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# Multitude SE: Decisions of the Annual General Meeting of Shareholders and the Board of Directors of Multitude SE

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**Multitude SE: Decisions of the Annual General Meeting of Shareholders and the Board of Directors of Multitude SE**

Helsinki, 25 April 2024 - Multitude SE, a listed European FinTech company, offering digital lending and online banking services to consumers, small and medium-sized businesses, and other FinTechs (ISIN: FI4000106299, WKN: A1W9NS) (“**Multitude**” or “**Company**”) announces the following resolutions made by its Annual General Meeting, which took place

today, and the Board of Directors, which met right after the Annual General Meeting.

## **RESOLUTIONS OF THE ANNUAL GENERAL MEETING**

### *Adoption of the Annual Accounts and Discharge from Liability*

The Annual General Meeting adopted the Annual Accounts including the Consolidated Annual Accounts for the financial year 2023 and discharged the members of the Board of Directors and the CEO from liability for the financial year 2023.

### *Dividends*

The Annual General Meeting decided in accordance with the proposal of the Board of Directors that a per-share dividend of EUR 0.19 be distributed for the financial year 2023 to a total of EUR 4,116,145.56 . The dividend will be paid on 7 May 2024 to shareholders who are registered in the Company's shareholder register on the dividend record date of 29 April 2024.

### *Remuneration Report and Remuneration Policy for the Governing Bodies*

The Annual General Meeting approved the presented Remuneration Report for Governing Bodies and supported the presented Remuneration Policy for Governing Bodies. These decisions were advisory.

### *Composition of the Board Of Directors*

The Annual General Meeting confirmed the number of members of the Board of Directors as six.

The Annual General Meeting decided to re-elect Goutam Challagalla, Jorma Jokela, Kristiina Leppänen, Lea Liigus and Ari Tiukkanen as members and elect Marion Khüny as a new member, each one for a term ending at the end of the next Annual General Meeting.

The Chairman and the Vice Chairman of the Board of Directors will be elected by the Board of Directors from amongst its members.

### *Remuneration of the Board of Directors*

The Annual General Meeting resolved that the fees payable to the members of the Board of Directors remain the same, and that the Chairman of the Board of Directors be paid EUR 8,000 per month, and each of the other members of the Board of Directors be paid EUR 4,000 per month. Furthermore, it was resolved that no remuneration will be paid to the members who are employees or CEOs of the Company or a subsidiary of the Company.

### *Auditor and its Remuneration*

Audit firm PricewaterhouseCoopers Oy, which had stated that APA Jukka Paunonen will act as the responsible auditor, was appointed as auditor of the Company for a term ending at the end of the next Annual General Meeting.

It was decided that the auditor be paid reasonable remuneration in accordance with the auditor's invoice, which shall be approved by the Company.

Furthermore, the Annual General Meeting resolved that, upon the registration of the Company with the Malta Business Registry, PricewaterhouseCoopers (Registration Number: AB/26/84/38) be appointed as the auditors of the Company until the earlier of: (i) the end of the next Annual General Meeting to be held in the year 2025, or (ii) the Company's continuation out of Malta to Switzerland.

### *Authorisation to the Board of Directors to Decide on the Repurchase and Acceptance of Pledge of the Company's own Shares*

The Annual General Meeting approved the Board of Directors' proposal on authorisation to the Board of Directors to decide to repurchase a maximum of 2,172,396 shares in the Company, which corresponds approximately to 10 per cent of all the shares in the Company.

By virtue of the authorisation, own shares may be repurchased by using the Company's unrestricted equity. Consequently, any repurchase will reduce the Company's funds available for distribution of profits.

The authorisation also includes the right to accept shares in the Company as pledge.

Own shares may be repurchased through public trading on the Frankfurt Stock Exchange at the prevailing market price on the date of repurchase.

The authorisation entitles the Board of Directors to decide to repurchase shares or accept shares as pledge also otherwise than in proportion to the shareholders' holding in the Company by way of a directed repurchase or directed acceptance as pledge subject to the requirements set out in the Finnish Limited Liability Companies Act. The Board can use the authorisation in one or several tranches to all purposes decided by the Board of Directors.

The authorisation is in force until the earliest of: (i) the transfer of the registered office of Multitude SE from Finland to Malta pursuant to the transfer proposal approved by the Company's Board of Directors on 17 January 2024, (ii) the end of the next Annual General Meeting to be held in the year 2025, or (iii) 30 June 2025.

#### *Authorisation to the Board of Directors to Decide on the Issuance of Shares and Special Rights Entitling to Shares*

The Annual General Meeting approved the Board of Directors' proposal on authorisation to the Board of Directors to decide to issue a maximum of 3,258,594 shares, which corresponds approximately to 15 per cent of the Company's total amount of shares. The Board of Directors may issue either new shares or transfer existing shares held by the Company.

The authorisation also includes the right to issue special rights, in the meaning of Chapter 10, Section 1 of the Finnish Limited Liability Companies Act, which entitle to the Company's new shares or the Company's own shares held by the Company against consideration. Shares that may be subscribed for by virtue of the special rights entitling to shares are included in the aforesaid maximum number of shares.

The authorisation entitles the Board of Directors to decide on a directed share issue and issue of special rights in deviation from the pre-emptive rights of shareholders subject to the requirements set out in the Finnish Limited Liability Companies Act. The Board of Directors can use the authorisation in one or several tranches, and it may be used to all purposes decided by the Board of Directors, such as developing the Company's capital structure, financing or carrying out acquisitions or other arrangements, or as a part of the Company's incentive schemes.

The authorisation is in force until the earliest of: (i) the transfer of the registered office of Multitude SE from Finland to Malta pursuant to the transfer proposal approved by the Company's Board of Directors on 17 January 2024, (ii) the end of the next Annual General Meeting to be held in the year 2025, or (iii) 30 June 2025.

#### **RESOLUTIONS OF THE BOARD OF DIRECTORS**

The Board of Directors decided to re-elect Ari Tiukkanen as the Chair of the Board of Directors and Jorma Jokela as the Vice Chair of the Board of Directors.

The Board of Directors also decided the compositions of its Committees, which are as follows:

Audit Committee: Kristiina Leppänen (Chair), Marion Khüny and Ari Tiukkanen

Risk Committee: Marion Khüny (Chair), Kristiina Leppänen and Ari Tiukkanen

People and Culture Committee: Ari Tiukkanen (Chair), Goutam Challagalla and Jorma Jokela

#### **About Multitude SE:**

Multitude is a listed European FinTech company, offering digital lending and online banking services to consumers, small and medium-sized businesses, and other FinTechs overlooked by traditional banks. The services are provided through three independent business units, which are served by our internal Banking-as-a-Service Growth Platform. Multitude's business units are consumer banking (Ferratum), SME banking (CapitalBox) and wholesale banking (Multitude Bank). Multitude Group employs over 700 people in 25 countries and offers services in 16 countries, achieving a combined turnover of 230 million euros in 2023. Multitude was founded in Finland in 2005 and is listed on the Prime Standard segment of the Frankfurt Stock Exchange under the symbol 'FRU'.

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1889599 25.04.2024 CET/CEST

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