

## Decisions of Atria Plc's Annual General Meeting

Atria Plc's Annual General Meeting was held today in Helsinki at the Atria office. The Annual General Meeting was held without shareholders' or their proxy representatives' presence at the venue of the meeting. A total of 60 shareholders representing 18,338,065 shares and 101,173,894 votes were represented at the meeting. The Annual General Meeting supported all the proposals made to the Annual General Meeting by at least approximately 99.48 percent of the votes cast. The General Meeting adopted the financial statements and the consolidated financial statements for the financial year of 1 January to 31 December 2021 and discharged the members of the Supervisory Board and the Board of Directors, as well as the CEO from liability for the financial period which ended on 31 December 2021.

## Dividend of EUR 0.63 per share

The General Meeting resolved that a dividend of EUR 0.63 per share be distributed for the financial period which ended on 31 December 2021. Dividend is paid to a shareholder entered in the Company's shareholder register kept by Euroclear Finland Oy on the record date for the payment of the dividend. The record date is 5 May 2022 and the date of payment is 12 May 2022.

## Adoption of the remuneration report of the governing bodies

The General Meeting adopted the remuneration report for the governing bodies in accordance with the proposal of the Board of Directors.

## Composition and remuneration of the Supervisory Board

The General Meeting resolved that the composition of the Supervisory Board be as follows:

Member	Term ends
Juho Anttikoski	2025
Mika Asunmaa	2025
Lassi-Antti Haarala	2024
Jyrki Halonen	2025
Mika Herrala	2024
Veli Hyttinen	2023
Pasi Ingalsuo	2023
Jussi Joki-Erkkilä	2024
Marja-Liisa Juuse	2024
Juha Kiviniemi	2023
Risto Lahti	2023
Ari Lajunen	2024
Vesa Lapatto	2023
Juha Nikkola	2025
Mika Niku	2024
Ari Pöyhönen	2025
Suvi Rantala	2025
Risto Sairanen	2023
Ola Sandberg	2024
Timo Tuhkasaari	2023

20 members in total

The General Meeting resolved that the remuneration of the members of the Supervisory Board be kept at the same level as in 2020. The fees are as follows: the meeting compensation is EUR 300 per meeting, the compensation for loss of working time is EUR 300 for meeting and proceeding dates, the fee of the Chairman of the Supervisory Board is EUR 1,500 a month, the fee of the Deputy Chairman is EUR 750 a month, and travelling expenses are compensated in accordance with the Company's travel policy.

## **Composition and remuneration of the Board of Directors**

The General Meeting resolved that the Board of Directors consist of eight (8) members. Nella Ginman-Tjeder, Jukka Kaikkonen and Pasi Korhonen, who were due to resign, were re-elected as members of the Board of Directors. Mika Joukio was elected as a new member of the Board to replace Jukka Moisio, who is resigning in the middle of his term, for a term that will last until the end of the 2023 Annual General Meeting.

It was recorded that Kjell Göran Paxal, Ahti Ritola, Leena Laitinen and Seppo Paavola will continue as members of the Board of Directors. Seppo Paavola is due to resign from the Board of Directors at the closing of the Annual General Meeting 2023, Kjell-Göran Paxal, Ahti Ritola and Leena Laitinen are due to resign from the Board of Directors at the closing of the Annual General Meeting 2024.

The General Meeting resolved that the remuneration of the members of the Board of Directors be kept at the same level as in 2020. The fees are as follows: the meeting compensation is EUR 300 per meeting, the compensation for loss of working time is EUR 300 for meeting and proceeding dates, the fee of the Chairman of the Board of Directors is EUR 4,800 a month, the fee of the Deputy Chairman is EUR 2,600 a month, the fee of a member of the Board of Directors is EUR 2,200 a month, and travelling expenses are compensated in accordance with the Company's travel policy.

## **Election and remuneration of Auditor**

The General Meeting resolved, in accordance with the proposal of the Board of Directors, to elect PricewaterhouseCoopers Oy, a firm of authorised public accountants, as the Company's auditor for a term expiring at the closing of the next Annual General Meeting. The audit firm has notified that the auditor in charge is Samuli Perälä, Authorised Public Accountant. The General Meeting further resolved that the remuneration to the auditor shall be paid as per an invoice approved by the Company.

## **Acquisition of the Company's own shares**

The General Meeting resolved, in accordance with the proposal of the Board of Directors, to authorise the Board of Directors to resolve on the acquisition of a maximum of 2,800,000 of the Company's own series A shares in one or more instalments with funds belonging to the Company's unrestricted equity, subject to the provisions of the Finnish Companies Act on the maximum amount of treasury shares. The Company's own series A shares may be acquired for use as consideration in any acquisitions or other arrangements relating to the Company's business, to

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finance investments, as part of the Company's incentive scheme, to develop the Company's capital structure, to be otherwise further transferred, to be retained by the Company, or to be cancelled.

The shares shall be acquired in a proportion other than that of the shareholders' current shareholdings in the Company in public trading arranged by Nasdaq Helsinki Ltd at the trading price of the moment of acquisition. The shares shall be acquired and paid according to the rules of Nasdaq Helsinki Ltd and Euroclear Finland Oy. The Board of Directors was authorised to decide on the acquisition of own shares in all other respects.

The authorisation supersedes the authorisation granted by the Annual General Meeting on 29 April 2021 to the Board of Directors to decide on the acquisition of the Company's own shares and is valid until the closing of the next Annual General Meeting, however, no longer than until 30 June 2023.

## **Issuance of shares and special rights entitling to shares**

The General Meeting resolved, in accordance with the proposal of the Board of Directors, to authorise the Board of Directors to resolve on an issue of a maximum total of 5,500,000 new series A shares or series A shares possibly held by the Company, in one or more instalments, by issuing shares and/or option rights or other special rights entitling to shares, referred to in Chapter 10, Section 1 of the Finnish Companies Act. The authorisation can be used for the financing or execution of any acquisitions or other arrangements or investment relating to the Company's business, for the implementation of the Company's incentive scheme or for other purposes subject to the Board of Directors' decision.

The authorisation includes the Board of Directors' right to decide on any terms and conditions of the share issue and the issue of special rights referred to in Chapter 10, Section 1 of the Finnish Companies Act. The authorisation thus also includes the right to issue shares in a proportion other than that of the shareholders' current shareholdings in the Company under the conditions provided in law, the right to issue shares against payment or without charge as well as the right to decide on a share issue without payment to the Company itself, subject to the provisions of the Finnish Companies Act on the maximum amount of treasury shares.

The authorisation supersedes the authorisation granted by the Annual General Meeting on 29 April 2021 to the Board of Directors, and is valid until the closing of the next Annual General Meeting, however, no longer than until 30 June 2023.

## **Donations**

The General Meeting resolved, in accordance with the proposal of the Board of Directors, to authorise the Board of Directors to donate a maximum of EUR 100,000 of the Company's distributable funds to support activities of colleges, universities, or other educational institutions or to support other charitable or similar purposes and at the same time authorised the Board of Directors to decide on the schedule of the payments and any other terms and conditions relating to the donations.

ATRIA PLC  
Juha Gröhn  
CEO

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