

## **Proposal of the Shareholders Nomination Board to the Annual General Meeting 2024 concerning the amendment of the Rules of Procedure of the Company's Shareholders' Nomination Board**

The Nomination Board proposes to the Annual General Meeting on 19 March 2024 that the Rules of Procedure of the Company's Nomination Board be amended:

The Rules of Procedure of the Nomination Board is proposed to be amended so that the Chairman of the Board of Directors shall annually arrange a meeting to which the Chairman invites the Company's twenty largest shareholders, by votes, registered by the 30th of April of the year (previously 31st of August) preceding the Annual General Meetings as shareholders in the Company's shareholders register maintained by Euroclear Finland Ltd.

Additionally it is proposed to amend the Rules of Procedure so that if a shareholder who is liable to report specific changes in ownership, presents a written request concerning the matter to the Company's Board of Directors no later than by the 30th of April of the year (previously 31st of August) preceding the Annual General Meeting, any holdings of the shareholder that have been recorded in numerous funds or registers shall be added up when calculating the total votes of the shareholder and/or entity and/or foundation controlled by such shareholder. A holder of nominee registered shares is taken into account when determining the twenty largest shareholders if a holder of nominee registered shares presents a written request concerning the matter to the Company's Board of Directors no later than by the 30th of April of the year (previously 31st of August) preceding the Annual General Meeting.

Further, the Rules of Procedure of the Nomination Board is proposed to be amended so that the Nomination Board shall consist of 4-6 (previously five) members appointed by the shareholders and so that the Chairman of the Board of Directors participates in the work of the Nomination Board as an expert, but is not a member of the Nomination Board (previously an expert member).

In addition, certain technical amendments are proposed to be made to the Rules of Procedure of the Nomination Board.

The Rules of Procedure in the proposed amended form is available on the Company's website at [www.oriola.com](http://www.oriola.com).