

## **NOTICE OF THE ANNUAL GENERAL MEETING**

Notice is given to the shareholders of Ahlström Capital Oy (the "Company") of the Annual General Meeting to be held on Wednesday, April 6, 2022, at 4.45 p.m. at Restaurant Savoy, address Eteläesplanadi 14, Helsinki, Finland. The reception of persons who have registered for the meeting and the distribution of voting tickets will commence at 4.15 p.m.

Shareholders may participate in the general meeting in person or by way of proxy representation. The general meeting will also be streamed live, and the shareholders have the possibility to follow the general meeting remotely and to ask questions in writing via the live stream. However, shareholders following the meeting remotely will not be recorded as participants in the meeting, and it is not possible for shareholders to vote via the live stream. Detailed information on participation in the meeting and proxy authorization of a proxy representative can be found below in section C.

Due to the prevailing covid-19 pandemic, we actively follow the restrictions and recommendations set by the Finnish authorities. In the event that the restrictions and recommendations would affect the meeting arrangements, we will inform shareholders thereof without undue delay.

### **A. Matters on the agenda of the Annual General Meeting**

- 1. Opening of the meeting**
- 2. Calling the meeting to order**
- 3. Election of persons to scrutinize the minutes and to supervise the counting of votes**
- 4. Recording the legality of the meeting**
- 5. Recording the attendance at the meeting and adoption of the list of votes**
- 6. Presentation of the annual accounts, the consolidated annual accounts, the report of the Board of Directors and the auditor's report for the year 2021**
  - Review by the CEO
- 7. Adoption of the annual accounts and the consolidated annual accounts**
- 8. Resolution on the use of the profit shown on the balance sheet and the payment of dividend**
- 9. Resolution on the discharge of the members of the Board of Directors and the CEO from liability**
- 10. Resolution on the remuneration of the members of the Board of Directors**
- 11. Resolution on the number of members of the Board of Directors**

**12. Election of members of the Board of Directors**

**13. Resolution on the remuneration of the auditor**

**14. Election of auditor**

**15. Authorizing the Board of Directors to decide on the repurchase of the Company's own shares**

The Board of Directors proposes that the Annual General Meeting authorizes the Board of Directors to decide on the repurchase of the Company's own shares (share repurchase program) as follows:

- The maximum number of own shares to be acquired would be 400,000, which corresponds to approximately 0.6 percent of all outstanding shares in the Company.
- The purchase price would be the external fair value (EFV) of the share per Q3/2022 with a 20 percent discount. The purchase price would thus be 80 percent of the external fair value of the share.
- The authorization would be valid until the end of the next Annual General Meeting.
- The Board of Directors would decide on the other terms and conditions of the repurchase.

**16. Proposal by the Board of Directors to amend the Articles of Association**

**17. Authorizing the Board of Directors to decide on donations for non-profit purposes**

The Board of Directors proposes that the Annual General Meeting would authorize the Board of Directors to decide on a donation in the aggregate maximum amount of EUR 200,000 for non-profit purposes. The target for the donation is Ahlström Collective Impact, the partnership between Ahlström Network Companies, the Eva Ahlström Foundation, Antti Ahlström Perilliset Oy, Walter Ahlström Foundation and UNICEF Finland.

**18. Closing of the meeting**

## **B. Documents of the Annual General Meeting**

This notice and copies of the annual accounts, the consolidated annual accounts, the report of the Board of Directors and the auditor's report and as well as of the proposals for the decisions on the matters on the agenda of the Annual General Meeting are available for shareholders' inspection one week before the meeting at the Company's headquarters in Helsinki, address Eteläesplanadi 14. Copies of the above-mentioned documents will be sent to shareholders upon request and are also available at the Annual General Meeting.

The Annual Report on the Company's and the group's activities and result in 2021 will be published on the Company's website [www.ahlstromcapital.com](http://www.ahlstromcapital.com) at the latest on Wednesday, March 30, 2022.

## **C. Instructions for the participants of the Annual General Meeting**

### **1. The right to participate and registration**

Each shareholder who is registered on Friday, March 25, 2022 (the record date of the Annual General Meeting) in the shareholders' register of the Company held by Euroclear Finland Ltd has the right to participate in the Annual General Meeting. A shareholder whose shares are registered on his or her personal Finnish book-entry account is registered in the shareholders' register of the Company.

A shareholder who is registered in the shareholders' register of the Company and who wishes to participate in the Annual General Meeting shall register for the meeting by giving a prior notice of participation no later than 4 p.m. EET on Friday, April 1, 2022. The shareholders may register for the meeting by the following means:

- Via Euroclear's service **by clicking here**. The service requires private individuals to log into the system with strong electronic identification with online banking codes or mobile ID. Legal entities will need the number of the shareholder's book-entry account together with the business ID or other identification code for the login.
- By e-mail to [registration@ahlstromcapital.com](mailto:registration@ahlstromcapital.com)
- By phone during business hours at +358 50 337 2833
- By mail to the address Ahlström Capital Oy, Annual General Meeting, PO Box 169, FI-00131 Helsinki, Finland.

The registration shall be received by the Company before the end of the above-mentioned registration period.

### **2. Holders of nominee-registered shares**

A holder of nominee-registered shares has the right to attend the Annual General Meeting by virtue of such shares based on which he or she on the record date of the Annual General Meeting, i.e. on Friday, March 25, 2022, would be entitled to be registered in the shareholders' register held by Euroclear Finland Ltd. The right to participate in the Annual General Meeting requires, in addition, that the shareholder based on such shares has been registered in the temporary shareholders' register held by Euroclear Finland Ltd at the latest by Friday, April 1, 2022, by 10.00 a.m. For nominee-registered shares, this constitutes due registration for the Annual General Meeting.

A holder of nominee-registered shares is advised to request without delay from his or her custodian bank the necessary instructions regarding the registration in the temporary shareholders' register of the Company, the issuing of proxy authorization documents and registration to the Annual General Meeting. The account management organization of the custodian bank has to register a holder of nominee-registered shares who wants to participate in the Annual General Meeting into the temporary shareholders' register of the Company at the latest by 10.00 a.m. on Friday, April 1, 2022.

### **3. Proxy representative and powers of attorney**

Shareholders may also participate in the Annual General Meeting and exercise their rights at the meeting by way of proxy representation. A proxy representative shall produce a dated proxy authorization document or otherwise in a reliable manner demonstrate his or her right to represent the shareholder at the Annual General Meeting. Proxy authorization can be provided in connection with the registration either directly in the Euroclear service, or by sending the proxy authorization form by e-mail to [registration@ahlstromcapital.com](mailto:registration@ahlstromcapital.com) or by mail to the address Ahlström Capital Oy, Annual General Meeting, PO Box 169, FI-00131 Helsinki, Finland. The shareholder issuing a proxy authorization document must also register to the Annual General Meeting.

Minor children can be represented by their parents. The requirement for advance registration applies also to children. If a child will be represented at the Annual General Meeting otherwise than by both parents jointly, the representative must have a proxy authorization document from both parents. If only one of the parents will attend the Annual General Meeting, he or she must have a proxy from the other parent.

A proxy authorization form is enclosed to this notice ([Appendix 2](#)). Possible proxy authorization documents shall be delivered to the Company before the end of the registration period.

Shareholders that are legal persons can also use the electronic Suomi.fi authorization service instead of the traditional proxy authorization document. Should a legal person authorize a proxy representative through the electronic Suomi.fi authorization service, the authorized person is required to use strong identification with online banking codes or mobile ID in order to register.

Helsinki, March 4, 2022

AHLSTRÖM CAPITAL OY  
BOARD OF DIRECTORS