

## **Proposals of the Shareholders' Nomination Committee to the Annual General Meeting of Kamux Corporation**

*Published by Stock Exchange Release on January 26, 2024*

### **Resolution on the remuneration of the members of the Board of Directors**

The Shareholders' Nomination Board proposes to the Annual General Meeting that the annual remuneration for members of the Board of Directors and committee fees be modestly raised. The proposed annual remuneration is as follows:

- Chairperson of the Board of Directors EUR 70,000 (before EUR 68,000)
- Member of the Board of Directors EUR 32,000 (before EUR 31,000)
- Chairperson of the Audit Committee EUR 7,000 (before EUR 5,000)
- Member of the Audit Committee EUR 3,500 (before EUR 2,500)
- Chairperson of the Personnel and Remuneration Committee EUR 7,000 (before EUR 5,000)
- Member of the Personnel and Remuneration Committee EUR 3,500 (before EUR 2,500)

The Shareholders' Nomination Board also proposes that a Board member be paid a fee of EUR 500 for each Board or committee meeting to which the member travels outside his or her country of residence.

The Shareholders' Nomination Board proposes to the Annual General Meeting that 40 percent of the annual fee of the Chairperson and the members of the Board of Directors be paid in Kamux' shares, either purchased at a prevailing market price from the market or alternatively by using own shares held by the company. The transfer of treasury shares or acquisition of shares directly for the members of the Board of Directors will be executed within two weeks from the publication of the interim review for the period January 1, 2024–March 31, 2024. The rest of the annual fee would be paid in cash, which is used to cover taxes arising from the fees. The company pays the transaction costs and transfer taxes related to the purchase and transfer of shares.

The committee fees would be paid in cash. If the Board of Directors decides to establish new committees, the annual fees of the Chairperson and the members of the new committee are equal to the annual fees of the Chairperson and the members of the other committees. Travel expenses would be reimbursed in accordance with the company's travel policy.

### **Resolution on the number of the members of the Board of Directors**

The Shareholders' Nomination Board proposes to the Annual General Meeting that seven (7) members be elected to the Board of Directors.

### **Election of the members, the Chairperson, and the Vice Chairperson of the Board of Directors**

The Shareholders' Nomination Board proposes to the Annual General Meeting that of the current members of the Board of Directors, Juha Kalliokoski, Terho Kalliokoski, Antti Mäkelä, Harri Sivula and Jaana Viertola-Truini be re-elected as members of the Board of Directors and Maren Kroll and Kati Riikonen be elected as new members of the Board of Directors.

Additionally, the Shareholders' Nomination Board proposes to the Annual General Meeting that Terho Kalliokoski be re-elected as Chairperson of the Board of Directors and Harri Sivula be re-elected as Vice Chairperson of the Board of Directors.

All nominees above have given their consent to the position. According to the evaluation made by the nominees themselves and by the Shareholders' Nomination Board, Juha Kalliokoski is dependent of both the company and its significant shareholders whilst the others are independent of the company and of its significant shareholders.



Mrs. Reija Laaksonen, member of the Board of Directors of Kamux Corporation since 2017, has stated that she is no longer available to be re-elected for a new term.

The Shareholders' Nomination Board proposes that the shareholders take a stand on the proposal for the election of the members of the Board of Directors as a whole. The Nomination Board has assessed the proposed composition of the Board of Directors as to its overall structure as well as to its individual candidates based on the requirements set forth in the Board's Diversity Policy and in the Corporate Governance Code. The Nomination Board believes that in addition to the complementary excellence and experience of the individual Board candidates, the proposed Board as a whole meets the requirements of both the Corporate Governance Code and the Board's Diversity Policy.

The relevant information on all the proposed nominees to the Board of Directors is presented on the company's website at <https://www.kamux.com/en/governance/annual-general-meeting/agm-2024/>.