

Invitation to the Annual General Meeting of St1 Nordic Oy

The Annual General Meeting of St1 Nordic Oy will be held on Tuesday, 22 April 2025 at 2 p.m. at Original Sokos Hotel Tripla in Pasila, Helsinki. The address is Fredrikanterassi 1 B, 00520 Helsinki, Finland. There will be signs at the hotel and the hotel staff will be happy to guide you to the meeting venue.

Shareholders representing more than 96% of the share representation have announced that they support the resolution proposals made to the Annual General Meeting. The company's principal shareholders Mika Anttonen, Keele Oy, Kim Wiio and Mininvest Oy will be represented at the Annual General Meeting by proxy by the company's CEO Henrikki Talvitie.

The agenda of the Annual General Meeting is as follows:

1. Call to order
2. Election of meeting officials
3. Election of scrutineers and tellers
4. Determining the legality of the meeting
5. Checking the presence and confirming the voting list
6. Presentation of the financial statements, report of the Board of Directors and auditor's report for 2024
7. Approval of the financial statements
8. Appropriation of profit shown in the balance sheet and declaration of dividends

The Board of Directors proposes to the Annual General Meeting that St1 Nordic Oy distribute a dividend of EUR 1.50 per share, or EUR 56,933,607.00 in total, for the financial year ended. The Board of Directors also proposes that the dividend be paid to shareholders who are shareholders by 23 April 2025 and that the dividend be paid on 29 April 2025.

9. Deciding on discharge from liability for the members of the Board of Directors and the CEO
10. Remuneration of the members of the Board of Directors

It is proposed to the Annual General Meeting that the members of the Board of Directors, excluding the Chair, be paid the following remuneration in cash for the term ending at the end of the next Annual General Meeting:

- EUR 50,000 for each member of the Board of Directors

11. Election of the members of the Board of Directors and decision on the number of Board members

It is proposed to the Annual General Meeting that the current members of the Board of Directors be re-elected to the Board of Directors, with Lotta Kopra and Annika Esono Manninen as additional members, for a term ending at the end of the next Annual General Meeting. At the same time, it is proposed that the number of members of the Board of Directors be confirmed as five (5).

The new Board of Directors in its entirety:

- Mika Anttonen, Chairman of the Board of Directors
- Kim Wiio
- Kati Ihamäki
- Lotta Kopra
- Annika Esono Manninen

12. Deciding on the auditor's fee

The Board of Directors proposes to the General Meeting that the auditor to be elected be paid a fee according to a reasonable invoice.

13. Election of the auditor

The Board of Directors proposes to the Annual General Meeting that Deloitte Oy be elected as the auditor for the term ending at the end of the next Annual General Meeting. The company has announced that Aleksi Martamo, Authorised Public Accountant, will act as the principal auditor.

14. Authorisation of the Board of Directors to acquire treasury shares

The Board of Directors proposes to the Annual General Meeting that the Annual General Meeting decide to authorise the Board of Directors to decide on a directed acquisition of the company's own shares (i.e. in a proportion other than that of the shares held by the shareholders) in accordance with Chapter 15 of the Limited Liability Companies Act, as follows: The Board of Directors proposes that a maximum of 220,000 (two hundred and twenty thousand) shares be repurchased and that the Annual General Meeting authorise the Board of Directors to decide on the period during which the shares can be offered and after which the Board of Directors makes the repurchase decision.

It is proposed that the authorisation be valid until the end of the next Annual General Meeting. It is proposed that the acquisition price be EUR 35.69 per share, based on the Group's equity of the previous confirmed financial year less dividend and divided by the number of shares. It is also proposed that the minimum number of shares to be offered

for purchase should be 3,000 or, if the shareholder owns less than 3,000 shares, all the shares owned by the shareholder should be offered for purchase.

A shareholder can only offer for purchase shares to which no pledge or other similar rights are attached.

There is a compelling financial reason for the directed acquisition of treasury shares, namely to simplify the ownership structure and to enable those who wish to do so to divest themselves of their shareholding. The acquisition of treasury shares in accordance with the authorisation may be made in one or more instalments.

15. Other possible matters

16. Closing the meeting

Helsinki, 7 April 2025

St1 Nordic Oy Board of Directors