

# Remuneration Report of Suominen Corporation

## Remuneration Policy at a glance

According to the Remuneration Policy (the “Remuneration Policy” or “Policy”) for Governing Bodies of Suominen Corporation (“Suominen” or the “Company”) approved by the Annual General Meeting (the “AGM”) on April 25, 2025, Suominen’s aim is to offer a framework for remuneration that incentivizes the pursuit of the Company’s long-term financial performance and shareholder value creation.

The General Meeting determines the remuneration of the Board of Directors (the “Board”). The Shareholders’ Nomination Board prepares the proposal for the General Meeting.

The President & CEO’s (the “CEO”) remuneration consists of a fixed base salary (including fringe benefits) and variable incentives. Variable incentives can be short-term, such as cash bonuses, or long-term, such as share-based incentive plans. Share-based incentive plans can be used for rewarding performance and/or for retention purposes.

The aim of the Board is that variable remuneration shall form a significant portion of the annual remuneration opportunity at the target level granted to the CEO. On average, variable incentives shall at target level be equal to the CEO’s fixed annual salary. If performance exceeds the Board’s expectations, the variable incentives shall exceed the fixed annual salary.

The Board may deviate from the Policy in certain exceptional situations. To read the full Policy, please visit our website: [www.suominen.fi](http://www.suominen.fi).

## 2025 CEO remuneration at a glance

**Tommi Björnman** served as the Company’s CEO until June 30, 2025. **Janne Silonsaari** was first nominated as interim CEO from June 30 and served until August 10, 2025. **Charles Héaulmé** was appointed as President & CEO on August 11, 2025.

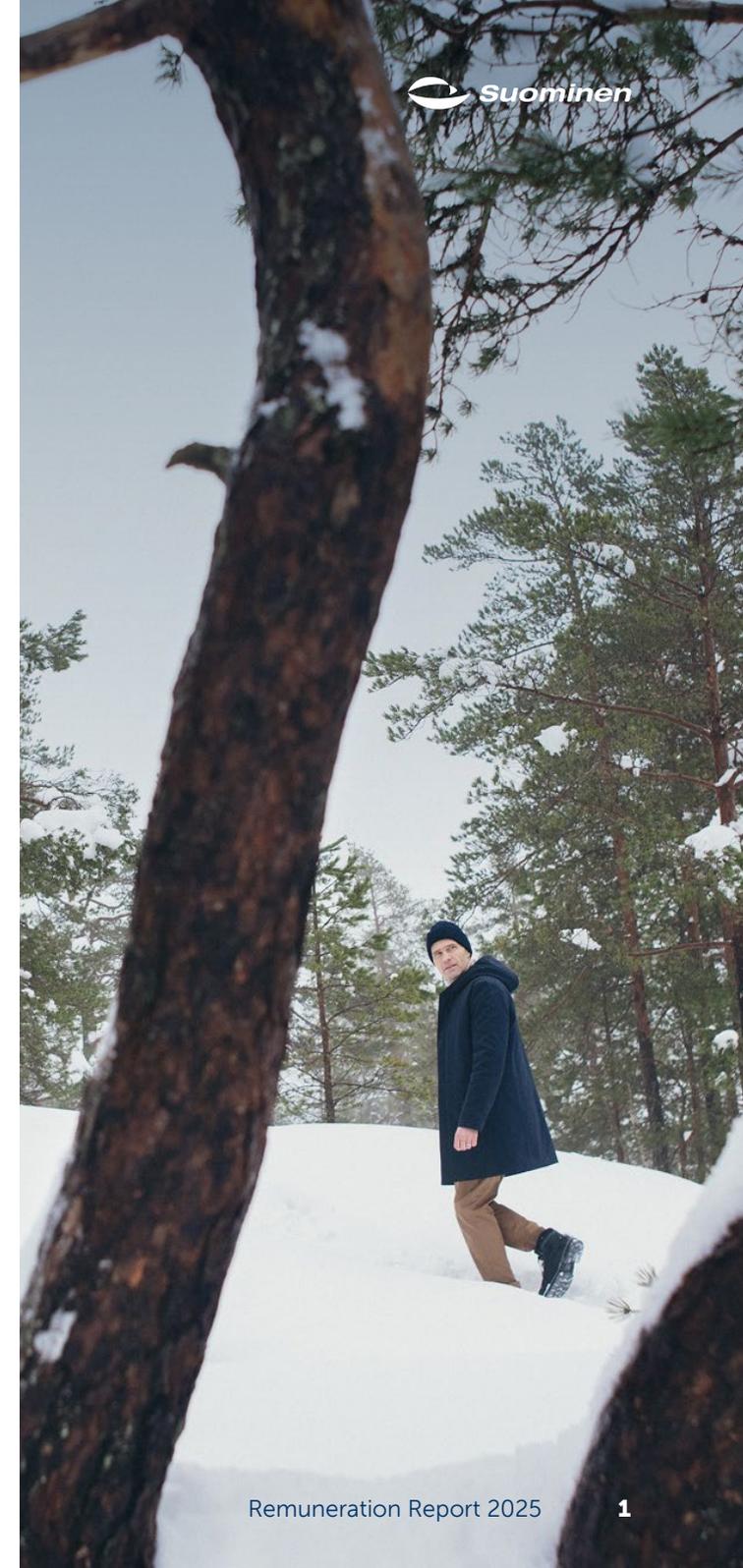
Total remuneration paid to the CEO may include base salary, benefits, supplementary pension

contributions, and incentives according to the applicable plans. Each CEO’s remuneration reflects their position and the period in the CEO role.

In 2025, the remuneration paid to Tommi Björnman included fixed base salary and benefits, supplementary pension contributions, the outcome of the Global STI Plan for 2024 payable in 2025, and a reward from the Matching Restricted Share Plan (“MRSP”). No other long-term incentive (LTI) payments were made in 2025.

The remuneration earned by Janne Silonsaari during his interim CEO assignment consisted of fixed salary and benefits only. Potential payments for short-term incentives during 2025 were based on his primary position as CFO.

The remuneration paid to Charles Héaulmé for the period from August 11 onwards consisted of fixed base salary, benefits, and supplementary voluntary pension contributions. Going forward, he is eligible to participate in the Company’s ongoing short- and long-term incentive plans in accordance with the plan terms, with any potential payments made on a pro-rated basis. As of 2026, the CEO is also entitled to participate in the Annual Shares Contribution plan.



# 1. Introduction

This Remuneration Report (the “Report”) is based on the Finnish Corporate Governance Code 2020 of the Securities Market Association and provides the details of the remuneration paid to members of the Board and the CEO. The Board’s Personnel and Remuneration Committee (the “PRC”) has reviewed the Report, and it has been approved by the Board on January 28, 2026. This Report provides information on the remuneration paid during the financial year 2025. For updated information on the Board and executive remuneration, please visit our website: [www.suominen.fi](http://www.suominen.fi).

## 1.1 Remuneration at Suominen

The aim of Suominen’s Remuneration Policy is to offer a framework for remuneration that incentivizes the pursuit of the Company’s long-term financial performance and shareholder value creation. The Policy provides the Company with the principles for offering remuneration that attracts, motivates, and retains the best possible management and Board members who drive Suominen’s performance and strategy in alignment with essential stakeholder interests. The Policy’s goal is to ensure that the philosophy of paying for performance is applied to Suominen’s remuneration.

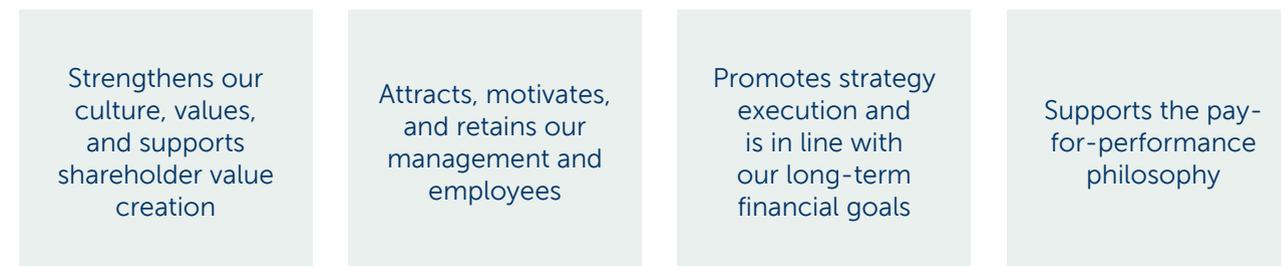
The Policy has the following guiding principles:

- Total remuneration opportunity shall be competitive enough in relation to the market.
- Performance-based incentives form a significant part of the CEO’s total target remuneration in order to emphasize a strong pay-for-performance alignment.
- The majority of the performance-based incentives emphasize long-term, rather than short-term, performance and have a direct link to shareholder value.
- A share ownership requirement is set for the CEO in order to ensure balanced risk taking.

According to the Policy, Suominen aims to offer the CEO a remuneration structure that incentivizes the achievement of Suominen’s strategic targets and long-term shareholder value creation. Suominen utilizes both short-term and long-term performance-based incentives for which the Board annually selects appropriate performance metrics that steer the implementation of Suominen’s strategy and the achievement of sustainable financial results in a competitive market.

The Policy is aligned with the remuneration principles applied to all Suominen employees. The remuneration shall be fair and reflect the competencies required to fulfill the requirements

## SUOMINEN REMUNERATION



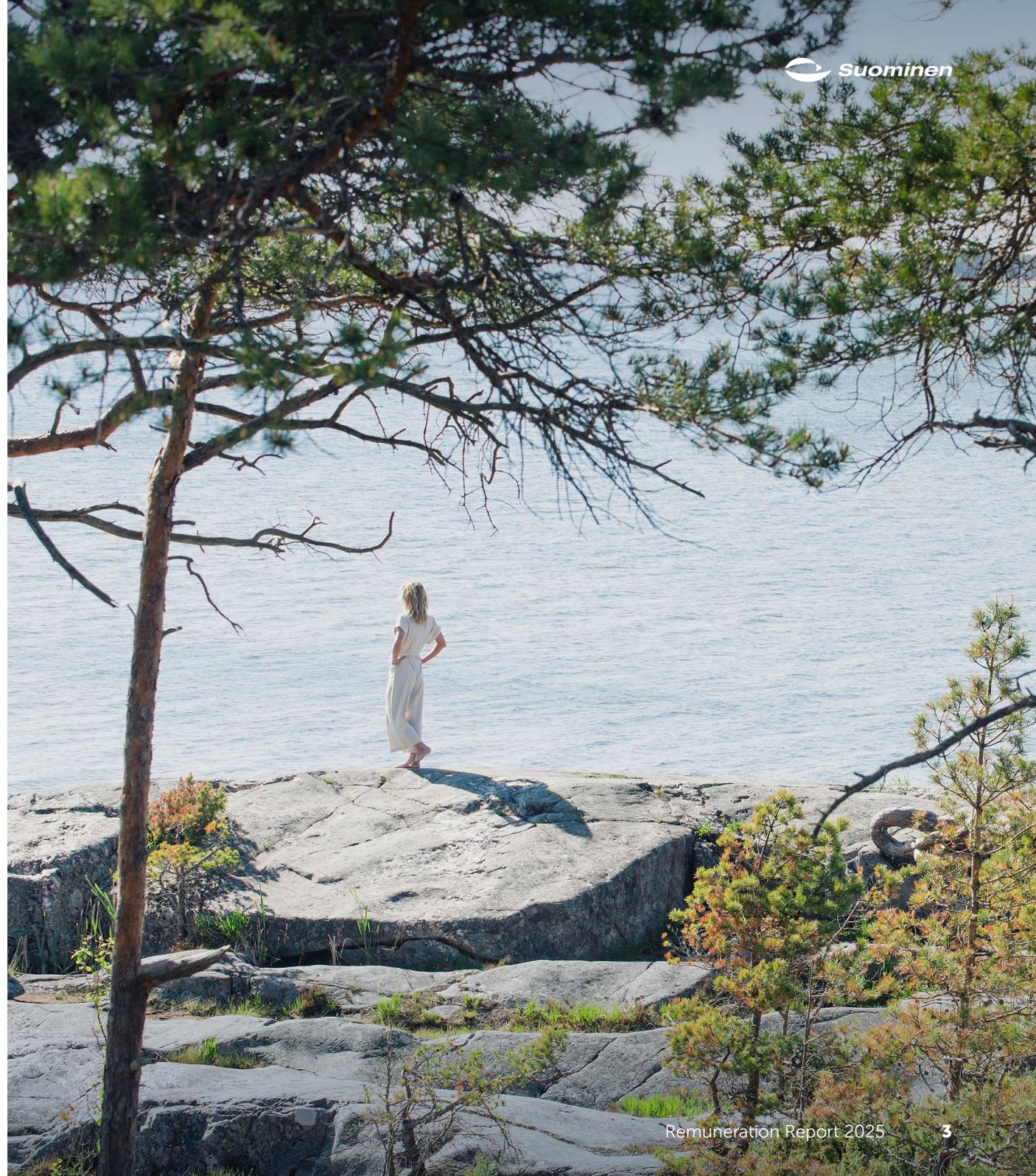
of each position. Pay-for-performance philosophy is widely followed in Suominen, and many of the performance metrics in the CEO’s incentive plans are concurrently used in employees’ incentive plans. However, a more significant portion of the CEO’s total compensation is tied to performance-based incentives, as the Company aims to ensure a strong link between executive remuneration and the Company’s performance.

## 1.2 Pay-for-performance during the preceding five years

This section presents a comparison between the remuneration of the CEO and the Board, the average employee remuneration and the Company performance for the financial years 2021 to 2025.

During the last five years, remuneration for the CEO and our employees (on average) has been partly well aligned with the Company's performance. When interpreting the figures in the table below, it is good to note the following:

1. For the CEO, the figures represent remuneration paid during that financial year, and a portion of such remuneration may have been earned during the previous year or years.
2. Employee pay figures, however, are accrual-based figures from financial statements, meaning that some of the wages and salaries (for example bonuses) have been earned, but not paid during that year.
3. The average employee pay fluctuates in accordance with the Company's performance, but to a lesser degree than executive pay, as a smaller portion of total remuneration consists of variable remuneration.
4. The Board members do not participate in any incentive schemes, and correspondingly the Board remuneration has remained rather stable with occasional increases to annual and meeting fees. Variation mainly occurs due to a different number of Board and Committee meetings during the year.



## Remuneration development and company performance 2021–2025

|   | 2021  | 2022    | 2023  | 2024  | 2025  |
|---|-------|---------|-------|-------|-------|
| CEO (Charles Héaulmé, as of August 11, 2025) total remuneration <sup>1</sup> (EUR thousand)                           |       |         |       |       | 258.2 |
| Interim CEO (Janne Silonsaari, from June 30 to August 10, 2025) fixed remuneration <sup>2</sup> (EUR thousand)**      |       |         |       |       | 26.0  |
| CEO (Tommi Björnman, until June 30, 2025) total remuneration <sup>1</sup> (EUR thousand)                              |       |         | 385.2 | 604.2 | 610.3 |
| Interim CEO (Klaus Korhonen, from November 30, 2022 to March 31, 2023) fixed remuneration <sup>2</sup> (EUR thousand) |       | 20.4    | 62.4  |       |       |
| Previous CEO (Petri Helsky) total remuneration <sup>3</sup> (EUR thousand)  | 957.9 | 1,118.9 |       |       |       |
| Index <sup>4</sup>  | 100%  | 119%    | 47%   | 63%   | 93%   |
| Employee pay (average) <sup>5</sup> (EUR thousand)  | 53.4  | 58.9    | 63.9  | 66.9  | 64.6  |
| Index <sup>4</sup>  | 100%  | 110%    | 120%  | 125%  | 108%  |
| Total Board remuneration <sup>6</sup> (EUR thousand)  | 258.4 | 285.0   | 289.0 | 332.0 | 387.5 |
| Index <sup>4</sup>  | 100%  | 110%    | 112%  | 128%  | 150%  |
| Charles Héaulmé   |       |         |       | 81.0  | 84.5  |
| Jaakko Eskola   | 69.9  | 75.0    | 76.0  | 0.5   |       |
| Andreas Ahlström  | 35.7  | 39.0    | 38.5  | 56.0  | 58.5  |
| Björn Borgman   | 35.4  | 39.5    | 41.5  | 44.0  | 47.0  |
| Gail Ciccione   |       |         |       |       | 45.0  |
| Majja Joutsenkoski  |       |         |       |       | 43.5  |
| Nina Linander   | 46.8  | 52.5    | 52.5  | 56.6  | 59.0  |
| Aaron Barsness  |       | 40.0    | 42.0  | 49.5  | 3.5   |
| Laura Remes   |       |         | 37.0  | 44.5  | 46.5  |
| Laura Raitio  | 35.7  | 39.0    | 1.5   |       |       |
| Sari Pajari-Sederholm   | 34.9  |         |       |       |       |

|  | 2021 | 2022 | 2023  | 2024 | 2025 |
|--|------|------|-------|------|------|
| 3-year TSR <sup>7</sup> (%)                | 126% | 41%  | -35%  | -45% | -31% |
| Share price development <sup>8</sup> (EUR) | 4.82 | 2.86 | 2.70  | 2.38 | 1.72 |
| Index <sup>4</sup>                         | 98%  | 58%  | 55%   | 49%  | 35%  |
| Comparable EBITDA (EUR million)            | 47.0 | 15.3 | 15.8* | 17.0 | 12.6 |
| Index <sup>4</sup>                         | 77%  | 25%  | 26%   | 28%  | 21%  |

<sup>1</sup> CEO total remuneration includes all payments made to the CEO during the stated period (excluding voluntary pension contributions).

<sup>2</sup> Interim CEO remuneration refers to payments made to individuals serving as interim CEO during the stated period.

<sup>3</sup> Previous CEO Petri Helsky's remuneration in 2019–2022 includes all payments made to the CEO during the period he acted as the CEO.

<sup>4</sup> First year (2021) in the time-series set at 100%.

<sup>5</sup> Employee pay is the wages and salaries of our personnel from the financial statements divided by the average number of employees.

<sup>6</sup> Total Board remuneration includes all payments made to the Board during the financial year.

<sup>7</sup> Total Shareholder Return (share price increase plus dividend yield) is calculated based on the 3-month closing average prior to the end of the financial year. For example, the 3-year TSR for 2025 is calculated as (Q4/2025 average share price - Q4/2022 average share price) ÷ Q4/2022 average share price + (paid dividends in 2023, 2024 and 2025) ÷ Q4/2022 average share price.

<sup>8</sup> Share price development is calculated based on 3-month closing average prior to the end of the financial year.

\* In the Remuneration Report in year 2023, the Comparable EBITDA has been reported as 15.9. The correct amount is 15.8.

\*\* Based on Tommi Björnman's termination agreement, he will receive additional compensation in January 2026 corresponding to 12 months' salary, totaling 462,000 euros.

### 1.3 Information on the previous vote for the Remuneration Report and any deviations or clawbacks made

At the AGM on April 25, 2025, 94.4% of the votes cast were in favor of the Remuneration Report 2024. The PRC and the Board have considered the feedback provided by the shareholders at the AGM.

During 2025, Suominen did not exercise any rights to reclaim (clawback) or cancel (malus) any paid or unpaid incentives. Also, there was no need to deviate from the Remuneration Policy during 2025.

## 2. Remuneration of the Board of Directors for the preceding financial year

As stated in the Remuneration Policy, the General Meeting determines the remuneration paid to the members of the Board in advance, for one year at a time. Shareholders' Nomination Board prepares

independently a proposal on the remuneration of the Board to be presented for the General Meeting.

The basis for determination of the Board remuneration is to ensure that the remuneration is competitive in relation to the market and that the remuneration reflects the competencies and efforts required from the members of the Board to fulfill their duties.

Suominen's AGM held on April 25, 2025, resolved that the annual remuneration payable to the members of the Board remains unchanged. The current remuneration is as follows:

- The Chair is paid an annual fee of EUR 74,000.
- The Deputy Chair is paid an annual fee of EUR 45,000.
- Other Board members are paid an annual fee of EUR 35,000.
- The Chair of the Audit Committee is paid an additional fee of EUR 10,000.
- Further, the members of the Board receive a fee for each Board and Committee meeting as follows:
  - EUR 500 for each meeting held in the home country of the respective member
  - EUR 1,000 for each meeting held elsewhere than in the home country of the respective member
  - EUR 500 for each meeting attended by telephone or other electronic means.

75% of the annual fee was paid in cash and 25% in Suominen's shares. The shares were transferred out of the own shares held by the Company by the decision of the Board on May 12, 2025.

Members of the Board are not employees of Suominen and do not participate in any Suominen incentive scheme or pension arrangement, except

for Charles Héaulmé, who became the CEO as of August 11, 2025. In accordance with the pension laws in Sweden, the fees paid to the Swedish members of the Board are subject to employment pension contributions. All payments to the members of the Board during 2025 have been in compliance with the Remuneration Policy. In 2025, the following fees were paid to the members of the Board:

#### Remuneration of the Board of Directors in 2025

|   |              | Annual remuneration paid in cash (EUR) | Value of the annual remuneration paid in shares (EUR) | Annual remuneration paid in shares (no. of shares) | Meeting fees (EUR) | Total (EUR) |
|---|--------------|--|---|--|--------------------|-------------|
| Charles Héaulmé                           | Chair        | 55,501.63                              | 18,498.37   | 8,767  | 10,500             | 84,500      |
| Andreas Ahlström                          | Deputy Chair | 33,751.59                              | 11,248.41   | 5,331  | 13,500             | 58,500      |
| Aaron Barsness (until April 25, 2025)     | Member       |  |   |  | 3,500              | 3,500       |
| Björn Borgman                             | Member       | 26,251.94                              | 8,748.06  | 4,146  | 12,000             | 47,000      |
| Maija Joutsenkoski (as of April 25, 2025) | Member       | 26,251.94                              | 8,748.06  | 4,146  | 8,500              | 43,500      |
| Gail Ciccione (as of April 25, 2025)      | Member       | 26,251.94                              | 8,748.06  | 4,146  | 10,000             | 45,000      |
| Nina Linander*                            | Member       | 33,751.59                              | 11,248.41   | 5,331  | 14,000             | 59,000      |
| Laura Remes                               | Member       | 26,251.94                              | 8,748.06  | 4,146  | 11,500             | 46,500      |

\* Chair of the Audit Committee; including an additional fee of EUR 10,000.

Remuneration of the members of the Board of Directors, including the value of the remuneration paid in Suominen shares, totaled EUR 387,500 in 2025.

Additionally, compensation for expenses has been paid in accordance with the Company's travel policy.

### 3. Remuneration of the President & CEO for the preceding financial year

In 2025, the Company’s CEO position was held by three individuals. Tommi Björnman served as the Company’s CEO until June 30, 2025. Janne Silonsaari acted as interim CEO from June 30 to August 10, 2025. Charles Héaulmé was appointed President & CEO as of August 11, 2025. The remuneration presented below reflects payments made or due for the period each individual served as CEO.

#### Tommi Björnman until June 30, 2025

Tommi Björnman acted as the Company’s CEO until June 30, 2025. In 2025, CEO Tommi Björnman’s total remuneration was EUR 665,297, consisting of fixed base salary and benefits of EUR 501,858, a cash bonus from the Global STI Plan 2024 of EUR 67,870, and a reward from the Matching Restricted Share Plan (“MRSP”) (earning period 1 June 2024–1 June 2025) of EUR 40,604. Apart from the Matching Restricted Share Plan (“MRSP”), no other LTI payments were received in 2025. Supplementary voluntary pension contributions amounted to EUR 54,965.

#### Janne Silonsaari June 30 to August 10, 2025

Janne Silonsaari acted as interim CEO from June 30 to August 10, 2025. During the interim CEO period, he received a fixed base salary and benefits of EUR 26,032.

#### Charles Héaulmé as of 11 August 2025

Charles Héaulmé was appointed President & CEO as of August 11, 2025. His total remuneration for 2025 in the CEO role amounted to EUR 300,298. The total remuneration consisted of a fixed base salary (including car and housing allowance) and benefits (phone, life and health insurance) of EUR 258,182. Supplementary voluntary pension contributions amounted to EUR 42,116.

The President & CEO Charles Héaulmé is eligible to participate in Suominen’s short-term incentive plan and ongoing long-term incentive plans for the periods 2023–2025, 2024–2026 and 2025–2027, with any potential rewards paid on a pro-rated basis. He is also entitled to an Annual Shares Contribution as of 2026. In addition, he is eligible for a sign-in bonus of 200,000 company shares, to be delivered during Q3/2026, provided that the CEO service agreement remains in force at that time.

In 2025, Charles Héaulmé’s Global STI Plan 2025 was based on Group EBIT (earnings before interest and taxes, 50% weight), Operative Cash Flow (20% weight),

Raw Material Efficiency (10% weight), and personal targets (20% weight). The Board decided at its meeting on January 28, 2026 that no Global STI 2025 bonuses will be paid.

#### Short-term Incentive KPIs and level of achievement for the CEO

##### STI 2024 KPIs and achievement for the CEO<sup>1</sup>

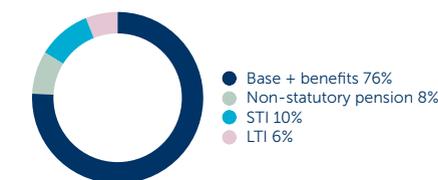
| KPI                                 | Weight      | Achievement                         |
|-------------------------------------|-------------|-------------------------------------|
| Group EBITDA                        | 50%         | Between threshold and target        |
| Group Contribution Margin (CM)      | 20%         | Between threshold and target        |
| Group Raw Material Efficiency (RME) | 10%         | Below threshold                     |
| Personal targets                    | 20%         | Between target and maximum          |
| <b>Total</b>                        | <b>100%</b> | <b>Between Threshold and Target</b> |

##### STI 2025 KPIs and achievement for the CEO

| KPI                                 | Weight      | Achievement                  |
|-------------------------------------|-------------|------------------------------|
| Group EBIT                          | 50%         | Below threshold              |
| Group Operative Cash Flow           | 20%         | Between threshold and target |
| Group Raw Material Efficiency (RME) | 10%         | Below threshold              |
| Personal targets                    | 20%         | Between threshold and target |
| <b>Total</b>                        | <b>100%</b> | <b>Below threshold</b>       |

<sup>1</sup> Paid in 2025.

#### Total CEO pay in 2025 in proportions



#### Company performance and CEO remuneration 2021–2025



CEO Tommi Björnman’s remuneration in 2025 is further described in the table below.

| Element                                     | Quantum   | Purpose, link to strategy and description from the remuneration policy  | Comment on compliance   |
|---|---|---|---|
| <b>Base salary + benefits</b>               | Paid in 2025:<br><br>Base salary (including holiday pay):<br>EUR 485,898<br><br>Benefits:<br>EUR 15,960 | The purpose is to provide fixed remuneration that is competitive with the external market and reflects the scale and complexity of the Company’s business. Base salary includes taxable fringe benefits, such as company car, lunch, and telephone. Base salary is determined based on a variety of factors, such as market level and the individual’s skills and experience. Base salary is typically reviewed annually. | Complies with the Policy: The CEO was eligible for benefits such as company car, health insurance, lunch, and telephone.  |
| <b>Supplementary pension arrangement</b>    | Paid in 2025:<br>EUR 54,965   | The purpose is to provide a competitive level of retirement income. The supplementary pension plan is a defined-contribution pension scheme. The pension allowance is determined based on the CEO’s annual base salary.   | Complies with the Policy: The CEO participated in a non-statutory defined-contribution pension plan. The Company’s contribution was 11.5% of the annual base salary in 2025. Pension starts at the age of 63. |
| <b>Cash bonus (short-term remuneration)</b> | Earned from financial year 2024 (Global STI 2024, paid in 2025):<br>EUR 67,870                          | The purpose is to steer towards and reward for the achievement of short-term financial and operational performance and to support the delivery of the business strategy. Performance is measured over one year and the cash bonus is paid after the year end. The cash bonus is paid in cash based on achieved one-year performance.  | Complies with the Policy: Maximum STI percentage in 2025 was 60% of the annual base salary (excluding holiday pay).   |

| Element  | Quantum   | Purpose, link to strategy and description from the remuneration policy   | Comment on compliance   |
|--|---|--|---|
| <p><b>Share-based incentive plans (long-term remuneration)</b></p> | <p>Earned from Matching Restricted Share Plan ("MRSP") June 1, 2024–June 1, 2025, paid in 2025: EUR 40,604</p> <p>With the exception of the Matching Restricted Share Plan ("MRSP"), no LTI was paid in 2025.</p> | <p>The purpose is to reward for the delivery of long-term shareholder value, to align the CEO's interests with those of the shareholders, and to increase the value of the Company by offering a share ownership-based reward structure. The CEO may have share-based incentive plans, which reward for the Company's performance, or which are used for retention purposes.</p> <p>Currently, Suominen's performance-based long-term incentive mechanism is a share-based plan, which offers the CEO the opportunity to earn a predetermined number of Suominen shares as a reward. Payment of the reward is dependent on the achievement of performance targets set by the Board and continued employment.</p> <p>The Board resolves the maximum number of shares that can be earned from the plan. Long-term incentive awards are denominated in a number of Suominen shares but paid in shares and cash intended to cover the taxes that incur from the receipt of shares.</p> | <p>Complies with the Policy: The CEO is eligible to participate in a Matching Restricted Share Plan ("MRSP"), the aim of which is to align the objectives of the shareholders and the CEO in order to increase the value of Suominen in the long-term, to retain the CEO at the Company, and to offer a competitive reward plan that is based on acquiring, receiving and accumulating the Company's shares.</p> <p>Under the plan, the CEO was expected to own or acquire up to 30,000 shares of the Company. The Company was to match the share investment by way of the CEO receiving, without consideration, up to 60,000 matching shares (gross, including also the proportion to be paid in cash).</p> <p>The plan included three vesting periods, June 1, 2023–June 1, 2024, June 1, 2024–June 1, 2025, and June 1, 2025–June 1, 2026. The potential reward was to be paid partly in shares and partly in cash in three equal installments after each vesting period, provided that the CEO's service in the Company was in force at the time of the reward payment. The second vesting period ended in June 2025, and in total 9,359 shares were transferred to the CEO. The plan was terminated at the end of June as Tommi Björnman's service in the Company ended.</p> <p>The CEO is eligible to participate in the Company's Performance Share Plan, which currently includes three 3-year performance periods, calendar years 2023–2025, 2024–2026, and 2025–2027. The CEO was a participant in the Company's Performance Share Plan, Performance Period 2023–2025. The potential reward of the plan is based on the Relative Total Shareholder Return (TSR). The potential reward for the CEO to be paid corresponds to the value of an approximate maximum total of 168,500 shares (gross) of the Company. The maximum total of shares includes also the proportion to be paid in cash. As a rule, no reward will be paid if a participant's employment or service ends before the reward payment.</p> |
| <p><b>Share ownership prerequisite</b></p>                         |   | <p>The CEO must hold 50% of the net number of shares granted under the long-term performance-based plan, until his or her shareholding in total corresponds to the value of his or her annual gross salary for the calendar year preceding the payment of the reward. Such number of shares must be held as long as his or her service in the Company continues.</p>   | <p>Complies with the Policy: The CEO has neither received nor sold any shares from any LTI plan.</p>  |

CEO Charles Héaulmé’s remuneration in 2025 is further described in the table below.

| Element                                     | Quantum  | Purpose, link to strategy and description from the remuneration policy   | Comment on compliance   |
|---|--|--|---|
| <b>Base salary + benefits</b>               | <p>Paid in 2025:</p> <p>Base salary (including holiday pay, car and housing allowances):<br/>EUR 254,429</p> <p>Other benefits (phone, life insurance, health insurance for the CEO and spouse):<br/>EUR 3,753</p> | <p>The purpose is to provide fixed remuneration that is competitive with the external market and reflects the scale and complexity of the Company’s business. Base salary includes taxable fringe benefits, such as company car, lunch, and telephone. Base salary is determined based on a variety of factors, such as market level and the individual’s skills and experience. Base salary is typically reviewed annually.</p>   | <p>Complies with the Policy: The CEO is eligible for benefits such as company car, health insurance, lunch, and telephone.</p>  |
| <b>Supplementary pension arrangement</b>    | <p>Paid in 2025:<br/>EUR 42,116</p>  | <p>The purpose is to provide a competitive level of retirement income. The supplementary pension plan is a defined-contribution pension scheme. The pension allowance is determined based on the CEO’s annual base salary.</p>   | <p>Complies with the Policy: The CEO is entitled to a supplementary pension insurance paid by the Company. The annual supplementary pension payment shall be 20% of the CEO’s annual fixed base salary.</p>                       |
| <b>Cash bonus (short-term remuneration)</b> | <p>No short-term remuneration (STI 2024) paid in 2025.</p> <p>No short-term remuneration (STI 2025) to be paid in 2026.</p>  | <p>The purpose is to steer towards and reward for the achievement of short-term financial and operational performance and to support the delivery of the business strategy. Performance is measured over one year and the cash bonus is paid after the year end. The cash bonus is paid in cash based on achieved one-year performance.</p>  | <p>Complies with the Policy: The CEO is eligible to participate in the Company’s short-term incentive plans according to the terms and conditions of the plan. The maximum STI opportunity is 150% of the annual base salary.</p> |
| <b>Sign-in bonus</b>                        | <p>The sign-in bonus will be paid during Q3/2026, provided that the agreement is still in force.</p>   | <p>The purpose of the sign-in bonus is to ensure successful recruitment and provide a competitive, market-aligned remuneration package for the CEO. The bonus is designed to align the CEO’s interests with those of shareholders from the beginning of the assignment and to support the CEO’s long-term commitment to Suominen. Under the terms of the CEO service agreement, the sign-in bonus is delivered in the form of Company shares and is conditional upon continued employment until the delivery date.</p> | <p>Complies with the Policy: The CEO is eligible for a sign-in bonus of 200,000 company shares, to be paid during Q3/2026, provided that the Agreement is still in force. Possible taxes shall be paid by the recipient.</p>      |

| Element  | Quantum   | Purpose, link to strategy and description from the remuneration policy   | Comment on compliance   |
|--|---|--|---|
| <p><b>Share-based incentive plans (long-term remuneration)</b></p> | <p>No long-term remuneration (LTI) in 2025.</p> | <p>The purpose is to reward for the delivery of long-term shareholder value, to align the CEO's interests with those of the shareholders, and to increase the value of the Company by offering a share ownership-based reward structure. The CEO may have share-based incentive plans, which reward for the Company's performance, or which are used for retention purposes.</p> <p>Currently, Suominen's performance-based long-term incentive mechanism is a share-based plan, which offers the CEO the opportunity to earn a predetermined number of Suominen shares as a reward. Payment of the reward is dependent on the achievement of performance targets set by the Board and continued employment.</p> <p>The Board resolves the maximum number of shares that can be earned from the plan. Long-term incentive awards are denominated in a number of Suominen shares but paid in shares and cash intended to cover the taxes that incur from the receipt of shares.</p> | <p>Complies with the Policy:<br/>The CEO is eligible to participate in the company's ongoing long-term incentive plans for the periods 2023–2025, 2024–2026 and 2025–2027. The potential payment under incentive plans shall be pro-rated.</p> <ul style="list-style-type: none"> <li>- The maximum earning opportunity for the LTI Performance Period 2023–2025 equals 51,872 shares (gross) of the Company. The performance metric in the plan is relative Total Shareholder Return (TSR).</li> <li>- The maximum earning opportunity for the LTI Performance Period 2024–2026 equals 185,205 shares (gross) of the Company. The performance metrics in the plan are Absolute Total Shareholder Return (40%), Relative Total Shareholder Return (40%) and raw material efficiency for the first year (20%). The possible reward under the plan will be paid partly in Suominen shares and partly in cash in spring 2027.</li> <li>- The maximum earning opportunity for the LTI Performance Period 2025–2027 equals 318,830 shares (gross) of the Company. The performance metrics in the plan are Absolute Total Shareholder Return (40%), Relative Total Shareholder Return (40%) and raw material efficiency for the first year (20%). The possible reward under the plan will be paid partly in Suominen shares and partly in cash in spring 2028.</li> </ul> <p>The CEO is also entitled to an Annual Shares Contribution plan as of 2026. Under the plan, the CEO is expected to acquire up to 100,000 Company shares. The Company will match the share investment by way of the CEO receiving Company shares, without consideration, as follows: 100,000 shares at minimum performance (MEUR 20 comparable EBITDA); 300,000 shares at target (MEUR 25 comparable EBITDA); 500,000 shares at maximum (MEUR 30 comparable EBITDA). The Company shall transfer the shares within Q1 of the following year subject to a Board decision. As of 2027, the first half of the plan shall be unconditional and the second half based on performance targets set by the Board, provided that the CEO's service in the Company is in force at the time of the reward payments. A proportion of the incentives is to be paid in cash, intended to cover taxes and tax-related costs arising from the rewards to the CEO.</p> |
| <p><b>Share ownership prerequisite</b></p>                         |   | <p>The CEO must hold 50% of the net number of shares granted under the long-term performance-based plan, until his or her shareholding in total corresponds to the value of his or her annual gross salary for the calendar year preceding the payment of the reward. Such number of shares must be held as long as his or her service in the Company continues.</p>   | <p>Complies with the Policy:<br/>The CEO has neither received nor sold any shares from any LTI plan.</p>  |

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