



Resolutions of Loihde Plc's Annual General Meeting and the organisational meeting of the Board of Directors

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Loihde Plc Company announcement 8 May 2025 at 4:15 p.m. EEST

Resolutions of Loihde Plc's Annual General Meeting and the organisational meeting of the Board of Directors

Loihde Plc's Annual General Meeting (AGM) was held in Seinäjoki today, on 8 May 2025. The AGM adopted the financial statements for 2024 and discharged the members of the Board of Directors and the CEO from liability for the financial year 2024.

Payment of dividend

The AGM decided to pay a dividend of EUR 0.75 per share for the financial year that ended on 31 December 2024. The dividend will be paid to shareholders who on the dividend record date 12 May 2025 are registered in the company's shareholder register held by Euroclear Finland Oy. The dividend will be paid on 19 May 2025.

In addition to this, the AGM authorised the Board of Directors to decide on the distribution of a potential additional dividend in one or more instalments in such a way that the total amount of the additional dividend to be distributed does not exceed EUR 0.75 per share. The authorisation would be valid until 31 December 2025. The company will publish such a decision of the Board of Directors separately and will at the same time confirm the final record and payment dates.

Remuneration Policy and Report

The AGM adopted the Remuneration Policy and the Remuneration Report for 2024.

Composition and remuneration of the Board of Directors

The AGM confirmed the number of Board members as seven, re-elected the current Board members Marko Kauppi, Juha Murtopuro, Jari Niska, Anni Ronkainen, Matti Vikkula, and Christian Wetterstrand and elected Tuulia Holkkola as a new Board member. Marko Kauppi was re-elected Chair of the Board and Jari Niska Vice-Chair.

The AGM decided that the Chair of the Board shall be paid an annual fee of EUR 55,000, the Vice-Chair an annual fee of EUR 40,000 and the members an annual fee of EUR 27,400. Also, the AGM decided that the Chair of a committee shall be paid an annual fee of EUR 7,000 and the members an annual fee of EUR 3,500. The AGM also decided that the travel expenses of the members of the Board of Directors will be reimbursed in accordance with the company's travel rules.

Auditor

The audit firm Ernst & Young Oy was elected as the company's auditor, and they have informed the company that the auditor with principal responsibility will be Maria Onniselkä, auditor approved by the Finnish Central Chamber of Commerce. The auditor's fee is paid in accordance with a reasonable invoice approved by the company.

Authorisation to decide on the acquisition of own shares

The AGM authorised the Board of Directors to decide on a share buyback programme, where at most 350,000 of the company's shares would be acquired, in one or more instalments, using the company's unrestricted equity. The authorisation entitles the Board of Directors to decide on the acquisition of shares also otherwise than in proportion to the shareholdings of the shareholders (directed acquisition). The authorisation covers the acquisition of shares either on the Nasdaq First North Growth Market Finland in accordance with its rules and guidelines, in which case the purchase price will be determined by the share price at the time of acquisition, or by means of a purchase offer to the shareholders, in which case the purchase price must be the same for all shareholders.

The company's own shares will be purchased to be used for conducting acquisitions or other arrangements related to the company's business, to improve the company's financing structure, as part of the implementation of the company's incentive schemes or to be transferred or cancelled. The authorisation includes the right for the Board of Directors to decide

on all other terms and conditions pertaining to the acquisition of the company's own shares. The authorisation is valid until the end of the next AGM, but until 30 June 2026 at the latest.

Authorisation to decide on a share issue

The AGM decided to authorise the Board of Directors to decide on the share issue of a maximum of 570,000 shares in one or more tranches. The shares can be used for financing acquisitions or restructuring, or for other purposes in the way and to the extent decided by the Board of Directors, and as part of the personnel's incentive schemes, a maximum of 100,000 shares.

The authorisation concerns issuing new shares as well as transferring treasury shares held by the company (share issue). The authorisation entitles the Board of Directors to decide on all other terms and conditions of the share issue. The Board of Directors may decide to issue shares otherwise than in proportion to the shareholdings of the shareholders (directed share issue).

The share issue authorisation is valid until the end of the next AGM, but until 30 June 2026 at the latest. The authorisation revokes the previous authorisations granted by the AGM to the Board of Directors.

Minutes of the AGM

The minutes of the AGM will be available in Finnish on the company's website by 22 May 2025 at the latest.

Resolutions of the organisational meeting of the Board of Directors

At the organisational meeting after the AGM, the Board of Directors elected committee members.

The Audit Committee consists of Matti Vikkula (Chair), Marko Kauppi and Christian Wetterstrand.

The Personnel Committee consists of Anni Ronkainen (Chair), Tuulia Holkkola, Juha Murtopuro and Jari Niska.

The Board of Directors noted that all members of the Board are independent of the company and its major shareholders. The company complies with the Finnish Corporate Governance Code for listed companies when defining the independence of the members of the Board of Directors.

Further information

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Loihde enables business continuity. We help our customers to gain a sustainable competitive edge through data, AI and digitalisation, to harness the potential of the cloud and to protect themselves against both physical and cyber threats. The combining of these skills is what makes Loihde a unique and comprehensive partner. We are approximately 800 skilled professionals, and our revenue in 2024 amounted to EUR 140 million.

Attachments

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