

# Proposal of the Shareholders' Nomination Board for The remuneration of the members of the Board of Directors

The Shareholders' Nomination Board proposes to the AGM that the following remuneration be paid to the Board members for the next term of the Board:

The Chair be paid annual remuneration of EUR 73,500 (2024: EUR 70,000, the Vice Chair and the Chairs of the Committees EUR 63,000 (2024: EUR 60,000), and other Board members EUR 49,500 (2024: EUR 47,000). Potential chairing of a Committee does not affect the amount of annual remuneration paid to the Chair or Vice Chair of the Board of Directors. In addition, a meeting fee of EUR 800 (2024: EUR 800) per meeting of the Board and of a Committee will be paid. However, if a Board member is physically present at a Board or Committee meeting that is held in a country other than his/her permanent home country, then the meeting fee will be EUR 1,600 (2024: EUR 1,600). Travel expenses will be reimbursed in accordance with Mandatum's travel policy.

The annual remuneration set out above is proposed to be paid as a combination of Mandatum plc shares and cash in such a way that approximately 40% of the amount of the remuneration is payable in company shares and the remainder in cash. The shares will be acquired in public trading, or the company may transfer treasury shares possibly held by it, on behalf and in the name of the Board members. The company will be responsible for the costs and transfer tax related to the acquisition of shares. The shares will be acquired on behalf and in the name of the Board members on the business day following the publication of the third quarter 2025 quarterly report or at the first time possible under applicable legislation. A Board member may not dispose of the shares received in this way until two years have passed from the date of receipt or until the member's tenure with the Board has ended, whichever is earlier.

The independent members of the company's Board of Directors decide on the employment relationship-related remuneration of the full-time Chair of the Board. The remuneration of the full-time Chair of the Board of Directors, Patrick Lapveteläinen, consists of the Board fee and meeting fee as well as, based on the contract concerning the employment relationship, a fixed salary, benefits (fringe benefits and other benefits) and a supplementary pension benefit. The employment-based remuneration of the full-time Chair of the Board is evaluated annually and is based on the remuneration principles and policies applied by the company. More detailed information on the remuneration of the full-time Chair is presented on the company's website

([www.mandatum.fi/en/group/governance/remuneration/remuneration-of-the-board-of-directors/](http://www.mandatum.fi/en/group/governance/remuneration/remuneration-of-the-board-of-directors/)).

30 January 2025

MANDATUM PLC  
Shareholders' Nomination Board

