nomination Committee has taken into account the company's diversity policy and the specific expertise and experience of the proposed individuals in matters related to the company's industry and business. The recommendation regarding the composition has been prepared after thorough consideration, particularly taking into account the requirements set by the company's business operations and the strategic goals for the future. The Nomination Committee has considered that the candidate members and the proposed Board of Directors are best able to meet the requirements set by the goals as a whole. The Nomination Committee has initiated a process in which an external expert will conduct a long-term candidate survey for the coming years, and special attention will be paid to this issue in the coming years.

Remuneration of the Board of Directors

The Shareholders' Nomination Committee proposes to the Annual General Meeting that the annual remuneration of the Board members is as follows, in accordance with the previous year's remuneration policy:

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- Chair of the Board EUR 35,000
- Vice Chair of the Board EUR 25,000
- Board member EUR 20,000

The Shareholders' Nomination Committee proposes that the annual remuneration of the Board members be paid in company shares and cash so that approximately 30% of the annual remuneration amount is paid in company shares 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 directly on behalf of the Board members within two (2) weeks after the company's interim report for the period 1 January to 30 June 2026 has been published.

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

- Fees for Committee members (ESG Committee, Audit Committee, Technical and Safety Committee) EUR 2,500 per Board member per Committee on which the Board member serves. EUR 5,000 is proposed as the annual remuneration for the Chair of the Committees. Annual fees for Committees and meeting fees for Board meetings are paid in cash.

Composition of the Shareholders' Nomination Committee

Endomines Finland Plc's Shareholders' Nomination Committee consists of the representatives of the two largest shareholders based on the ownership situation on August 31, 2025, and the Chair of the Board of Directors of Endomines Finland Plc. The members of the Shareholders' Nomination Committee are:

- Kyösti Kakkonen, Chair of the Shareholders' Nomination Committee
- Ingeborg Åkermarck
- Jukka-Pekka Joensuu, Chair of the Board of Directors of Endomines Finland Plc