

PROPOSALS FROM THE BOARD OF DIRECTORS AND THE REMUNERATION AND NOMINATION COMMITTEE TO KREATE GROUP PLC'S ANNUAL GENERAL MEETING OF 2024

1. Use of the profit shown on the balance sheet and deciding on the distribution of dividend

The Board of Directors proposes that, based on the balance sheet verified for 2023, a dividend of EUR 0.48 be issued per share for shares held outside the company at the time of dividend distribution. The Board of Directors proposes that a dividend be paid in two instalments as follows:

- The first instalment of the dividend, EUR 0.30 per share, is paid to shareholders who are recorded on the company's list of shareholders maintained by Euroclear Finland Oy on the date of record for dividend payment which is 27 March 2024. The Board of Directors proposes that the dividend be paid on 9 April 2024.
- The second instalment of the dividend, EUR 0.18 per share, is paid in October 2024. The second instalment is paid to shareholders who are recorded on the company's list of shareholders maintained by Euroclear Finland Oy on the date of record for dividend payment. On its meeting scheduled for 24 September 2024, the Board of Directors will decide on the date of record and payment date for the second instalment of the dividend. The preliminary date of record for the second instalment would be 26 September 2024 and the preliminary date of payment would be 3 October 2024.

The Board of Directors proposes that it be authorised to, if necessary, decide on a new date of record and date of payment for the second instalment of the dividend, should the regulations or rules of the Finnish book-entry securities system change or otherwise require it.

2. Deciding on the discharge from liability of the members of the Board of Directors and the President and CEO

3. Advisory decision on the approval of the Remuneration Report of the Governing Bodies

The Remuneration Report of the Governing Bodies will be available at the latest from 1 March 2024 on the Company's website at <https://kreate.fi/en/investor/governance/general-meeting/annual-general-meeting-2024/>

The Board of Directors proposes to the Annual General Meeting that the General Meeting of shareholders approve the Remuneration Report of the Governing Bodies. The decision on the Remuneration Report will be advisory.

4. Deciding on the remuneration of the members of the Board of Directors

The Board of Directors' Remuneration and Nomination Committee proposes to the Annual General Meeting that the fees paid to the members of the Board of Directors are: The Chair of the Board is to be paid a monthly fee of EUR 5,750 and other members of the Board are to be paid a monthly fee of EUR 3,000.

The Board of Directors' Remuneration and Nomination Committee further proposes that an additional yearly fee of EUR 1,500 be paid to each member of the Board of Directors elected as the Chair or Member of the Audit Committee or Remuneration and Nomination Committee.

It is proposed that reasonable travel costs be reimbursed according to an invoice.

5. Deciding on the number of members of the Board of Directors

The Board of Directors' Remuneration and Nomination Committee proposes to the Annual General Meeting that six (6) members be elected to Kreate's Board of Directors.

6. Electing the members of the Board of Directors

The Board of Directors' Remuneration and Nomination Committee proposes to the Annual General meeting that Petri Rignell, Timo Kohtamäki, Elina Rahkonen, Timo Pekkarinen, Jussi Aine and Petra Thorén be re-elected as members of the Board of Directors.

As regards the manner of selection of the members of the Board of Directors, the Board of Directors' Remuneration and Nomination Committee proposes that shareholders comment on the proposal in its entirety at the Annual General Meeting. The Remuneration and Nomination Committee has estimated that, in addition to the qualifications of the individual member candidates, the proposed composition of the Board of Directors also meets the other requirements set for publicly listed companies in the Corporate Governance Code.

The term of office of all members of the Board shall end at the end of the 2025 Annual General Meeting. The Board of Directors will elect a Chair from among its ranks.

Information concerning the proposed members of the Board and their independence of the Company is available for viewing on the Company's website at <https://kreate.fi/en/investor/governance/general-meeting/annual-general-meeting-2024/>. All the proposed individuals have given their consent to the task.

7. Deciding on the remuneration of the auditor

Based on a proposal prepared by the Board of Directors' Audit Committee, the Board proposes to the Annual General Meeting that Kreate's auditors be reimbursed according to a reasonable invoice approved by the Company.

8. Electing the auditor

Based on a proposal prepared by the Board of Directors' Audit Committee, the Board proposes to the Annual General Meeting that audit firm KPMG Oy Ab, which has reported Authorised Public Accountant Turo Koila as the principal auditor, be re-elected as Kreate's auditor until the end of the Annual General Meeting of 2025.

9. Deciding on the remuneration of the sustainability reporting assurer

Based on a proposal prepared by the Board of Directors' Audit Committee, the Board proposes to the Annual General Meeting that Kreate's sustainability reporting assurers be reimbursed according to a reasonable invoice approved by the Company.

10. Electing the sustainability reporting assurer

Based on a proposal prepared by the Board of Directors' Audit Committee, the Board proposes to the Annual General Meeting that the authorised sustainability audit firm KPMG Oy Ab be elected as Kreate's sustainability reporting assurer until the end of the Annual General Meeting of 2025.

11. Authorising the Board of Directors to decide on the issuance of shares and special rights entitling to shares

The Board of Directors proposes that the General Meeting authorise the Board to decide on a share issue as well as the issuance of option rights and other special rights entitling to shares pursuant to Chapter 10, Section 1 of the Finnish Limited Liability Companies Act as follows:

Under the authorisation, a maximum of 898,000 shares can be issued, which would correspond to approximately 10 per cent of Kreate's total shares at the time of the proposal. The shares or special rights entitling to shares can be issued in one or more tranches, either against or without payment. The shares issued under the authorisation can be new shares or shares held by Kreate.

The authorisation may be used for financing or executing acquisitions or other arrangements, the strengthening of the Company's balance sheet and financial standing, the implementation of the Company's share-based incentive systems or for other purposes decided by the Board of Directors.

Under the authorisation, the Board of Directors may decide to grant new shares to Kreate itself without payment, while ensuring that, at any given moment, Kreate and its subsidiaries own no more than 10 per cent of the total number of its shares.

Kreate's Board of Directors is authorised to decide on all conditions related to share issues and the granting of special rights entitling to Kreate's shares. Kreate's Board of Directors is authorised to decide on a private share issue and the private granting of special rights entitling to shares, i.e. to deviate from shareholder privilege, provided that a weighty financial reason exists.

This authorisation is valid until the end of Kreate's next Annual General Meeting but no later than 30 June 2025. The authorisation revokes any previous unused share issue authorisations.

12. Authorising the Board of Directors to decide on the repurchase and acceptance as pledge of own shares

The Board of Directors proposes that the Annual General Meeting authorise the Board of Directors to decide on the repurchase and acceptance as pledge of Kreate's own shares as follows:

The total maximum number of own shares to be repurchased or accepted as a pledge is 898,000 shares. Kreate, together with its subsidiaries, may not own and/or hold as pledge more than 10 per cent of all shares in Kreate at any given moment. Pursuant to the authorisation, the company's own shares can only be repurchased with Kreate's unrestricted equity.

The company's own shares may be purchased in one or more tranches on a regulated market where Kreate's shares are being traded at a price determined on the date of purchase or otherwise at market price.

Kreate's Board of Directors will decide on the repurchase and acceptance as a pledge of own shares. Derivatives, among other things, may be used in the purchase of own shares. Own shares may be purchased in proportions that differ from the ownership proportions of the shareholders (directed purchase).

Own shares may be repurchased and accepted as a pledge, among other things, in order to limit the dilution effect of share issues implemented during business acquisitions, for the purpose of developing Kreate's capital structure, for handing over in connection with possible acquisitions, for

use in incentive systems or for the purpose of annulment, provided that the purchase is in line with the interests of Kreate and its shareholders.

This authorisation is valid until the end of Kreate's next Annual General Meeting but no later than 30 June 2025. The authorisation revokes any previous unused authorisations for the repurchase and acceptance as a pledge of the company's own shares.