



Shareholders' Nomination Board's proposal for the composition of Aktia Bank Plc's Board of Directors and their remuneration

Aktia Bank Plc
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The Shareholders' Nomination Board of Aktia Bank Plc has decided to present the following proposal to the Annual General Meeting 2026 of Aktia Bank Plc:

The number of the members of the Board of Directors is proposed to be set to seven.

The Shareholders' Nomination Board proposes that the present members of the Board of Directors, Joakim Frimodig, Juha Hammarén, Maria Jerhamre Engström, Hanne Katrama, Harri Lauslahti and Sari Somerkallio, based on their consent, be re-elected for a term continuing up until the end of the next Annual General Meeting. For more information on the Board members proposed to be re-elected, please see the company's website at www.aktia.com.

The Shareholders' Nomination Board further proposes that Elina Fogelholm be elected as a new Board member for the same term, based on her consent. Elina Fogelholm is an experienced leader in the financial sector. She was elected CEO of Veritas last year, and has a long background in the banking sector through both Danske Bank and Nordea. Further information on her has been attached to this release and can be found closer to the Annual General Meeting on the company's website www.aktia.com. A prerequisite for the election of the new proposed member is that the Finnish Financial Supervisory Authority does not have any remarks on the proposal.

Should any of the candidates presented above not be available to be elected to the Board, the proposed number of Board members shall be decreased accordingly and the available candidates are proposed to be elected accordingly.

All the proposed persons are independent in relation to the significant shareholders according to the definition of the Corporate Governance Code, and all others except Juha Hammarén are also independent of the company. Juha Hammarén is not independent of the company, as he has held various executive positions within the company from 2014 onwards until the end of 2024, including serving as the CEO from February 2023 until the end of May 2024.

All the proposed persons have informed that they intend, if they are elected, to re-elect Juha Hammarén amongst them as Chair of the Board of Directors and to re-elect Joakim Frimodig as Deputy Chair.

Regarding the selection procedure for the members of the Board of Directors, the Shareholders' Nomination Board recommends that shareholders take a position on the proposal as a whole at the General Meeting. This recommendation is based on the fact that at Aktia the Shareholders' Nomination Board is separate from the Board of Directors and, in addition to ensuring that individual nominees for membership of the Board of Directors possess the required competences, it is also responsible for making sure that the proposed Board of Directors as a whole also has the best possible expertise and experience for the company and that the composition of the Board of Directors also meets other requirements set for credit institutions as well as the requirements of the Finnish Corporate Governance Code for listed companies.

The Nomination Board proposes that the remuneration for the Board of Directors for the term be unchanged from the current term and determined as follows:

- Chair, EUR 75,000 (2025: EUR 75,000)
- Deputy Chair, EUR 50,000 (2025: EUR 50,000)
- member, EUR 40,000 (2025: EUR 40,000)

Annual remunerations for the Chairs of each Committee as well as meeting remunerations are proposed to be unchanged, meaning that it is proposed that the Chair of each Committee will further receive an annual remuneration of EUR 8,000. The proposed meeting remuneration for Board and Committee meetings is EUR 700 per attended meeting for each person (EUR 700 per attended meeting for each person in 2025). If participation in a board meeting requires travelling outside the board member's country of residence, the remuneration for board meeting is EUR 1,400 per attended meeting for each person (EUR 1,400 per attended meeting for each person in 2025). The remuneration of the members of the Board is not treated as income forming basis for earnings-related pension. Compensation for travel and accommodation expenses as well as a daily allowance is paid in line with the Finnish Tax Administration's guidelines and the travel instructions of the company.

The Nomination Board proposes that approximately 40% of the annual remuneration (gross amount) shall be paid to the members in the form of Aktia shares. The company will on account of the Board members acquire Aktia shares on the market to the price that is formed through public trading or it will transfer the company's own shares to the Board members and the rest of the annual remuneration payable is paid in cash. The shares are acquired or transferred during a two-week time period from the day following the company's interim report for 1 January 2026–31 March 2026 is published or as soon as possible in accordance with applicable legislation. If the remuneration can't be paid in shares, it can be paid in cash entirely. The company will be responsible for all expenses and the possible transfer tax for acquiring or transferring the shares.

The proposals of the Nomination Board will be included in the summons of the Annual General Meeting.

Chair of the Shareholders' Nomination Board of Aktia Bank Plc is Gisela Knuts (appointed by the companies controlled by Erkki Etola and the Pension Insurance Company Veritas), members are Lasse Svens (appointed by the Åbo Akademi University Foundation), Hanna Kaskela (appointed by Varma Mutual Pension Insurance Company) and Marcus Rantala (appointed by the Tre Smeder Foundation), and Juha Hammarén, Chair of the Board of Directors of Aktia Bank Plc acts as an expert.

Aktia Bank Plc

Further information:

Gisela Knuts, Chair of the Nomination Board, tel. +358 40 769 8265

Attachment: Information on proposed new Board member for Aktia Bank Plc

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www.aktia.com

Aktia is a Finnish asset manager, bank and life insurer that has been creating wealth and wellbeing from one generation to the next for 200 years. We serve our customers in digital channels everywhere and face-to-face in our offices in the Helsinki, Turku, Tampere, Vaasa and Oulu regions. Our award-winning asset management business sells investment funds internationally. We employ approximately 850 people around Finland. Aktia's gross assets under management (AuM) on 30 September 2025 amounted to EUR 16.3 billion, and the balance sheet total was EUR 12.3 billion. Aktia's shares are listed on Nasdaq Helsinki Ltd (AKTIA). aktia.com.