

## **Organisational Document of the Annual General Meeting 2024**

This document includes the information and proposals concerning the formal organisational matters in agenda items 1 to 5 of the Annual General Meeting of Oriola Corporation (“**Oriola**” or the “**Company**”) to be held on 19 March 2024.

This document constitutes a part of the notice to the Annual General Meeting and has been published on Oriola’s website at [www.oriola.com](http://www.oriola.com) on 16 February 2024. The document will be supplemented in the Annual General Meeting as needed with such information that has not been available before the Annual General Meeting. Shareholders present at the Annual General Meeting are entitled to speak on the items during the respective agenda item.

### **1. Opening of the Annual General Meeting**

The Chairman of the Board of Directors, Heikki Westerlund, will open the Annual General Meeting. Should Heikki Westerlund be prevented due to a weighty reason from opening the meeting, another member of the Board of Directors of the Company will open the Annual General Meeting.

### **2. Calling the Annual General Meeting to order**

#### **Chair and secretary**

Attorney-at-law Mikko Heinonen will act as Chair of the Annual General Meeting. Should Mikko Heinonen be prevented due to a weighty reason from acting as Chair, the person opening the Annual General Meeting will propose the person deemed most suitable to act as Chair of the Annual General Meeting.

Petter Sandström, General Counsel of the Company will act as the secretary of the Annual General Meeting. Should Petter Sandström be prevented due to a weighty reason from acting as secretary, the Chair of the Annual General Meeting will propose the person deemed most suitable to act as secretary of the Annual General Meeting.

#### **Procedural matters**

##### Language of the meeting

The meeting will be conducted in Finnish. However, the President and CEO’s review will be held in English and it can be followed in Finnish through simultaneous translation. Headphones will be available at the entrance.

##### Right to speak

A person participating in the meeting at the meeting venue and holding a voting ticket has the right to speak at the meeting. Those exercising their right to speak are asked to state their name, the name of the shareholder they may represent, and the number of the respective voting ticket, and to use the microphone in front of them. The microphone must be turned on before speaking.

##### Following the meeting via webcast

It is possible to follow the meeting online via webcast. It is not possible to ask questions, make proposals, speak or vote at the meeting via the webcast. Shareholders following the meeting via webcast are requested to note that following the meeting via webcast does not constitute participation in the Annual General Meeting within the meaning of the Companies Act, nor does it enable the exercise of shareholder rights at the Annual General Meeting and shareholders following the webcast may exercise their voting rights by voting in advance on the items on the agenda. Instructions on following the webcast will be available on the Company’s website at [www.oriola.com](http://www.oriola.com).

### Mobile phones; video recording and photography

Participants are requested to keep their mobile phones on silent mode during the meeting. Photographing and videotaping the meeting is prohibited. The meeting will be recorded, and the Company may take photographs at the meeting venue. The Company will use the recording and photographs for its own purposes.

### Meeting venue and exiting

The meeting venue is the Celsius Auditorium of Hanasaari. Shareholders leaving the meeting venue after the opening of the meeting are requested to return their voting tickets to the Annual General Meeting personnel.

### Agenda

The agenda of the items pertaining to the meeting is included in the notice of the Annual General Meeting which is available on the Company's website and available to the participants of the Annual General Meeting at the meeting venue. Unless otherwise announced by the Chair of the Annual General Meeting, the items will be addressed in the order set out in the agenda.

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

One person to scrutinise the minutes and two persons to supervise the counting of votes will be elected at the meeting.

It is proposed to the Annual General Meeting that Karoliina Stadigh be elected to scrutinise the minutes, and Roope Sevón and Timo Leinonen to supervise the counting of votes. If any of the aforementioned persons are unavailable, the Chair of the Annual General Meeting will propose another person to replace them.

The minutes of the Annual General Meeting will be available on the Company's website as of 2 April 2024 at the latest.

### **4. Recording the legality of the meeting**

According to Article 12 of the Articles of Association the notice convening the Annual General Meeting shall be published on the Company's website or in one daily newspaper of the capital region no earlier than two months and no later than twenty-one days before the Annual General Meeting. The notice shall be delivered, however, at least nine days before the record date of the Annual General Meeting.

The notice has been published on the Company's website and as a stock exchange release on 16 February 2024. In addition, the notice will be published in the Helsingin Sanomat newspaper on 19 February 2024.

The notice is available on the Company's website at [www.oriola.com](http://www.oriola.com) and a printed copy of the notice is available for viewing at the meeting. The shareholders' register of the Company is also available for inspection at the Annual General Meeting.

It is noted that the proposals to the Annual General Meeting, the financial statements and all other documents and information required under the Companies Act and the Securities Markets Act have been available to shareholders on the Company's website for the period required under the Companies Act prior to the Annual General Meeting. These documents are also available for inspection at the meeting. The documents will not be printed separately for distribution to all shareholders at the General Meeting for environmental reasons, among other.

It is noted that the Annual General Meeting has been convened in accordance with the Articles of Association and in compliance with the provisions of the Companies Act, and that it has therefore been duly convened and constitutes a quorum. The notice will be appended to the minutes of the meeting.

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

## **Articles of Association and registering for the meeting**

According to Article 11 of the Articles of Association, to be able to participate in a General Meeting, a shareholder must notify the company of his/her intention to participate in the General Meeting no later than on the last day for registration mentioned in the notice of meeting which can be, at the earliest, ten days before the General Meeting. Since the shares of the company have become part of the Book Entry System of Securities, the statements of the Companies Act concerning the right to participate in such a company's General Meeting must also be taken into consideration. At the General Meetings, each Series A share carries twenty votes and each Series B share one vote. A shareholder may not cast more than 1/20 of the total number of votes of the different-class shares represented at the General Meeting.

Shareholders who have duly registered for the Annual General Meeting before the end of the registration period and who have the right to participate in the Annual General Meeting pursuant to chapter 5, sections 6 and 6a of the Companies Act and who have either voted in advance during the advance voting period or who attend the Annual General Meeting at the meeting venue will be deemed shareholders participating in the meeting.

## **Information on the list of votes**

A list of all represented shareholders, their possible assistants and proxy representatives will be comprised at the Annual General Meeting, including information on the number of shares and votes said persons hold (list of votes). At the beginning of the meeting, the Chair of the Annual General Meeting will state the number of shareholders present or represented at the Annual General Meeting and the respective number of shares and votes represented at the meeting. Additionally, the Chair of the Annual General Meeting will state information on the presence of the members of the Board of Directors of the Company, the proposed members to the Board of Directors, the President and CEO and the auditor of the Company at the meeting.

A summary of the list of votes is available with the Chair of the Annual General Meeting and will be appended to the minutes of the meeting. The list of votes will be adopted to correspond to the situation at the beginning of each possible vote.

## **Information on the advance voting and voting instructions provided by holders of nominee-registered shares**

Shareholders may vote in advance on certain items on the agenda of the Annual General Meeting from 19 February 2024 at 10:00 a.m. (EET) until 14 March 2024 at 10:00 a.m. (EET). An agenda item subject to advance voting is considered to have been presented unchanged to the Annual General Meeting in accordance with the Companies Act. The Company and the Chair of the Annual General Meeting will have a list of the advance votes and possible voting instructions provided by holders of nominee-registered shares, a summary of which will be appended to the minutes of the meeting.

If voting is not carried out on an agenda item, the opposing, and in agenda items requiring qualified majority also the abstention votes cast in advance, as well as the voting instructions, if any, will be recorded to the minutes. To the extent opposing votes have been cast without presenting a counterproposal in items which cannot be effectively opposed without a counterproposal, such votes will not technically be considered as opposing votes in a vote and will not be recorded in to the minutes.

Espoo, 16 February 2024

Oriola Corporation  
Board of Directors