



# Board of Directors' proposals to Aktia Bank Plc's Annual General Meeting 2026

Aktia Bank Plc  
Stock Exchange Release  
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## **Board of Directors' proposals to Aktia Bank Plc's Annual General Meeting 2026**

The Board of Directors of Aktia Bank Plc (hereinafter "Aktia" or "company") has decided that the Annual General Meeting will be held on 1 April 2026 at 4.00 p.m. at Valla conference center, address Itämerentori 2, Helsinki. Access to Valla is via the entrance on Itämerenkatu, opposite the Ruoholahti metro station.

The company will publish the invitation to the Annual General Meeting separately later. The invitation will contain more detailed information on registration and attendance at the General Meeting.

In addition to the proposals set forth by the Board of Directors below, the proposals of the Shareholders' Nomination Board for the Annual General Meeting 2026 concerning the number of members and election of the Board of Directors and the remuneration of the Board of Directors have been published in a separate Stock Exchange Release on 30 January 2026.

## **Adoption of the financial statements and the consolidated financial statements**

The Board of Directors proposes that the Annual General Meeting will decide on adopting the financial statements. The company's auditor has recommended adopting the financial statements.

## **Resolution on the use of the profit shown in the balance sheet and the payment of dividend**

The Board of Directors proposes that a dividend of EUR 0.80 per share shall be paid from the parent company's distributable funds.

Shareholders registered in the register of shareholders of the company maintained by Euroclear Finland Ltd on the record date for the dividend payment 7 April 2026 are entitled to the dividend. The Board of Directors proposes that the dividend shall be paid out on 14 April 2026 in accordance with the rules of Euroclear Finland Ltd.

## **Aktia Bank Plc's Remuneration Report 2025**

The Board of Directors proposes to the Annual General Meeting that the Remuneration Report for the company's governing bodies be confirmed. The Remuneration Report is expected to be published on or about 11 March 2026.

## **Resolution on the auditor's and sustainability reporting assurance provider's remuneration**

The Board of Directors proposes, based on the recommendation of the Board of Directors' Audit Committee, that remuneration shall be paid to the auditor against the auditor's reasonable invoice. The Board of Directors also proposes that remuneration shall be paid to the sustainability reporting assurance provider against a reasonable invoice for measures related to the assurance of sustainability reporting.

## **Determination of the number of auditors and sustainability reporting assurance providers**

The Board of Directors proposes, based on the recommendation of the Board of Directors' Audit Committee, that the number of auditors and sustainability reporting assurance providers shall be one (1).

### **Election of the auditor and the sustainability reporting assurance provider**

The Board of Directors proposes, based on the recommendation of the Board of Directors' Audit Committee, that KPMG Oy Ab, a firm of authorised public accountants, shall be elected as auditor, with Tiia Kataja, APA, as auditor-in-charge. The Board of Directors also proposes, based on the recommendation of the Board of Directors' Audit Committee, that KPMG Oy Ab, an Authorised Sustainability Audit Firm, shall be elected as sustainability reporting assurance provider, with Tiia Kataja, Authorised Sustainability Auditor (ASA), as sustainability reporting assurance provider-in-charge. The auditor and the sustainability reporting assurance provider shall be elected for a term of office beginning when the Annual General Meeting 2026 has ended and continuing up until the Annual General Meeting 2027 has ended.

### **Authorising the Board of Directors to decide on issue of shares or special rights entitling to shares referred to in Chapter 10 of the Companies Act in one or several tranches**

The Board of Directors proposes that the General Meeting authorises the Board of Directors to issue shares, or special rights entitling to shares referred to in Chapter 10 of the Companies Act, as follows:

A maximum amount of 7,351,000 shares can be issued based on this authorisation, which corresponds to approximately 10% of all shares in the company.

The Board of Directors is authorised to decide on all terms for issues of shares and of special rights entitling to shares. The authorisation concerns the issuance of new shares. Issues of shares or of special rights entitling to shares can be carried out in deviation from the shareholders' pre-emptive subscription right to the company's shares (directed share issue).

The Board of Directors has the right to use this authorisation, among other things, to strengthen the company's capital base, for the company's share-based incentive scheme, acquisitions and/or other corporate transactions.

The authorisation is effective for 18 months from the resolution by the General Meeting and revokes the issue authorisation given by the Annual General Meeting on 3 April 2025.

### **Authorising the Board of Directors to decide on acquisition of own shares**

The Board of Directors proposes that the General Meeting authorises the Board of Directors to decide on the acquisition of 500,000 shares at a maximum, corresponding to approximately 0.7% of the total number of shares in the company.

The company's own shares may be acquired in one or several tranches using the unrestricted equity of the company.

The company's own shares may be acquired at a price formed in public trading on the date of the acquisition, or at a price otherwise prevailing on the market. The company's own shares may be acquired in a proportion other than that of the shares held by the shareholders (directed acquisition).

The company's own shares may be acquired to be used in the company's share-based incentive schemes and/or for the remuneration of the members of the Board of Directors, for further transfer, retention, or cancellation.

The Board of Directors is authorised to decide on all additional terms concerning the acquisition of the company's own shares.

The authorisation is effective for 18 months from the resolution by the General Meeting and revokes the authorisation to purchase the company's own shares given by the Annual General Meeting on 3 April 2025.

### **Authorising the Board of Directors to decide to divest the company's own shares**

The Board of Directors proposes that the General Meeting authorises the Board of Directors to decide on divesting own shares held by the company, as follows.

Based on the authorisation, a maximum of 500,000 shares may be divested.

Board of Directors is authorised to decide on all additional terms concerning the divestment of the company's own shares. The divestment of the company's own shares can be carried out in deviation from the shareholders' pre-emptive subscription rights to shares in the company (directed share issue), e.g., for implementing the company's incentive programs and for remuneration, including divesting the company's own shares to board members for payment of board remuneration.

The authorisation is effective for 18 months from the resolution by the General Meeting and revokes the authorisation to divest the company's own shares given by the Annual General Meeting on 3 April 2025.

### **Aktia Bank Plc**

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*Aktia, celebrating its 200th anniversary this year, is a growing Finnish financial group. Since 1826, our mission has been to safeguard and increase the wealth and well-being of our customers and society as a whole. Our operations are based on strong values, long-term commitment, and trust. We provide expert, personal support to our customers across Finland, helping them develop their finances and build prosperity across generations. Our award-winning asset management business also sells investment funds internationally. Our strong business model is based on complementary wealth management, life insurance, and banking services. We employ approximately 825 people around Finland. Aktia's gross assets under management (AuM) on 31 December 2025 amounted to EUR 16.6 billion and the balance sheet total was EUR 12.0 billion. Aktia's share is listed on Nasdaq Helsinki Ltd (AKTIA). Read more about Aktia: [aktia.com](http://aktia.com).*