

Fingrid Oyj's Annual General Meeting 2026

Date: 25.3.2026, 2:00 p.m.

Place: Fingrid Oyj, Läkkipäntie 21, Helsinki

Attendance: The shareholders set out in the list of votes (Appendix 1) adopted at the meeting were represented at the Annual General Meeting.

Also present at the meeting were Board members Eeva-Liisa Virkkunen, Jero Ahola and Leena Mörttinen; the nominated candidates to the Board of Directors Mika Lehtimäki and Christoffer Nyberg; President & CEO Asta Sihvonen-Punkka; the company's responsible auditor, authorized public accountant and authorized sustainability auditor, Heidi Hyry; attorney-at-law Pauliina Tenhunen; and members of the company's senior management and technical personnel.

§ 1**OPENING OF THE MEETING**

The Chair of the Board of Directors Eeva-Liisa Virkkunen opened the meeting. The Chair of the Board of Directors presented the current members of the company's Board of Directors and gave an account of the work carried out by the company and the Board of Directors in 2025.

§ 2**CALLING THE MEETING TO ORDER**

Ms. Pauliina Tenhunen, attorney-at-law, was elected to chair the meeting, and she called General Counsel Mrs. Marina Louhija to act as secretary of the meeting.

The Chair of the meeting explained the procedures for handling matters on the agenda.

§ 3**ELECTION OF THE PERSON TO SCRUTINISE THE MINUTES AND THE PERSON TO SUPERVISE THE COUNTING OF VOTES**

Ms. Anu Nousiainen was elected to scrutinise the minutes and supervise the counting of votes.

§ 4**RECORDING THE LEGALITY OF THE MEETING**

It was recorded that the notice of the meeting had been published on the company's website on 11 March 2026 and had been sent, in accordance with § 11 of the Articles

of Association, to the shareholders listed in the list of shareholders, on 11 March 2026.

It was recorded that the Annual General Meeting had been convened in compliance with the Articles of Association and the stipulations of the Limited Liability Companies Act, and thus that it was legal.

The notice of the meeting, including the Board of Directors' and shareholders' Nomination Board's proposals for the meeting, were appended to the minutes ([Appendix 2](#)).

§ 5

RECORDING THE ATTENDANCE AT THE MEETING AND ADOPTION OF THE LIST OF VOTES

A list of all shareholders, as well as their assistants and proxies, in attendance, was drawn up and included the number of their shares and votes ([Appendix 1](#)). It was recorded that when the meeting began, all of the company's 2,078 series A shares and all of the company's 1,247 series B shares were represented at the meeting, either by a legal representative or a proxy representative.

§ 6

PRESENTATION OF THE FINANCIAL STATEMENTS AND THE REPORT OF THE BOARD OF DIRECTORS FOR THE YEAR 2025

The company's President & CEO Asta Sihvonen-Punkka gave a review of the company's operations in 2025 and of the results in the company's corporate responsibility targets in 2025 and of the material sustainability matters, and further, of the company's main strategic choices and of the corporate responsibility targets in short and long-term.

The company's Senior Vice President, CFO Jussi Pohjanpalo gave a review of the main items in the financial statements 2025.

It was recorded that the financial statement documents had been published on the company's website before publishing the notice of the meeting.

It was recorded that the main items from the financial statements and the report of the board of directors for 2025 were included in the review presented by the President & CEO and the SVP, CFO, and the review of the results in the corporate responsibility targets in 2025 and the material sustainability matters were presented.

The Review 2025 presented by the President & CEO and the SVP, CFO was appended to the minutes ([Appendix 3](#)).

The financial statement documents were appended to the minutes ([Appendix 4](#)).

§ 7

REVIEW OF THE COMPANY'S REMUNERATION REPORT

The Chair of the Board of Directors Eeva-Liisa Virkkunen presented a review on the company's governing bodies' remuneration which addressed the company's Remuneration Report in 2025. Further, she presented the main guidelines from the company's Remuneration Policy for governing bodies, approved by the Annual General Meeting in 2024.

It was recorded that a review on the company bodies' remuneration in 2025 had been presented.

It was recorded that the Remuneration Report had been published on the company's website before publishing the notice of the meeting. It was recorded that according to the Limited Liability Companies Act the decision of the Annual General Meeting on the approval of the Remuneration Report is consultative.

The Annual General Meeting approved the company's Remuneration Report consultatively.

The Review by the Chair of the Board of Directors was appended to the minutes (Appendix 5).

The company's Remuneration Report was appended to the minutes (Appendix 6).

§ 8

PRESENTATION OF THE AUDITOR'S REPORT AND THE ASSURANCE REPORT ON THE SUSTAINABILITY REPORT

The responsible auditor appointed by the company's auditor, Authorized Public Accountant Heidi Hyry, presented the auditor's report and the Assurance Report on the Sustainability Report 2025, including the key audit matters related to the audit and sustainability assurance.

It was recorded that the Auditor's Report and the Assurance Report on the Sustainability Report had been published on the company's website together with the notice of the meeting.

It was recorded that the Auditor's Report and the Assurance Report on the Sustainability Report for 2025 were presented.

The Auditor's Report and Assurance Report on the Sustainability Report were appended to the minutes (Appendices 7 and 8).

§ 9

ADOPTION OF THE FINANCIAL STATEMENTS

The Annual General Meeting approved the financial statements for the financial period ending 31 December 2025.

§ 10

RESOLUTION ON THE USE OF THE PROFIT SHOWN ON THE BALANCE SHEET AND THE PAYMENT OF DIVIDEND

Chair noted that the proposal of the Board of Directors regarding the use of the profit shown in the balance sheet, was presented in the notice of the meeting.

It was recorded that the Board of Directors has proposed to the Annual General Meeting that, on the basis of the balance sheet adopted for the financial period ended 31 December 2025, a dividend totalling EUR 137,858,500.00 at maximum, would be distributed. The dividend would be paid in two instalments. The first instalment of EUR 36,300.00 for each series A share and EUR 13,300.00 for each series B share,

totalling EUR 92,016,500.00 in dividends, would be paid on 30 March 2026. The second instalment, totalling EUR 45,842,000.00 at maximum, would be paid upon the decision of the Board of Directors based on the authorisation granted to it at the Annual General Meeting. According to the proposal, the Board of Directors has the right to decide, based on the authorisation granted to it, on the payment of the second dividend instalment after the half-year report has been confirmed, once it has assessed the company's solvency, financial position and financial development. According to the proposal, the Board of Directors will distribute the dividend to the shareholders of the different share series in the manner prescribed by the Articles of Association in force at the time of the Board of Director's decision. The second dividend instalment decided by the Board of Directors based on the authorization granted to it would be paid on the third banking day after the decision.

It has been proposed that the authorisation remains valid until the next Annual General Meeting.

It was recorded that, since the close of the financial year, there have been no material changes in the company's financial position and, in the Board's view, the proposed dividend distribution does not compromise the company's solvency.

The Annual General Meeting decided to distribute a total of EUR 92,016,500.00 in dividends in accordance with the Board's proposal and, further, authorize the Board until the next Annual General Meeting to decide on the distribution of max. EUR 45,842,000.00 in dividends, in accordance with the Board's proposal.

§ 11

RESOLUTION ON THE DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE PRESIDENT & CEO FROM LIABILITY

The Annual General Meeting decided to discharge from liability the members of the Board of Directors and the President & CEO who were active during the financial period of 1 Jan – 31 Dec 2025.

§ 12

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

It was recorded that the Shareholders' Nomination Board had proposed to the Annual General Meeting the payment of monthly fees to the members of the Board of Directors as follows: EUR 3,000 to the Chair of the Board, EUR 1,300 to the Vice Chair of the Board, and EUR 1,000 to the other members of the Board. In addition, a fee of EUR 600 per meeting was proposed for each Board member attending the meetings of the Board of Directors, the committees and the Shareholders' Nomination Board.

The Annual General Meeting decided that the members of the Board and the Chair and Vice Chair of the Board be paid fees as per the Shareholders' Nomination Board's proposal.

§ 13

RESOLUTION ON THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS

It was noted that, in accordance with the Articles of Association, no more than five (5) regular members must be elected to the Board, and that a Board member's period of office expires at the close of the next Annual General Meeting following his or her

election.

It was recorded that the Shareholders' Nomination Board had proposed to the Annual General Meeting that the number of Board members be confirmed at five (5).

The Annual General Meeting decided, as per the Shareholders' Nomination Board's proposal, that five (5) members shall be elected to the Board of Directors.

§ 14

ELECTION OF THE MEMBERS, THE CHAIR AND THE VICE CHAIR OF THE BOARD

It was recorded that the Shareholders' Nomination Board had proposed to the Annual General Meeting that for the term ending at the close of the Annual General Meeting 2027, Eeva-Liisa Virkkunen, Leena Mörttinen and Jero Ahola be re-elected as members of the Board and Mika Lehtimäki and Christoffer Nyberg be elected as a new members of the Board. The Shareholders' Nomination Board had further proposed that Eeva-Liisa Virkkunen be re-elected as the Chair of the Board and Leena Mörttinen be re-elected as the Vice Chair of the Board.

It was recorded that all persons put forward for Board membership had given their consent to the task.

The nominees for the Board members, Mika Lehtimäki and Christoffer Nyberg, introduced themselves personally at the meeting.

The Annual General Meeting decided, as per the Shareholders' Nomination Board's proposal, that the regular members elected to the Board for the term that ends at the close of the 2027 Annual General Meeting are as follows:

Eeva-Liisa Virkkunen,
Leena Mörttinen,
Jero Ahola,
Mika Lehtimäki and
Christoffer Nyberg.

The Annual General Meeting also decided, as per the Shareholders' Nomination Board's proposals, that Eeva-Liisa Virkkunen shall be elected as the Chair of the Board of Directors and Leena Mörttinen as the Vice Chair.

Eeva-Liisa Virkkunen thanked the shareholders for the shown confidence.

§ 15

RESOLUTION ON THE REMUNERATION OF THE AUDITOR

It was recorded that the Board of Directors had proposed to the Annual General Meeting that the auditors be compensated against the auditor's reasonable invoice approved by the company.

The Annual General Meeting decided, as per the Board of Directors' proposal, that the auditors shall be paid against the auditor's reasonable invoice approved by the company.

§ 16**ELECTION OF THE AUDITOR**

It was recorded that in accordance with the Articles of Association, the company must have one (1) auditor, which must be an audit firm. The auditor's term of office expires at the close of the next annual general meeting following their election.

It was recorded that the Board of Directors had proposed to the Annual General Meeting that the audit firm KPMG Oy Ab will be re-elected as the company's auditor. KPMG Oy Ab had announced that Authorized Public Accountant Heidi Hyry will act as the company's responsible auditor if it is elected as auditor.

It was recorded further that the Board of Directors had proposed to the Annual General Meeting that the auditor be requested to include statements concerning discharge from liability, approval of the financial statements and the distribution of profits in the auditor's report.

The Annual General Meeting decided to elect the auditor as per the Board's proposal and to request that statements concerning discharge from liability, approval of the financial statements and the distribution of profits be included in the auditor's report.

§ 17**RESOLUTION ON THE REMUNERATION OF THE SUSTAINABILITY REPORTING ASSURER**

It was recorded that the Board of Directors had proposed to the Annual General Meeting that the sustainability reporting assurer be compensated against the reasonable invoice approved by the company.

The Annual General Meeting decided, as per the Board of Directors' proposal, that the sustainability reporting assurer shall be paid against the reasonable invoice approved by the company.

§ 18**ELECTION OF THE SUSTAINABILITY REPORTING ASSURER**

It was recorded that the Board of Directors had proposed to the Annual General Meeting that the Authorized Sustainability Audit Firm KPMG Oy Ab will be re-elected as the company's sustainability reporting assurer. KPMG Oy Ab had announced that Authorized Sustainability Auditor Heidi Hyry will act as the company's principal sustainability reporting assurer if it is elected as sustainability reporting assurer.

The Annual General Meeting decided to elect the sustainability reporting assurer as per the Board's proposal.

§ 19**CLOSING OF THE MEETING**

It was recorded that the decisions made at the Annual General Meeting had been unanimously approved by all shareholders in attendance.

The Chair recorded that the items on the agenda in the notice of the meeting had been addressed, that the minutes to be drawn up on the Annual General Meeting

will be sent to the shareholders no later than 8 April 2026, and that the minutes of the meeting will be published on the company's website at the latest on that same date.

The Chair closed the meeting at 3:15 p.m.

[Signatures on next page]

Witnesses:

Marina Louhija

Chair of the Annual General Meeting:

Pauliina Tenhunen

The minutes have been scrutinised and approved:

Anu Nousiainen

Appendices

<u>Appendix 1</u>	List of votes
<u>Appendix 2</u>	The notice of the meeting, including the Board of Directors' and Shareholders' Nomination Board's proposals for the meeting
<u>Appendix 3</u>	Review by the President & CEO and the SVP, CFO
<u>Appendix 4</u>	Financial statement documents 2025
<u>Appendix 5</u>	Review by the Chair of the Board of Directors
<u>Appendix 6</u>	Company's Remuneration Report 2025
<u>Appendix 7</u>	Auditor's report 2025
<u>Appendix 8</u>	Assurance Report on the Sustainability Report 2025