

## COMPONENTA CORPORATION'S ANNUAL GENERAL MEETING 2026

**Time:** 14 April 2026 at 10:00–11:23 a.m.

**Place:** Technopolis Aviapolis, meeting room Akropolis 2, Teknobulevardi 3–5, FI-01530 Vantaa, Finland

**Attendees:** The shareholders included in the list of votes adopted at the meeting (Appendix 1) were present or represented at the meeting.

Present at the meeting were also Chair of the company's Board of Directors Harri Suutari, board members Tomas Hedenborg, Anne Koutonen and Lars Wrebo, President and CEO Sami Sivuranta, the company's senior executives, Authorised Public Accountant Ylva Eriksson representing the company's audit firm PricewaterhouseCoopers Oy, Authorised Public Accountant, Authorised Sustainability Auditor Laura Castrén representing sustainability reporting assurer BDO Oy, attorney Jyrki Tähtinen, meeting officers and technical staff members.

### 1 Opening of the meeting

Chair of the Board of Directors Harri Suutari opened the meeting and welcomed the attendees.

### 2 Calling the meeting to order

Jyrki Tähtinen was elected to chair the meeting, and he called General Counsel Hanna Seppänen to act as the secretary of the meeting.

The chair explained the procedures for handling matters on the agenda of the meeting. The meeting was recorded to verify the progress of the meeting.

It was noted that the agenda for the meeting was published in the notice of the meeting and that matters would be discussed according to the agenda.

### 3 Election of persons to scrutinise the minutes and to supervise the counting of votes

Lauri Eklin was elected to scrutinise the minutes, and Eero Molander was elected to supervise the counting of votes.

### 4 Recording the legality of the meeting

It was recorded that the notice of the meeting had been published on the company's website and in a stock exchange release on 19 March 2026. The notice of the meeting included the proposals of the Board and the Shareholders' Nomination Board to the General Meeting. The

financial statements, the consolidated financial statements, the report of the Board of Directors, including the sustainability statement, and the auditor's report had been available to the shareholders on the company's website since 20 March 2026.

It was noted that the meeting had been convened in accordance with the company's Articles of Association and the Finnish Limited Liability Companies Act, and that the meeting constituted a quorum.

The notice of the meeting was attached to the minutes (Appendix 2).

## **5 Recording the attendance at the meeting and adoption of the list of votes**

A list of attendees and a list of votes as of the beginning of the meeting were presented, according to which 12 shareholders were present either in person, by legal representative or by proxy. It was noted that 2,837,537 shares and votes were represented at the beginning of the meeting, and that they represented around 28,83 % of the company's shares and votes.

The list of votes as of the beginning of the meeting was adopted and attached to the minutes (Appendix 1). It was noted that the list of votes would be adjusted to correspond to the attendance at the beginning of a possible vote.

## **6 Presentation of the financial statements, the consolidated financial statements, the report of the Board of Directors and the auditor's report for the year 2025**

The company's President and CEO Sami Sivuranta presented an overview of the company's activities in 2025.

The financial statements, the consolidated financial statements and the report of the Board of Directors for the financial year 1 January to 31 December 2025 were presented.

It was noted that the financial statements documents had been available on the company's website before the General Meeting as required by the Limited Liability Companies Act, in addition to which they were also available at the meeting.

The financial statements documents were attached to the minutes (Appendix 3).

The assurance report of the sustainability statement and the auditor's report were presented and attached to the minutes (Appendix 4 and 5).

## **7 Adoption of the financial statements, including the adoption of the consolidated financial statements**

The financial statements and the consolidated financial statements for the financial year 1 January to 31 December 2025 were adopted.

## **8 Resolution on the use of profit shown on the balance sheet**

It was noted that the Board of Directors had proposed to the meeting that no dividends be distributed on the basis of the balance sheet established for the financial year that ended on 31 December 2025.

In accordance with the Board of Directors' proposal, it was resolved that no dividends be paid based on the balance sheet confirmed for the financial year that ended on 31 December 2025.

## **9 Resolution on the discharge of the members of the Board of Directors and the CEO from liability**

It was noted that the discharging of liability for the financial year 2025 concerned all the persons who served as members of the Board of Directors during the financial year and President and CEO Sami Sivuranta.

It was resolved to discharge the members of the Board of Directors and the President and CEO from liability for the financial year 1 January to 31 December 2025.

## **10 Advisory resolution on the adoption of the company's remuneration report for governing bodies**

It was noted that the Board of Directors had proposed that the General Meeting adopt an advisory resolution on the company's remuneration report for governing bodies for 2025.

It was noted that the company's remuneration report for governing bodies had been published in a stock exchange release on 20 March 2026 and had been available on the company's website since 20 March 2026. The company's remuneration report for governing bodies was attached to the minutes (Appendix 6).

The Chair of the company's Board of Directors presented the company's remuneration report for governing bodies.

It was recorded that the company's remuneration report for governing bodies had been addressed, and that the General Meeting resolved to adopt the report. The resolution was advisory.

## **11 Resolution on the remuneration of the members of the Board of Directors and the reimbursement rates for travel expenses**

It was noted that the Shareholders' Nomination Board had proposed that remuneration for the members of the Board of Directors remains unchanged. It was noted that the Nomination Board had proposed that the members of the Board of Directors elected for a term of office expiring at the Annual General Meeting 2027 be paid an annual remuneration as follows: EUR 50,000 to

the Chair and EUR 30,000 to the members of the Board of Directors. If the Board of Directors decides to establish Board committees, an annual fee of EUR 5,000 will be paid to the members of Board committees. A meeting specific fee of EUR 1,000 will be paid to a Board member who lives outside Finland and travels to Finland for a meeting. The Board members will be reimbursed for their travel expenses in accordance with the company's travel policy.

It was resolved that the members of the Board of Directors would be remunerated and reimbursed for their travel expenses as proposed by the Nomination Board to the General Meeting.

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

It was noted that under Article 4 of the Articles of Association, the company's Board of Directors consists of a minimum of three (3) and a maximum of seven (7) regular members, and that their term of office begins at the end of the General Meeting that elected them and expires at the end of the first Annual General Meeting following their election.

It was noted that the Shareholders' Nomination Board had proposed to the General Meeting that four (4) board members be elected.

In accordance with the Nomination Board's proposal, the General Meeting resolved to confirm that the number of the members of the Board of Directors would be four (4).

## **13 Election of members of the Board of Directors**

It was noted that the Shareholders' Nomination Board had proposed to the General Meeting that Tomas Hedenborg, Anne Koutonen, Harri Suutari and Lars Wrebo be re-elected as members of the Board of Directors.

It was noted that all the nominees had given their consent to the position.

In accordance with the Nomination Board's proposal, the General Meeting resolved to re-elect Tomas Hedenborg, Anne Koutonen, Harri Suutari and Lars Wrebo as members of the Board of Directors. Under Article 4 of the Articles of Association, the term of office of the members of the Board of Directors expires at the end of the first Annual General Meeting following their election.

## **14 Resolution on the remuneration of the auditor**

It was noted that the Board of Directors had proposed to the General Meeting that the auditor's fee will be paid in accordance with an invoice approved by the company.

As proposed by the Board of Directors, the General Meeting resolved that the auditor's fee will be paid in accordance with an invoice approved by the company.

## 15 Election of auditor

It was noted that the Board of Directors had proposed that the audit firm PricewaterhouseCoopers Oy be elected as the auditor of the company for the following term of office. PricewaterhouseCoopers Oy had informed the company that Authorised Public Accountant Ylva Eriksson would act as the responsible auditor should it be elected as the auditor of the company.

It was noted that the proposed auditor had given their consent to the position.

In accordance with the Board of Directors' proposal, the General Meeting resolved to elect the audit firm PricewaterhouseCoopers Oy as the auditor, with Authorised Public Accountant (APA) Ylva Eriksson as the principal auditor. The auditor's term of office expires at the end of the next Annual General Meeting.

## 16 Resolution on the remuneration of the sustainability reporting assurer

It was noted that the Board of Directors had proposed to the General Meeting that the sustainability reporting assurer's fee will be paid in accordance with an invoice approved by the company.

As proposed by the Board of Directors, the General Meeting resolved that the sustainability reporting assurer's fee will be paid in accordance with an invoice approved by the company.

## 17 Election of the sustainability reporting assurer

It was noted that the Board of Directors had proposed to the General Meeting that the sustainability audit firm BDO Oy be elected as the as the sustainability reporting assurer for the term ending at the closing of the next Annual General Meeting. BDO Oy had informed that APA, authorised sustainability auditor (ASA) Laura Castrén would act as the principally responsible sustainability reporting assurer, if BDO Oy was elected as the sustainability reporting assurer. The Board of Directors proposed that the election of the sustainability reporting assurer be made conditional, so that the election becomes effective only, if the company is obliged under the law in force at the end of the financial year 2026 to prepare a sustainability report for the financial year 2026 and to obtain an assurance for it.

The Finnish government's proposal to amend the Accounting and Auditing Acts is on display in the Parliament. The proposal proposes to raise the thresholds to create a reporting obligation, so that the reporting obligation applies to companies with sales of more than 450 million euros, taking into account that there are more than 1,000 employees in continuous service. If the Parliament approves the proposal in the proposed form, the company would not be subject to the reporting obligation according to the raised thresholds and would not be obliged to prepare

a sustainability report or obtain a certification for it. In that case election of the sustainability reporting assurer will not enter into force.

It was noted that the proposed sustainability assurer had given their consent to the position.

In accordance with the Board of Directors' proposal, the General Meeting resolved to elect the sustainability audit firm BDO Oy as the sustainability reporting assurer, with APA, ASA Laura Castrén as the principally responsible sustainability reporting assurer. The election is conditional and it comes into effect only, if the company is obliged under the law in force at the end of the financial year 2026 to prepare a sustainability report for the financial year 2026 and to obtain an assurance for it. The term of office of the sustainability reporting assurer ends at the end of the next Annual General Meeting following the election.

## **18 Authorisation of the Board of Directors to decide on share issue**

It was noted that the Board of Directors had proposed that the General Meeting authorise the Board of Directors to decide on the issuance of shares in one or several tranches as follows:

The issuance of shares may be carried out by offering new shares or transferring treasury shares held by the company.

The total number of shares to be issued or transferred under the authorisation may not exceed 974,504 shares, which correspond to approximately 9.9 % of the current total number of registered shares in the company.

The new shares may be issued and the treasury shares held by the company may be transferred for consideration or without consideration.

The Board of Directors will decide on all the terms and conditions of the issue of new shares and the transfer of the company's own shares. Based on the authorisation, the Board of Directors may also decide on a share issue in deviation of the pre-emptive subscription right of the shareholders (directed issue) subject to conditions mentioned in the Finnish Limited Liability Companies Act. The authorisation also includes the right to decide on the issuance of new shares to the company itself without consideration.

For example, the Board of Directors may use the authorisation as compensation in acquisitions, to develop capital structure, to broaden the ownership base, to acquire assets related to the company's business or to finance or carry out other business transactions, or for other purposes decided by the Board of Directors. However, the authorisation may not be used for the implementation of incentive programmes of the company's management or key personnel.

The authorisation is valid until the end of the next Annual General Meeting, but no longer than until 30 June 2027 at the latest. For the sake of clarity, the authorisation does not revoke the authorisation granted to the Board of Directors at the Annual General Meeting on 13 April 2023

to decide on the issue of shares and special rights entitling to shares for incentive schemes, under which a maximum of 400 000 shares may be issued. However, this authorisation revokes other previous non-utilised authorisations to decide on share issuance.

In accordance with the Board of Directors' proposal, the General Meeting resolved to authorise the Board of Directors to decide on share issuance.

**19 Authorising the Board of Directors to decide on issuing shares, stock options and other special rights entitling to shares for the purposes of incentive plans**

It was noted that the Board of Directors had proposed that the General Meeting authorises the Board of Directors to decide on the issue of shares, stock options and other special rights entitling to shares, as referred to in Chapter 10, Section 1 of the Limited Liability Companies Act, in one or several tranches as follows:

The total number of shares to be issued or transferred under the authorisation may not exceed 491,500 shares (including shares issued based on the special rights), which corresponds to approximately 4.99 per cent of all the shares in the company.

The Board of Directors decides on all the conditions of the issue of shares, stock options and other special rights entitling to shares. Pursuant to the authorisation, new shares may be issued and treasury shares held by the company may be transferred. New shares may be issued and treasury shares held by the company may be transferred either for consideration or without consideration. The authorisation also includes the right to decide on issuing new shares to the company itself without consideration.

Based on the authorisation, the Board of Directors may decide on the issue of shares, stock options and other special rights entitling to shares in deviation of the pre-emptive subscription right of the shareholders (directed issue) subject to conditions mentioned in the Limited Liability Companies Act, if there is a weighty financial reason for the company to do so, such as the use of shares for the implementation of the Group's incentive or reward schemes. Shares, stock options or other special rights entitling to shares may be issued in a directed issue as part of the implementation of the company's share-based incentive schemes, such as the implementation of stock options and restricted share plan planned by the Board of Directors. Shares may be issued without consideration on a directed basis, if there is a particularly weighty financial reason from the company's point of view and taking into account the interest of all its shareholders.

The authorisation is valid until 14 April 2031. For the sake of clarity, the authorisation shall revoke previous non-utilised authorisations to decide on the issue of shares, stock options and other special rights entitling to shares.

In accordance with the Board of Directors' proposal, the General Meeting resolved to authorise the Board of Directors to decide on share issuance, stock options and other special rights entitling to shares, as referred to in Chapter 10, Section 1 of the Limited Liability Companies Act.

## 20 Closing of the meeting

It was noted that all the decisions of the General Meeting had been made unanimously unless otherwise stated in the minutes.

The chair noted that all the matters on the agenda had been addressed, and that the minutes of the meeting would be available on the company's website as from 28 April 2026 at the latest.

The chair thanked the attendees and announced the meeting closed.

In fidem:

*JYRKI TÄHTINEN*

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Jyrki Tähtinen  
Chair

*HANNA SEPPÄNEN*

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Hanna Seppänen  
Secretary

Minutes scrutinised and approved by

*LAURI EKLIN*

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Lauri Eklin  
Scrutiniser of the minutes

## Appendices

<b>Appendix 1</b>	List of votes
<b>Appendix 2</b>	Notice of the meeting
<b>Appendix 3</b>	Financial statements documents
<b>Appendix 4</b>	Assurance report on the sustainability statement
<b>Appendix 5</b>	Auditor's report
<b>Appendix 6</b>	Remuneration report