

BOARD'S PROPOSALS TO THE ANNUAL GENERAL MEETING 2026

Resolution on the use of the profit shown on the balance sheet and the distribution of dividend

The Board of Directors proposes to the Annual General Meeting that, based on the adopted balance sheet for the financial year 2025, EUR 0.77 per share be paid as dividend and that the remainder of the distributable funds be transferred to shareholders' equity.

The Board of Directors proposes that the dividend is paid in two instalments. The first instalment, EUR 0.39 per share, will be paid to shareholders who are registered in the shareholders' register maintained by Euroclear Finland Ltd on the record date of the dividend of 17 April 2026. The Board of Directors proposes that the dividend be paid on 24 April 2026.

The second instalment, EUR 0.38 per share, shall be paid in October 2026. The second instalment will be paid to shareholders who are registered in the shareholders' register maintained by Euroclear Finland Ltd on the record date of the dividend, which, together with the dividend payment date, shall be decided by the Board of Directors in its meeting scheduled for 15 October 2026. The record date of the dividend would then be 19 October 2026 and the dividend payment date 26 October 2026.

Handling of the remuneration report for governing bodies

The Board of Directors proposes to the Annual General Meeting that the Annual General Meeting adopts the 2025 remuneration report for the governing bodies. The resolution is advisory in accordance with the Finnish Limited Liability Companies Act.

The report on the remuneration of the governing bodies is available on the company's website at www.harviagroup.com on 25 March 2026 at the latest.

Resolution on the remuneration of the auditor

The Board of Directors proposes to the Annual General Meeting that the Auditor to be appointed will receive remuneration in accordance with a reasonable invoice approved by the company.

Election of the auditor

The Board of Directors proposes to the Annual General Meeting that Authorised Public Accounting firm Deloitte Oy be elected as the Auditor of the company for the following term of office. Deloitte Oy has stated that Authorised Public Accountant Johan Groop will act as the Responsible Auditor should Deloitte Oy be elected as the Auditor of the company.

Resolution on the remuneration of the sustainability reporting assurer

The Board of Directors proposes to the Annual General Meeting that the authorised sustainability auditor to be appointed will receive remuneration in accordance with a reasonable invoice approved by the company.

Election of the sustainability reporting assurer

The Board of Directors proposes to the Annual General Meeting that Deloitte Oy be elected as the company's authorised sustainability auditor for a term that lasts until the end of the company's next Annual General Meeting. Deloitte Oy has stated that Johan Groop, ASA, APA would act as the responsible authorised sustainability auditor.

In connection with the proposed legislative amendment relating to the directive amending the European Union's sustainability reporting obligations, the sustainability reporting obligations in force on the date of this notice to the Annual General Meeting may no longer apply to the company for the financial year 2026. Therefore, the Board of Directors proposes that the election of the sustainability reporting assurer be made conditional so that the election shall only become effective if the company is, pursuant to the legislation in force at the end of the financial year 2026, obligated to prepare a sustainability report for the financial year 2026 and to obtain assurance thereof.

Authorising the Board of Directors to decide on the repurchase of the company's own shares

The Board of Directors proposes to the Annual General Meeting that the Annual General Meeting authorise the Board of Directors to resolve on the repurchase of a maximum of 934,711 shares in the company in one or several tranches.

The maximum number of shares that can be repurchased corresponds to approximately 5% of all the shares in the company on the date of this notice. However, a decision to acquire own shares shall not be made so that the treasury shares in the possession of the company and its subsidiaries would exceed one tenth of all shares. Only the unrestricted equity of the company can be used to repurchase own shares on the basis of the authorisation. The shares will be repurchased otherwise than in proportion to the shareholdings of the shareholders in public trading arranged by Nasdaq Helsinki Ltd for the market price formed at the moment of purchase or otherwise at a price formed on the market.

The authorisation is proposed to be used e.g., for the purposes of the company's share-based incentive systems, for the purposes of board compensation or for other purposes decided by the Board of Directors.

Shares purchased by the company may be held by it, cancelled or transferred. The Board of Directors decides on other matters related to the repurchasing of own shares.

The Board of Directors proposes that the authorisation replaces the authorisation of the Board of Directors to resolve on the repurchase of own shares granted by the shareholders of the company on 8 April 2025.

It is proposed that the authorisation remain valid until the closing of the next Annual General Meeting, but no longer than until 30 June 2027.

Authorising the Board of Directors to decide on the issue of shares, options and other special rights entitling to shares

The Board of Directors proposes to the Annual General Meeting that the Annual General Meeting authorise the Board of Directors to resolve on the issuance of shares and the issuance of special rights entitling to shares as referred to in Chapter 10 Section 1 of the Finnish Limited Liability Companies Act in one or several parts, either against payment or without payment.

The aggregate number of shares to be issued, including the shares to be received based on special rights, must not exceed 1,869,423 shares. The maximum number of shares to be issued corresponds to approximately 10% of all the shares in the company as at the date of this notice. The Board of Directors may resolve to issue new shares or to transfer own shares possibly held by the company.

The Board of Directors is authorised to decide on all other matters related to the issuance of shares and special rights entitling to shares, including the right to deviate from the pre-emptive right of shareholders to subscribe to shares to be issued. The authorisation is proposed to be used for the purposes of strengthening the balance sheet and financing position of the company, for the purposes of board compensation or for other purposes decided by the Board of Directors.

Relaxing Moments



Natural Wellbeing

It is proposed that the authorisation remain valid until the closing of the next Annual General Meeting, but no longer than until 30 June 2027. The authorisation replaces and revokes all previous unused authorisations of the Board of Directors to resolve on the issuance of shares, options and other special rights entitling to shares.

Muurame, 13 March 2026

HARVIA PLC

Board of Directors