

**ENENTO GROUP PLC
ANNUAL GENERAL MEETING 2022****BOARD OF DIRECTORS' PROPOSALS TO THE ANNUAL GENERAL MEETING 2022**

1. The Board of Directors proposes that the profit for the financial year ended 31 December 2021 is carried forward to the retained earnings and that an equity repayment of EUR 1.00 per share from the Company's reserve for invested unrestricted shareholders' equity be distributed (totalling EUR 24,034,856.00 based on the Company's registered total number of shares at the time of the proposal). The equity repayment from the reserve for invested unrestricted shareholders' equity will be paid to a shareholder registered in the Company's shareholders' register held by Euroclear Finland Oy on the payment record date of 30 March 2022. The Board of Directors proposes that the funds be paid on 11 April 2022. If a minority dividend pursuant to Chapter 13 Section 7 of the Finnish Limited Liability Companies Act would become payable, no equity repayment shall be distributed in accordance with this above-mentioned proposal.

As the Board of Directors has proposed a distribution of an equity repayment to the Annual General Meeting, which is not dividend in accordance with company law, it is noted that according to the provisions set out in the temporary legislation a dividend less than the minimum amount of minority dividend has been proposed to the Annual General Meeting. Shareholders have the right to demand minority dividend pursuant to Chapter 13, Section 7 of the Finnish Limited Liability Companies Act. The minority dividend must be distributed, if a demand to this effect is made by shareholders who have at least one tenth of all shares. The amount of minority dividend is EUR 14,653,081.92, i.e. EUR 0.60 per share, which corresponds to half of the profit for the financial period. A shareholder demanding minority dividend may vote for the minority dividend in advance voting, and no separate demand or counterproposal is required.

2. The Board of Directors proposes to the Annual General Meeting that the Remuneration Report for the governing bodies to be adopted.
3. The Board of Directors proposes that the remuneration of the auditor be paid according to the reasonable invoice approved by the Board of Directors' Audit Committee.
4. The Board of Directors proposes that PricewaterhouseCoopers Oy, Authorised Public Accountants, be re-elected as the company's auditor for a term that will continue until the end of the next Annual General Meeting. PricewaterhouseCoopers Oy has announced that the auditor-in-charge would be Martin Grandell, the Authorised Public Accountant.

The Board of Directors notes that its recommendation is free from influence by a third party, and the The Board of Directors is not subject to compliance with any such clauses of the kind

referred to in Article 16(6) of the EU Audit Regulation (No 537/2014) that would restrict the Annual General Meeting's decision-making relating to the election of auditor.

5. The Board of Directors proposes that the Board of Directors be authorised to resolve on one or more issuances of shares, including the right to issue new shares in the Company or to transfer the Company's treasury shares. The authorisation would cover up to a total of 1,500,000 shares, corresponding to approximately 6.2 per cent of the Company's registered total number of shares at the time of the proposal.

The Board of Directors would also be authorised to resolve on the issuance of shares in deviation from the shareholders' pre-emptive rights (directed issue) if there would be a weighty financial reason for such issuance. The authorisation could be used for material arrangements from the Company's point of view, such as financing or carrying out business arrangements or investments or for other such purposes determined by the Board of Directors.

The Board of Directors would be authorised to resolve on all other terms and conditions of the issuance of shares, including the payment period, grounds for the determination of the subscription price and subscription price or issuance of shares without consideration or that the subscription price may be paid besides in cash also by other assets either partially or entirely.

The authorisation is proposed to be effective for 18 months from the close of the Annual General Meeting i.e. until 28 September 2023. If this authorisation is approved, it will revoke the share issuance authorisation granted to the Board of Directors by the Annual General Meeting on 29 March 2021.

6. The Board of Directors proposes that the Board of Directors be authorised to decide, in one or several instalments, on the repurchase of maximum of 1,500,000 of the Company's own shares. The proposed maximum number of shares corresponds to approximately 6.2 per cent of the Company's registered total number of shares at the time of the proposal.

The shares would be repurchased using the Company's invested unrestricted shareholders' equity, and thus, the repurchases will reduce funds available for distribution. The shares could be repurchased for developing the Company's capital structure, for financing or carrying out potential corporate acquisitions or other business arrangements, to be used as a part of the Company's remuneration or incentive plan or to be otherwise transferred further, retained by the Company as treasury shares, or cancelled, for example.

In accordance with the resolution of the Board of Directors, the shares may be repurchased either through an offer to all shareholders on equal terms or through other means and otherwise than in proportion to the existing shareholdings of the Company as directed repurchases, if the Board of Directors deems that there are weighty financial reasons for such directed repurchase.

The purchase price per share shall be the market price of the shares quoted on the trading venues where the Company's shares are traded or at the price otherwise established on the market at the time of the repurchase.

The Board of Directors shall resolve on all other matters related to the repurchase of the Company's own shares, including on how shares will be repurchased. Among other means, derivatives may be used in acquiring the shares. The authorisation is proposed to be effective for 18 months from the close of the Annual General Meeting i.e. until 28 September 2023. If this authorisation is accepted, it shall cancel the authorisation to repurchase the Company's shares granted to the Board of Directors by the Annual General Meeting on 29 March 2021.

Helsinki, 11 February 2022

ENENTO GROUP PLC
Board of Directors