

Notice Convening the Eezy Plc Annual General Meeting on 9 April 2024

NOTICE CONVENING THE GENERAL MEETING

The shareholders of Eezy Plc are invited to the annual general meeting, which is to be held on Tuesday, 9 April 2024 starting at 10:00 in the Jura-Sali event room at the address Kasarmikatu 21 B, Helsinki, Finland. The reception of persons who have registered for the meeting and the distribution of voting tickets will commence at the meeting venue at 9:30.

Shareholders may also exercise their voting rights by voting in advance. Instructions concerning advance voting are provided in section C of this notice.

There will be an opportunity to watch the general meeting via an online broadcast. Link for watching the online broadcast will be available on the company's website at <https://eezy.fi/annual-general-meeting-04-2024> by 3 April 2024 at the latest. It will not be possible to ask questions, make counterproposals, otherwise take the floor or vote via the online broadcast. Watching the meeting via the online broadcast does not constitute participating in the meeting or exercising shareholder rights.

A recording of the CEO's review presented at the general meeting will be made available on the company's website at <https://eezy.fi/annual-general-meeting-04-2024> after the meeting.

The general meeting will be held in Finnish.

A. Agenda of the general meeting

At the general meeting, the following matters will be considered:

- 1. Opening of the meeting**
- 2. Calling the meeting to order**
- 3. Election of the person to scrutinise the minutes and the person 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 financial statements, the report of the board of directors and the auditor's report for the year 2023**

- Presentation of the CEO's review.

The company's financial statements, the report of the board of directors and the auditor's report will be available on the company's website at <https://eezy.fi/annual-general-meeting-04-2024> by 15 March 2024 at the latest.

- 7. Adoption of the financial statements and the consolidated financial statements**
- 8. Resolution on the use of the profit shown on the balance sheet and the distribution of dividend**

The board of directors proposes to the general meeting that no dividend be paid based on the balance sheet to be adopted for the financial year 2023.

9. Resolution on the discharge of the members of the board of directors and the CEO from liability

10. Consideration of the remuneration report for governing bodies

The company's remuneration report for governing bodies will be available on the company's website at <https://eezy.fi/annual-general-meeting-04-2024> by 15 March 2024 at the latest.

11. Consideration of the remuneration policy for governing bodies

The company's remuneration policy for governing bodies will be available on the company's website at <https://eezy.fi/annual-general-meeting-04-2024> by 15 March 2024 at the latest.

12. Resolution on the remuneration of the members of the board of directors

Shareholders that on the date of this notice convening the general meeting represent in aggregate approximately 52% of the votes vested in the company's shares propose to the general meeting that the remuneration of the board of directors be changed and that the members of the board of directors be paid monthly remuneration as follows:

- EUR 5,000 per month for the chairperson of the board and
- EUR 2,500 each per month for all other members of the board.

In addition, members of the board of directors' committees will be paid a meeting fee of EUR 300 for each committee meeting.

The reasonable travelling expenses of the members of the board of directors are compensated in accordance with the company's travelling policy and practices.

13. Resolution on the number of members of the board of directors

Shareholders that on the date of this notice convening the general meeting represent in aggregate approximately 52% of the votes vested in the company's shares propose to the general meeting that seven (7) members be elected to the board of directors.

14. Election of members of the board of directors

Shareholders that on the date of this notice convening the general meeting represent in aggregate approximately 52% of the votes vested in the company's shares propose to the general meeting that Tapio Pajuharju, Paul Savolainen, Mika Uotila, Kati Hagros, Mikko Wirén and Maria Pajamo be re-elected as members of the board of directors and Tomi Laaksola be elected as a new member of the board of directors for a term ending at the end of the next annual general meeting following the election.

Jarno Suominen has notified that he is not available for re-election.

The composition of the board of directors will be considered as a whole.

Personal information and positions of trust of the proposed individuals as well as the evaluations of their independence are available on the company's website at <https://eezy.fi/annual-general-meeting-04-2024>.

15. Resolution on the remuneration of the auditor

The board of directors proposes to the general meeting that the auditor's fees be paid against its reasonable invoice as approved by the company.

16. Election of the auditor

Upon the recommendation of the audit committee, the board of directors proposes to the general meeting the re-election of the company's current auditor, audit firm KPMG Oy Ab, which has stated that Niklas Oikia, APA, will act as the new responsible auditor.

The term of the auditor will end at the end of the next annual general meeting following the election.

If KPMG Oy Ab is elected as the auditor of the company, it will also carry out the assurance of the company's sustainability reporting for the financial year 2024 in accordance with the transitional provision of the act amending the Limited Liability Companies Act (1252/2023) and will be reimbursed for this task as per its invoice approved by the company.

17. Authorising the board of directors to decide on the repurchase of the company's own shares

The board of directors proposes that the general meeting authorise the board of directors to decide on the repurchase of the company's shares using the company's unrestricted equity under the following terms and conditions:

1. The total maximum number of shares to be repurchased under the authorisation is 2,500,000 shares, which corresponds to approximately 10.0% of all the shares in the company.
2. The shares will be repurchased in trading on Nasdaq Helsinki Oy's regulated market at a price formed in public trading on the date of repurchase. The shares can be repurchased otherwise than in proportion to the existing shareholdings of the company's shareholders.
3. The shares will be repurchased using the company's distributable unrestricted equity.
4. This authorisation replaces prior authorisations granted to the board of directors to repurchase the company's own shares.
5. The authorisation is valid until the end of the annual general meeting of 2025, but in any case, no later than 18 months from the general meeting's resolution on authorisation.

18. Authorising 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 that the general meeting authorise the board of directors to decide on the issuance of shares in one or more tranches as well as on the issuance of option rights and other special rights entitling to shares as referred to in chapter 10, section 1 of the Finnish Limited Liability Companies Act as follows:

1. The total maximum number of shares to be issued under the authorisation is 2,500,000 shares, which corresponds to approximately 10.0% of all the shares in the company.
2. The board of directors decides on all the terms and conditions regarding the issuance of shares and the issuance of option rights and other special rights entitling to shares. The authorisation concerns both the issuance of new shares and the transfer of the company's own shares.
3. The share issues and the issuances of option rights and other special rights entitling to shares can take place in deviation from the shareholders' pre-emptive subscription right (directed issue) if the company has a weighty financial reason to do so, such as the financing or the implementation of a merger or acquisition, the development of the company's equity structure or the implementation of the company's incentive schemes.

4. The total maximum number of shares to be issued for the purpose of implementing the company's incentive schemes is 250,000 shares, which corresponds to approximately 1.0% of all the shares in the company. For the avoidance of doubt, the above number of shares to be issued for the implementation of incentive schemes is included in the overall number of the issuance authorisation referred to in subsection 1. above.
5. Based on the authorisation, the board of directors is also authorised to decide on a share issue without payment directed to the company itself, provided that the number of shares held by the company after the issue would be a maximum of 10% of all the shares in the company. This amount includes shares that may be held by the company and its subsidiaries in the manner provided for in chapter 15, section 11(1) of the Finnish Limited Liability Companies Act.
6. The authorisation replaces prior share issue authorisations granted to the board of directors.
7. The authorisation is valid until the end of the annual general meeting of 2025, but in any case, no later than 18 months from the general meeting's resolution on authorisation.

19. Closing of the meeting

B. Documents of the general meeting

This notice convening the general meeting, which includes all the proposed resolutions on the agenda of the general meeting, is available on Eezy Plc's website at <https://eezy.fi/annual-general-meeting-04-2024>.

Eezy Plc's financial statements, the report of the board of directors and the auditor's report as well as the company's remuneration report and the remuneration policy for governing bodies will be available on the above website by 15 March 2024 at the latest. The resolution proposals and other documents mentioned above will also be made available at the general meeting.

The minutes of the general meeting will be available on the above website on 23 April 2024 at the latest.

C. Instructions for the participants in the general meeting

1. Shareholders registered in the shareholder register

Each shareholder who is registered on the record date of the general meeting, 26 March 2024, in the company's shareholder register maintained by Euroclear Finland Oy has the right to participate in the general meeting. A shareholder whose shares are registered on their personal Finnish book-entry account is registered in the company's shareholder register. Changes in shareholding after the record date of the general meeting do not affect the right to participate in the general meeting or the number of votes of the shareholder.

Registration for the general meeting commences on 27 February 2024 at 9:00. A shareholder who is registered in the company's shareholder register and who wishes to participate in the general meeting must register no later than on 3 April 2024 at 16:00, by which time the registration must be received. Shareholders can register for the meeting in the following ways:

- a) On the company's website at <https://eezy.fi/annual-general-meeting-04-2024>

If the shareholder is an individual, electronic registration on the company's website requires strong electronic identification with Finnish online banking credentials or a Finnish mobile ID.

If the shareholder is a legal person, electronic registration does not generally require strong electronic identification. However, legal persons must provide the number of their book-entry account as well as their business ID or other identification code. If a legal person uses Suomi.fi e-authorisation, registration requires that the authorised person

uses strong electronic identification with Finnish online banking credentials or a Finnish mobile ID.

- b) By post to the address Eezy Oyj, Aino Nylander, Maistraatinportti 1, FI-00240 Helsinki, Finland

The requested information, such as the shareholder's name, date of birth or business ID, address, telephone number and e-mail address as well as the name of their possible assistant or proxy representative and the date of birth/personal identification number of the proxy representative must be provided in connection with the registration.

The personal data given to Eezy Plc or Euroclear Finland Oy by shareholders is used only in connection with the general meeting and in connection with the processing of the related necessary registrations.

Upon request, a shareholder, their representative or proxy representative must be able to prove their identity and/or representation right at the meeting venue.

2. Holder of nominee registered shares

A holder of nominee registered shares has the right to participate in the general meeting by virtue of such shares based on which they would be entitled to be registered in the company's shareholder register maintained by Euroclear Finland Oy on the record date of the general meeting, 26 March 2024. In addition, the right to participate requires that holders of nominee registered shares be temporarily registered into the shareholder register maintained by Euroclear Finland Oy based on these shares on 4 April 2024 at 10:00 at the latest. As regards nominee registered shares, this constitutes due registration for the general meeting. Changes in shareholding after the record date of the general meeting do not affect the right to participate in the general meeting or the number of votes of the shareholder.

Holders of nominee registered shares are advised to contact their custodian bank in good time to request the necessary instructions regarding temporary registration in the company's shareholder register, the issuing of proxy documents and voting instructions, registration for the general meeting and voting in advance. The account operator of the custodian bank has to temporarily register a holder of nominee registered shares who wishes to participate in the annual general meeting into the company's shareholder register at the latest by the time stated above. When necessary, the account operator of the custodian bank also has to arrange advance voting on behalf of the holder of nominee registered shares within the registration period applicable to holders of nominee registered shares.

Further information on these matters is available on the company's website at <https://eezy.fi/annual-general-meeting-04-2024>.

3. Proxy representative and proxy documents

A shareholder may participate in the general meeting and exercise their rights at the meeting by way of proxy representation.

The proxy representative must produce a dated proxy document or power of attorney or otherwise in a reliable manner demonstrate their right to represent the shareholder at the general meeting. When a shareholder participates in the general meeting by means of several proxy representatives representing the shareholder with shares in different securities accounts, the shares by which each proxy representative represents the shareholder must be identified in connection with the registration for the general meeting.

Any proxy documents should be announced in connection with registration, and the proxy documents should be delivered by post to the address Eezy Oyj, Aino Nylander, Maistraatinportti

1, FI-00240 Helsinki, Finland or by e-mail to the address yhtiokokous@eezy.fi before the end of the registration period. In addition to submitting proxy documents, shareholders or their proxy representatives must ensure that they register for the general meeting in the manner instructed above in this notice.

Legal persons may use the Suomi.fi e-authorisation service as an alternative for a traditional proxy document. In such a case, the legal person authorises a proxy representative via the Suomi.fi service at www.suomi.fi/e-authorizations using the authorisation for 'Representation at the General Meeting'. In Euroclear Finland Oy's general meeting registration service, the proxy representatives must identify themselves by using strong electronic identification, after which the e-authorisation is verified automatically. Strong electronic identification requires Finnish online banking credentials or a Finnish mobile ID. For more information on e-authorisation, please see www.suomi.fi/e-authorizations.

4. Advance voting

Shareholders who have a Finnish book-entry account may vote in advance on certain items on the agenda of the general meeting via the company's website at <https://eezy.fi/annual-general-meeting-04-2024> between 9:00 on 27 February 2024 and 16:00 on 3 April 2024. If the shareholder is an individual, identification in the advance voting service requires Finnish online banking credentials or a Finnish mobile ID. If the shareholder is a legal person, identification in the advance voting service requires their business ID and book-entry account number.

In addition to advance voting, shareholders must ensure that they register for the general meeting before the end of the registration period.

Proposed resolutions that are subject to advance voting are considered to have been presented unchanged in the general meeting, and the advance votes are taken into account in a vote held at the general meeting also in circumstances where an alternative resolution has been proposed concerning the matter. Taking the votes into account requires that the shareholder who voted in advance is registered in the company's shareholder register maintained by Euroclear Finland Oy on the record date of the general meeting.

Unless shareholders voting in advance participate in the general meeting at the meeting venue in person or by way of proxy representation, they will not be able to make counterproposals, vote for a possible counterproposal, or use their rights under the Finnish Limited Liability Companies Act to request information or a vote.

Holders of nominee registered shares can vote in advance through their account operators. Account operators can vote in advance on behalf of the holders of nominee registered shares they represent in accordance with the shareholders' voting instructions during the registration period applicable to holders of nominee registered shares.

The terms and conditions and other instructions for advance voting will be available on the company's website at <https://eezy.fi/annual-general-meeting-04-2024> as of the beginning of the advance voting, 27 February 2024 at 9:00, at the latest.

5. Other instructions / information

Pursuant to chapter 5, section 25 of the Finnish Limited Liability Companies Act, a shareholder who is present at the general meeting has the right to request information with respect to the matters to be considered at the meeting.

On the date of this notice convening the general meeting, 15 February 2024, the total number of shares and votes in Eezy Plc is 25,046,815.

EEZY PLC
Board of Directors

Further information:

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