



25.3.2022

Shareholders' proposals for the Annual General Meeting of Kamux Corporation on 20 April 2022

1. 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 the Chairperson and members of the Board of Directors and the annual remuneration for members of the Audit Committee be maintained at the 2021 level, except the annual remuneration of the Chairperson of the Board of Directors which is proposed be raised by EUR 5,000. Thus, the proposed annual remuneration are as follows:

- EUR 65,000 for the Chairperson of the Board of Directors
- EUR 30,000 for each member of the Board of Directors
- EUR 5,000 for the Chairperson of the Audit Committee
- EUR 2,500 for each member of the Audit Committee.

The Shareholders' Nomination Board proposes to the Annual General Meeting that 40 per cent of the annual fee of the Chairperson and the members of the Board of Directors be paid in Kamux Corporation shares either purchased at a prevailing market price from the market or alternatively by using own shares held by the Company. The transfer of own 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, 2022 to March 31, 2022. 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 fees of the committee 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 Audit Committee. Travel expenses would be reimbursed in accordance with the Company's travel policy.

2. Resolution on the number of 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.

3. Election of members, the Chairman and the Vice Chairman of the Board of Directors

The Shareholders' Nomination Board proposes to the Annual General Meeting that Reija Laaksonen, Antti Mäkelä, Tapio Pajuharju, Harri Sivula and Tuomo Vähäpassi be re-elected as members of the Board of Directors and Jaana Viertola-Truini and Terho Kalliokoski be elected as new member of the Board of Directors. In addition, the Shareholders' Nomination Board proposes to the Annual General Meeting that Harri Sivula be re-elected as the Chairperson of the Board and Tuomo Vähäpassi be re-elected as Vice Chairperson of the Board.

The above-mentioned candidates have consented to their positions. The Shareholders' Nomination Board has assessed that all proposed members of the Board of Directors are independent from the company and its significant shareholders.

Company's current Member of the Board of Directors, Jokke Paananen, has notified that he is no longer available to be elected as a member of the Board.



The Shareholders' Nomination Board proposes that in the Annual General Meeting the shareholders take a stand on the election of the Board of Directors as one ensemble, not each Board member individually. The Nomination Board has considered the composition of the Board of Directors as to its overall structure as well as to its individual members based on the requirements set forth in the Kamux Board Diversity Policy and in the Corporate Governance Code. The Shareholders' Nomination Board regards that, in addition to the excellent and complementary professional expertise and experience of the individual members, the Board of Directors as one ensemble fulfils the requirements set forth in the afore-mentioned guidelines.

The term of the member of the Board of Directors expires at the end of the Annual General Meeting following the election.

All information about the candidates that is relevant in the work of a Board member has been presented on the company's website at <https://www.kamux.com/en/corporate-governance/general-meeting/annual-general-meeting-2022/>.

4. Amendment of the Rules of Procedure for Shareholders' Nomination Board

The Shareholders' Nomination Board proposes to the Annual General Meeting that the Rules of Procedure of the Nomination Board Section 2 "Appointment and composition of the members of the Nomination Board" be amended so that the right to appoint members to the Nomination Board belongs to the three shareholders who hold the largest share of the votes represented by all shares in the Company on the first business day of August instead of the first business day of September preceding the Annual General Meeting. It is proposed that the other provisions on the date of appointment and composition of members be accordingly brought forward by one month.

After the amendment, the second and third paragraph of Section 2 of the Rules of Procedure would read as follows:

"The right to appoint members representing the shareholders belongs to the three (3) shareholders, whose proportions of the votes of all shares of the Company are the largest, according to the shareholder register held by the Euroclear Finland Oy on the first business day of August preceding the Annual General Meeting. If a shareholder who has decentralized their holdings, for example to multiple funds, and who has a responsibility according to the Securities Law (746/2012, with amendments) to take these holdings into account when announcing the changes in their share of ownership, presents at the latest on the last business day of July preceding the Annual General Meeting, a written and justifiable request regarding the matter to the Chairman of the Board of Directors, the holdings of such a shareholder in several funds or register shall be added together when calculating the decisive voting power.

If an owner of nominee registered shares wishes to use their right to appointment, they must present reliable evidence of the number of shares owned by them on the first business day of August of the year preceding the Annual General Meeting. The evidence must be delivered to the Chairman of the Board of Directors at latest on the eighth business day of August."

The amended rules of procedure of the Shareholders' Nomination Board, including a proposal for the amended item 2 in its entirety, are available at the company's website at <https://www.kamux.com/en/corporate-governance/general-meeting/annual-general-meeting-2022/>.