

ANNUAL GENERAL MEETING OF CONSTI PLC ON 9 APRIL 2026 AT 1.00 P.M. FINNISH TIME

TIME: 9 April 2026 at 1.00 p.m. Finnish time

PLACE: Valimo Park, Valimotie 16, 00380 Helsinki, Finland

PRESENT: The shareholders set out in the list of votes adopted at the meeting were present or represented at the meeting ([Appendix 1](#)).

Also present in the meeting were the Members of the Board of Directors Petri Rignell, Erkki Norvio, Johan Westermarck, Juhani Pitkääkoski, Elina Rahkonen and Katja Pussinen, Chief Executive Officer Esa Korkeela, Chief Financial Officer Anders Löfman, Head of Financial Reporting Jari Väisänen, the auditor with principal responsibility Turo Koila, representing the Company's auditing firm, Attorney-at-law Juha Koponen and LL.M Johan Granlund.

1 OPENING OF THE MEETING

Petri Rignell, Chair of the Board of Directors, opened the meeting.

2 MATTERS OF ORDER FOR THE MEETING

Juha Koponen, Attorney-at-law, was elected as Chairman of the General Meeting and he called Johan Granlund as Secretary to the General Meeting.

Chairman explained the procedures for discussing the matters on the meeting agenda.

3 ELECTION OF THE PERSONS TO SCRUTINISE THE MINUTES AND TO SUPERVISE THE COUNTING OF VOTES

Anders Löfman and Jari Väisänen were elected as the persons to scrutinise the minutes and as the supervisors of counting of the votes.

4 RECORDING THE LEGAL CONVENING OF THE MEETING AND QUORUM

It was noted that the notice to the meeting had been published on the Company's website and as a stock exchange release on 27 February 2026 and that in accordance with the notice, the advance registration should have been completed by 2 April 2026 at 4.00 p.m. EEST at the latest. It was noted that the General Meeting documents have been available on the Company's website as of 11 March 2026.

It was noted that the General Meeting was duly convened in accordance with the provisions of the Articles of Association and the Limited Liability Companies Act and that therefore, the meeting was legal and constituted a quorum.

The notice to the meeting was attached to the minutes ([Appendix 2](#)).

5 ESTABLISHMENT OF THE PERSONS PRESENT AND CONFIRMATION OF THE VOTING LIST

The Register of Attendance and Votes at the beginning of the General Meeting was presented and based on the record, 35 shareholders were represented at the General Meeting either in person or by a proxy representative or a power of attorney ([Appendix 1](#)).

At the beginning of the General Meeting 2,439,242 shares, representing 2,439,242 votes and approximately 30.1 per cent of all outstanding shares and votes were represented at the General Meeting.

It was noted that the Register of Votes will be re-confirmed to represent the current attendance in case of a vote.

It was noted that certain nominee-registered shareholders had provided the Company with voting instructions prior to the meeting, a summary of which was enclosed to the minutes ([Appendix 3](#)).

According to the voting instructions, no voting and full counting of votes is required, if the chairperson of the meeting can, based on the voting instructions provided in advance and the view presented at the meeting, clearly determine that the required majority of the votes (and shares represented at the meeting) supports the proposal made to the meeting.

The above-mentioned representatives confirmed, at the request of the chairperson of the meeting, that a vote was not required on the matters where the voting instruction was to oppose the proposal, but that the note in the relevant item of the minutes would suffice.

6 PRESENTATION OF THE FINANCIAL STATEMENTS, BOARD OF DIRECTORS' REPORT AND THE AUDITOR'S REPORT FOR THE YEAR 2025

Esa Korkeela, the Company's Chief Executive Officer, gave an overview in which he addressed the Company's operations in 2025.

It was noted that the Company's Financial Statements, the Board of Directors' Report including the sustainability report, the Auditor's Report and the assurance report of the sustainability report had been available on the Company's website for the time period leading up to the General Meeting as required by the Limited Liability Companies Act.

The financial statements were attached to the minutes ([Appendix 4](#)).

The auditor's report and the assurance report of the sustainability report were presented and attached to the minutes ([Appendix 5](#)).

7 ADOPTION OF THE FINANCIAL STATEMENTS, INCLUDING THE ADOPTION OF CONSOLIDATED FINANCIAL STATEMENTS

The General Meeting adopted the financial statements and the consolidated financial statements for the financial period 1 January 2025–31 December 2025.

8 RESOLUTION ON THE USE OF THE PROFIT SHOWN ON THE BALANCE SHEET AND THE DISTRIBUTION OF DIVIDEND

It was noted that the Board of Directors had proposed to the General Meeting that a dividend of EUR 0.72 per share be paid for the financial year of 2025. The Board of Directors had proposed that the dividend be paid in two instalments. The first instalment, EUR 0.36 per share, will be paid to shareholders registered in the Company's shareholders' register, maintained by Euroclear Finland Ltd, on the record date of the dividend, 13 April 2026. The Board of Directors had proposed that the first instalment of the dividend be paid on 20 April 2026.

The second instalment, EUR 0.36 per share, will be paid to shareholders registered in the shareholders' register maintained by Euroclear Finland Ltd on the record date of the dividend, which, together with the dividend payment date, will be decided by the Board of Directors in its meeting scheduled for 22 October 2026. The record date of the dividend would then be 26 October 2026 and the dividend payment date 2 November 2026.

It was noted that the distribution of dividend proposed by the Board of Directors exceeds the amount of minority dividend as set out in Chapter 13, Section 7 of the Limited Liability Companies Act. The shareholders cannot therefore demand the minority dividend nor vote in favour of it.

The General Meeting resolved, in accordance with the proposal of the Board of Directors, that based on the adopted balance sheet for the financial year 2025, a dividend of EUR 0.72 per share shall be paid in two instalments, as proposed by the Board of Directors.

9 RESOLUTION ON THE DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE CEO FROM LIABILITY FOR THE FINANCIAL YEAR OF 1 JANUARY TO 31 DECEMBER 2025

It was noted that the discharge from liability for the financial period 2025 concerns all persons who have acted as members of the Board of Directors and as Chief Executive Officer during the financial period.

The General Meeting resolved to discharge from liability the persons who have served as members of the Board of Directors and Chief Executive Officer during the financial period 1 January 2025 – 31 December 2025.

It was noted that according to the voting instructions provided in advance, there were 20,954 against votes in the event of a vote.

10 HANDLING OF THE GOVERNING BODIES' REMUNERATION REPORT

It was noted that the remuneration report for governing bodies for 2025 prepared in accordance with the remuneration policy adopted on 3 April 2024 by the Company's Annual General Meeting was presented in this Annual General Meeting of 2026.

It was noted that the remuneration report for governing bodies for 2025 has been available on the Company's website from 11 March 2026 onwards.

The remuneration report was attached to the minutes ([Appendix 6](#)).

The General Meeting resolved to approve the remuneration report. The resolution was advisory.

It was noted that according to the voting instructions provided in advance, there were 32,410 against votes in the event of a vote.

11 RESOLUTION ON THE REMUNERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS

It was noted that the Nomination and Remuneration Committee had proposed to the General Meeting that the members of the Board of Directors would be paid an annual remuneration as follows: EUR 54,000 to Chairman of the Board of Directors and EUR 42,000 to the members of the Board of Directors. In addition, a EUR 500 fee per member per meeting is paid for Board meetings. Additionally, the travel expenses incurred from participating in the meetings of the Board of Directors are compensated to the members of the Board of Directors based on an invoice. In addition, the Nomination and Remuneration Committee had further proposed that a member of the Board of Directors appointed as Chair or member of the Nomination and Remuneration Committee, or any other committee to be separately established, shall be entitled to receive an additional annual fee of EUR 1,500.

The General Meeting resolved to approve the proposal of the Nomination and Remuneration Committee.

12 RESOLUTION ON THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS

It was noted that the Nomination and Remuneration Committee had proposed to the General Meeting that six (6) members be elected to the Board of Directors.

The General Meeting resolved, in accordance with the proposal of the Nomination and Remuneration Committee, that the number of the members of the Board of Directors shall be a total of six (6).

13 ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS

It was noted that the Nomination and Remuneration Committee had proposed to the General Meeting that the current members of the Board of Directors, Petri Rignell, Erkki Norvio, Johan Westermarck, Juhani Pitkääkoski and Katja Pussinen be re-elected for the next term of office. In addition, the Nomination and Remuneration Committee had proposed that Elina Rahkonen be elected as a new member of the Board of Directors. It was recorded that all board member candidates have given their consent to the election.

Elina Rahkonen, who had been proposed as a new member of the Board of Directors, introduced herself to the General Meeting.

The General Meeting resolved to elect following persons proposed by the Nomination and Remuneration Committee as members of the Board of Directors for a term of office expiring at

the close of the next Annual General Meeting following the election: Petri Rignell, Erkki Norvio, Johan Westermarck, Juhani Pitkääkoski, Katja Pussinen and Elina Rahkonen.

It was noted that according to the voting instructions provided in advance, there were 31,971 against votes in the event of a vote without a counterproposal.

14 RESOLUTION ON THE REMUNERATION OF THE AUDITOR

It was noted that the Board of Directors had proposed to the General Meeting that the Auditor is paid a remuneration according to a reasonable invoice approved by the Company.

The General Meeting resolved, in accordance with the proposal of the Board of Directors, that the Auditor is paid a remuneration according to a reasonable invoice approved by the Company.

15 ELECTION OF THE AUDITOR

It was noted that according to the Company's Articles of Association, the Company has one auditor that must be an audit firm approved by the Central Chamber of Commerce. The term of office of the auditor ends at the closing of the first Annual General Meeting following the election.

It was noted that the Board of Directors had proposed to the General Meeting that audit firm KPMG Oy Ab be elected as Auditor of the Company. KPMG Oy Ab has informed that Turo Koila, Authorised Public Accountant (KHT), will act as the responsible auditor if they are elected as the Auditor.

The General Meeting resolved, in accordance with the proposal of the Board of Directors, to elect the audit firm KPMG Oy Ab as the Auditor of the Company. Turo Koila, Authorised Public Accountant (KHT) acts as the responsible auditor appointed by KPMG Oy Ab. The term of office of the Auditor ends at the closing of the first Annual General Meeting following the election.

16 RESOLUTION ON THE REMUNERATION OF THE SUSTAINABILITY REPORTING ASSURER

It was noted that the Board of Directors had proposed to the General Meeting that the Sustainability Reporting Assurer is paid a remuneration according to a reasonable invoice approved by the Company, provided that a sustainability report is prepared.

The General Meeting resolved, in accordance with the proposal of the Board of Directors, that the Sustainability Reporting Assurer is paid a remuneration according to a reasonable invoice approved by the Company, provided that a sustainability report is prepared.

17 ELECTION OF THE SUSTAINABILITY REPORTING ASSURER

It was noted that the Board of Directors had proposed to the General Meeting that Authorised Sustainability Audit Firm KPMG Oy Ab be elected as Sustainability Reporting Assurer of the Company for a term ending at the close of the next Annual General Meeting. KPMG Oy Ab has informed that Turo Koila, Authorised Public Accountant (KHT), Authorised Sustainability Auditor (KRT), will act as the sustainability reporting auditor with principal responsibility if they are

elected as the Sustainability Reporting Assurer. In connection with the directive amending the European Union's sustainability reporting obligations, a legislative amendment has been proposed, as a result of which the sustainability reporting obligations in force on the date of the notice of the Annual General Meeting may no longer apply to the Company for the 2026 financial year. As a result, the Board of Directors had proposed that the election of the sustainability reporting assurer be made conditional, so that the election will only take effect if the Company is obliged under the law in force at the end of the 2026 financial year to prepare a sustainability report for the 2026 financial year and to obtain assurance for it.

The General Meeting resolved, in accordance with the proposal of the Board of Directors, to elect Authorised Sustainability Audit Firm KPMG Oy Ab as the Sustainability Reporting Assurer of the Company. Turo Koila, Authorised Public Accountant (KHT), Authorised Sustainability Auditor (KRT), acts as the sustainability reporting auditor with principal responsibility appointed by KPMG Oy Ab. The term of office of the Sustainability Reporting Assurer ends at the closing of the first Annual General Meeting following the election. It was noted that the election of the Sustainability Reporting Assurer is conditional, so that the election will only take effect if the Company is obliged under the law in force at the end of the 2026 financial year to prepare a sustainability report for the 2026 financial year and to obtain assurance for it.

18 AUTHORISING THE BOARD OF DIRECTORS TO DECIDE ON THE ACQUISITION OF THE COMPANY'S OWN SHARES

It was noted that the Board of Directors had proposed that the General Meeting would authorise the Board of Directors to resolve on the acquisition of the Company's own shares in one or more tranches as follows.

The number of own shares to be acquired may not exceed 700,000 shares. The proposed number of shares corresponds to approximately nine (9) per cent of the aggregate number of shares in the Company on the date of the notice to the General Meeting. However, the Company cannot, together with its subsidiaries, own or accept as a pledge altogether more than 10% of its own shares at any point in time.

The own shares can be acquired under the authorisation only with unrestricted equity.

The own shares can be acquired at a price formed in public trading on the acquisition date or at a price otherwise formed on the market.

The Board of Directors resolves on how the own shares are acquired. In the acquisition, derivatives, *inter alia*, can be used. The own shares can be acquired otherwise than in proportion to the share ownership of the shareholders (directed acquisition). The shares can be acquired at a price, which is formed in public trading on the acquisition date in the public trading organised by Nasdaq Helsinki Ltd.

There must be a serious financial reason for the acquisition of own shares. The acquisition of Company's own shares will reduce the amount of the Company's reserves of unrestricted equity.

The Board of Directors had proposed to the General Meeting that the authorisation revokes previous unused authorisations on the acquisition of the Company's own shares. The authorisation is valid until the following Annual General Meeting, however no longer than until 30 June 2027.

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 the Company's own shares.

19 AUTHORISING THE BOARD OF DIRECTORS TO DECIDE ON THE ISSUE OF SHARES AND THE ISSUANCE OF SPECIAL RIGHTS ENTITLING TO SHARES

It was noted that the Board of Directors had proposed to the General Meeting that the General Meeting authorises the Board of Directors to resolve on the issuance of shares and on the issuance of special rights entitling to shares referred to in Chapter 10, Section 1 of the Limited Liability Companies Act, in one or more tranches, either against or without consideration. The Board of Directors may, under the authorisation, resolve on the issuance of new shares and/or transfer of own shares held by the Company.

The number of shares to be issued or transferred under the authorisation, including shares acquired under special rights, may not exceed 800,000 shares. The proposed number of shares corresponds to approximately ten (10) per cent of the aggregate number of shares in the Company on the date of the notice to the General Meeting.

The authorisation entitles the Board of Directors to resolve on all the conditions of the issuance of shares and the issuance of special rights entitling to shares, including the right to deviate from the shareholders' pre-emptive subscription right. The Board of Directors may resolve on issuing either new shares or shares possibly held by the Company.

The authorisation revokes previous unused authorisations on the issuance of shares and the issuance of options and other special rights entitling to shares. The Board of Directors had proposed that the authorisation would be valid until the end of the following Annual General Meeting, however no longer than until 30 June 2027.

The General Meeting resolved, in accordance with the proposal of the Board of Directors, to authorise the Board of Directors to resolve on the issuance of the Company's shares and the issuance of special rights entitling to shares.

20 CLOSING THE MEETING

Chairman stated that all items on the agenda had been considered and that the minutes of the meeting will be available on the Company's website on 23 April 2026 at the latest.

Chairman closed the meeting at 1.55 p.m. Finnish time.

[Signatures on the following page]

Chairman of the Annual General Meeting:

Name: [See original minutes for signatures]
Juha Koponen

In Fidem:

Name: [See original minutes for signatures]
Johan Granlund

The Minutes scrutinised and approved:

Name: [See original minutes for signatures]
Anders Löfman

Name: [See original minutes for signatures]
Jari Väisänen

Appendices

Appendix 1	Attendance status and list of votes
Appendix 2	Notice to the General Meeting
Appendix 3	Summary of voting instructions
Appendix 4	Financial Statements
Appendix 5	Auditor's Report and the assurance report of the sustainability report
Appendix 6	Remuneration Report 2025