

THE PROPOSALS OF THE BOARD OF DIRECTORS' AND THE SHAREHOLDERS' NOMINATION COMMITTEE TO SOLTEQ PLC'S ANNUAL GENERAL MEETING 2025

A. THE BOARD OF DIRECTORS' PROPOSALS TO SOLTEQ PLC'S ANNUAL GENERAL MEETING 2025

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 no dividend is distributed based on the balance sheet to be adopted for the financial year 2024.

Resolution on the remuneration of the auditor and the sustainability reporting auditor

The Board of Directors proposes to the Annual General Meeting that the company's auditor will be reimbursed according to the auditor's reasonable invoice approved by the company and that the same applies to the remuneration of the sustainability reporting auditor, if the company has an obligation to prepare a Sustainability Report for the financial year 2025.

Election of auditor and the sustainability reporting auditor

The Board of Directors proposes to the Annual General Meeting that one audit firm is elected as the auditor of the company and that audit firm PricewaterhouseCoopers Oy is elected as the auditor. PricewaterhouseCoopers Oy has informed that Tiina Puukkoniemi, Authorised Public Accountant (KHT), is the auditor with principal responsibility.

In addition, if the company has an obligation to prepare a Sustainability Report for the financial year 2025, the Board of Directors proposes to the Annual General Meeting that the sustainability reporting assurance provider shall be the auditor of the company.

Authorizing the Board of Directors to decide on the issuance of shares as well as the issuance of option rights and other special rights entitling to shares

The Board of Directors proposes to the Annual General Meeting that the Board of Directors is authorized to decide on a share issue carried out with or without payment and on issuing option rights and other special rights referred to in Chapter 10, Section 1 of the Finnish Companies Act as follows:

The maximum total amount of shares or other rights is 2,000,000. The authorization includes the right to give new shares and special rights or transfer the company's own shares. The authorization includes the right to deviate from the shareholders' pre-emptive right of subscription if there is a weighty financial reason for the company, e.g., to improve the capital structure, to execute business acquisitions, and other business improvement arrangements. The authorization cannot be used to implement the company's incentive schemes. The authorization is proposed to include the right for the Board of Directors to decide on the other terms concerning the share issue and the granting of special rights, including the subscription price and payment of the subscription price in cash or in whole or in part by other means (subscription in kind) or by using the subscriber's receivable to offset the subscription price and to record it in the company's balance sheet.

The authorization is effective until the next Annual General Meeting, however, no longer than 30 April 2026. This authorization will cancel the decision made by the Annual General Meeting 2024 regarding the same matter.

Authorizing the Board of Directors to decide on repurchasing of the company's own shares

The Board of Directors proposes to the Annual General Meeting that the Board of Directors is authorized to decide on repurchasing the company's own shares as follows:

On the basis of the authorization, the number of own shares to be repurchased shall not exceed 500,000 shares. Shares may be repurchased in one or more lots. The Company may use only unrestricted equity to repurchase its own shares.

Repurchase of own shares may be made otherwise than in proportion to the share ownership of the shareholders (directed repurchase). The purchase price shall be at least the lowest price paid for the company's shares in regulated trading at the time of purchase and no more than the highest price paid for Company shares in regulated trading at the time of purchase.

Own shares can be purchased to be used to improve the capital structure of the company, to execute business acquisitions and other business improvement arrangements, or as a part of the implementation of the company's incentive schemes.

The authorization is effective until the next Annual General Meeting, however, no longer than 30 April 2026. This authorization will cancel the decision made by the Annual General Meeting 2024 regarding the same matter.

Authorizing the Board of Directors to decide on accepting the company's own shares as pledge

The Board of Directors proposes to the Annual General Meeting that the Board of Directors is authorized to decide on accepting the company's own shares as pledge as follows:

The Board of Directors is authorized to decide on accepting the company's own shares as pledge (directed) in connection with business acquisitions or when executing other business arrangements. The pledge may occur in one or in multiple transactions.

The number of own shares to be accepted as pledge shall not exceed 2,000,000 shares.

The Board of Directors may decide on other terms concerning the pledge.

The authorization is effective until the next Annual General Meeting, however, no longer than 30 April 2026. This authorization will cancel the decision made by the Annual General Meeting 2024 regarding the same matter.

ADVISORY RESOLUTIONS

Handling of the remuneration report for governing bodies

The company's Remuneration Report for governing bodies for the year 2024 based on the company's remuneration policy adopted in the Annual General Meeting of the company held on 27 March 2024 is attached to this notice and is available on Solteq Plc's website at www.solteq.com/generalmeeting2025.

The Board of Directors proposes that the Annual General Meeting approves the Remuneration Report for governing bodies for the year 2024.

B. THE SHAREHOLDERS' NOMINATION COMMITTEE'S PROPOSALS TO SOLTEQ PLC'S ANNUAL GENERAL MEETING 2025

Resolution on the remuneration of the members of the Board of Directors

The Shareholders' Nomination Committee of Solteq Plc proposes to the Annual General Meeting that the remuneration of the to be elected members of the Board of Directors remain the same and are as follows during the term expiring at the end of the Annual General Meeting 2026:

A monthly remuneration of EUR 5,000 is paid to the Chairman of the Board and EUR 2,500 to the Board members. In addition, remuneration of EUR 500 per meeting will be paid to the Chairman of the Board and to each Board member for each Board and Board Committee meeting. In addition to the aforementioned remuneration, it is proposed that Board members will be reimbursed for ordinary and reasonable expenses resulting from Board work.

Resolution on the number of members of the Board of Directors

The Shareholders' Nomination Committee of Solteq Plc proposes to the Annual General Meeting that 7 members are to be elected to the Board of Directors.

Election of members of the Board of Directors

The Shareholders' Nomination Committee of Solteq Plc proposes to the Annual General Meeting that for the term expiring at the end of the Annual General Meeting 2026, the current members of the Board of Directors Markku Pietilä, Lotta Airas, Anni Sarvaranta, Mika Sutinen and Esko Mertsalmi are re-elected, and Lotta Kopra and Markus Huttunen are elected as new members of the Board of Directors. Of the proposed Board members, Markku Pietilä and Lotta Airas are dependent on a significant shareholder of the company. All other proposed Board members are independent of significant shareholders. All Board members are independent of the company.

All proposed members of the Board of Directors have given their consent to the election.

Further information on the new member proposed to the Board of Directors is available on the company's website at www.solteq.com/generalmeeting2025.