

Proposals of the Board of Directors to the Annual General Meeting of Kamux Corporation

Resolution on the use of the profit shown on the balance sheet and the distribution of dividend

On December 31, 2023 Kamux Corporation's distributable earnings totaled EUR 116,955,358.20 of which profit for the year was EUR 13,538,869.77. The Board of Directors proposes to the Annual General Meeting a dividend of EUR 0.17 per share to be distributed for the year 2023 and that the other distributable earnings be held in unrestricted equity (for the year 2022 a dividend of EUR 0.15 per share was distributed).

The Board of Directors proposes that the dividend for the financial year 2023 be paid in two instalments. The first dividend instalment, EUR 0.07 per share, is to be paid to shareholders registered in the company's register of shareholders maintained by Euroclear Finland Ltd on the first dividend instalment payment record date of April 22, 2024. The Board of Directors proposes that the first dividend instalment pay date be April 29, 2024. The second dividend instalment is to be paid to shareholders registered in the company's register of shareholders maintained by Euroclear Finland Ltd on the second dividend instalment payment record date of October 24, 2024. The Board of Directors proposes that the second dividend instalment pay date be October 31, 2024.

The Board of Directors proposes that it be authorized to decide, if necessary, on a new dividend payment record date and pay date for the second instalment if the rules and statutes of the Finnish book-entry system change or otherwise so require.

Advisory resolution on the approval of the remuneration report for governing bodies

The Board of Directors proposes that the Annual General Meeting approves Kamux's remuneration report for governing bodies 2023. According to the Limited Liability Companies Act, the resolution is advisory. The remuneration report for governing bodies has been available on the company's website since March 25, 2024.

Advisory resolution on the approval of the remuneration policy for the governing bodies

The Board of Directors proposes that the Annual General Meeting approves Kamux's remuneration policy 2024. According to the Limited Liability Companies Act, the resolution is advisory. The remuneration policy covers the principles of remuneration of the members of the Board of Directors and the CEO, and is available on the company's website at <https://www.kamux.com/en/governance/annual-general-meeting/agm-2024/> and published as an attachment to this notice.

Resolution on the remuneration of the auditor

The Board of Directors proposes to the Annual General Meeting that the remuneration of the auditor to be elected be paid according to their reasonable invoice as approved by the Board of Directors.

For the sake of clarity, it is noted that the elected auditor would also be paid a fee for services rendered for sustainability reporting assurance according to a reasonable invoice approved by the Board of Directors.

Election of the auditor

The Board of Directors proposes, based on the recommendation of the Audit Committee, to the Annual General Meeting that the auditing firm PricewaterhouseCoopers Oy be elected as the company's auditor. PricewaterhouseCoopers Oy has informed that Authorized Public Accountant Markku Launis would act as the principal auditor. The auditor's term of office will end at the end of the next Annual General Meeting following the election.

The Audit Committee confirms that its recommendation is free from third party influence and that the Committee is not required to comply with any contractual clause referred to in Article 16(6) of the EU Regulation on Auditing (537/2014), which would limit the election of auditor by the General Meeting.

The auditor to be elected will also act as the sustainability reporting assurer of the company in accordance with the Transitional Provision amending the Limited Liability Companies Act (1252/2023). Therefore, if the auditing firm PricewaterhouseCoopers Oy is elected as the company's auditor, PricewaterhouseCoopers Oy will act as the company's sustainability reporting assurer for the financial year 2024.

Proposal to amend the Articles of Association

The Board of Directors proposes to the Annual General Meeting that the Articles of Association of Kamux be amended as set out below.

9 § - Auditor

In accordance with the new regulation related to the Sustainability Reporting Directive, from the financial year 2024 onwards, the Annual General Meeting must elect a sustainability reporting assurer. Therefore, the Board of Directors proposes that Article 9 of the Articles of Association be amended by adding a reference to the company having a sustainability reporting assurer. Article 9 of the Articles of Association is proposed to read as follows:

“9 § Auditor and sustainability reporting assurer

The auditor of the company must be an auditing firm approved by the Finnish Patent and Registration Office. The sustainability reporting assurer of the company must be a sustainability auditing firm approved by the Finnish Patent and Registration Office.

The term of office of the auditor and the sustainability reporting assurer ends at the close of the annual general meeting of shareholders following the election of the auditor and the sustainability reporting assurer.”

11 § - Annual General Meeting

The Board of Directors proposes that Article 11 of the Articles of Association be amended by including a provision to resolve on the remuneration of the sustainability reporting assurer and a provision to elect a sustainability reporting assurer. Article 11 of the Articles of Association is proposed to read as follows:

“11 § - Annual General Meeting

The annual general meeting of shareholders of the company must be held within six (6) months from the date on which the accounting period ended.

At the meeting:

the following are presented

- *the financial statements, which include the consolidated financial statements, and the report of the Board of Directors; and*
- *the auditor's report;*

the following are resolved upon:

- *the adoption of the financial statements;*
- *the use of profits shown in the balance sheet;*
- *the discharge of members of the Board of Directors and the Chief Executive Officer from liability;*
- *the remuneration of the members of the Board of Directors, the auditor and the sustainability reporting assurer; and*
- *the number of the members of Board of Directors;*

the following are elected:

- *the Chairperson, the Deputy Chairperson and the members of the Board of Directors,*
- *the auditor, and*
- *the sustainability reporting assurer.”*

12 § - Place and organization of the General Meeting of Shareholders as a remote meeting

The Board of Directors proposes that Article 12 of the Articles of Association be amended by adding a possibility to hold a General Meeting in Espoo, Vantaa or Kauniainen, in addition to Helsinki and Hämeenlinna. Article 12 of the Articles of Association is proposed to read as follows:

“12 § Place and organization of the General Meeting of Shareholders as a remote meeting

The General Meeting may be held in Helsinki, *Espoo, Vantaa, Kauniainen* or Hämeenlinna, at the discretion of the Board of Directors.

The Board of Directors may decide that a shareholder may also participate in a general meeting by fully exercising their right to vote during the meeting by means of a telecommunication connection and a technical aid (hybrid meeting).

The Board of Directors may also decide that the General Meeting shall be held without a meeting place in such a way that shareholders exercise their voting rights fully and in a timely manner during the meeting by means of a telecommunications and a technical aid (remote meeting). A shareholder attending a remote meeting may exercise all their rights at the remote meeting in the same way as if they were attending the meeting in person.”

Authorizing the Board of Directors to decide on the share issue

The Board of Directors proposes to the Annual General Meeting that the Board of Directors be authorized to decide on the issuance of shares in one or more tranches as follows:

The number of shares to be issued based on the authorization shall not exceed 4,000,000 (four million), which currently corresponds to approximately 10 (ten) per cent of all the shares in the company.

The Board of Directors decides on the terms and conditions of the issuance of shares. The authorization concerns both the issuance of new shares and the transfer of treasury shares either against payment or without consideration. The issuance of shares may be carried out in deviation from shareholders' pre-emptive right (directed issue) for a weighty financial reason for the company, such as using the shares to develop the company's capital structure, to finance possible acquisitions, capital expenditure or other arrangements within the scope of the company's business operations, or to implement the company's commitment and incentive scheme.

The authorization cancels the authorization given to the Board of Directors by the Annual General Meeting of April 20, 2023, and is valid until the closing of the next Annual General Meeting, however, no longer than until June 30, 2025.

Authorizing the Board of Directors to decide on the repurchase of company's own shares

The Board of Directors proposes that the Annual General Meeting authorizes the Board of Directors to decide on the repurchase of a maximum of 2,000,000 (two million) company's own shares using the unrestricted equity of the company representing about 5 (five) per cent of all the shares in the company. The authorization includes the right to accept company's own shares as a pledge.

The shares shall be acquired through public trading, for which reason the shares are acquired otherwise than in proportion to the share ownership of the shareholders and the consideration paid for the shares shall be the market price of the company's share in public trading at Nasdaq Helsinki Ltd at the time of the acquisition. Shares may also be acquired outside public trading for a price which is no higher than the market price in public trading at the time of the acquisition. The Board of Directors will be authorized to resolve upon how the shares are acquired.

The authorization includes the Board of Director's right to resolve on a directed repurchase or an acceptance of the shares as a pledge, if there is a compelling financial reason for the company to do so as provided for in Chapter 15, Section 6 of the Limited Liability Companies Act. The shares shall be acquired to be used for



execution of the company's share-based incentive schemes or for other purposes determined by the Board of Directors.

The decision to repurchase the company's own shares or to accept them as pledge shall not be made so that the shares of the company in the possession of or held as pledges by the company and its subsidiaries would exceed 10 (ten) per cent of all shares.

The Board of Directors shall decide on any other matters related to the repurchase of the company's own shares and/or accepting them as a pledge.

The authorization cancels the authorization given to the Board of Directors by the Annual General Meeting of April 20, 2023, and is valid until the closing of the next Annual General Meeting, however no longer than until June 30, 2025.