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Remuneration report 2024

1. Introduction

This remuneration report (hereinafter referred to as "the Report") presents information about the remuneration of Atria's Board of Directors, Supervisory Board, CEO and Deputy CEO for the period from 1 January to 31 December 2024. This remuneration report has been prepared in accordance with the requirements of the Securities Markets Act, the Limited Liability Companies Act and the Corporate Governance Code 2025 (the "Corporate Governance Code") published by the Securities Market Association.

Atria's long-term goal is to improve profitability, accelerate growth and increase the company's value. The aim of Atria's remuneration is to promote the company's long-term financial success, competitiveness and the positive development of the shareholder value, as well as to encourage, motivate and commit key employees and managers to achieving strategic goals. Remuneration is aligned with Atria's long-term value creation, business strategy, financial results and employee inputs. Remuneration must be understandable, consistent, transparent, internally fair and non-discriminatory. Remuneration follows legislation and good governance.

In 2024, remuneration of the Board of Directors, the Supervisory Board, the CEO and the Deputy CEO followed Atria's remuneration policy, which was discussed and approved in an advisory manner at Atria's Annual General Meeting on 23 April 2024. The Board of Directors reviewed the content of the remuneration policy at the end of 2024.

During 2024, no significant changes were made to the remuneration of the members of the Board of Directors or the Supervisory Board, the CEO or the Deputy CEO. There were no deviations from the policy and no remuneration was recovered during 2024. On 18 December 2024, the Board of Directors decided to change the remuneration of the CEO and the Deputy CEO to correspond to market practices by increasing the earning potential for short-term remuneration and updating the structure of the long-term incentive plan.

The 2024 Annual General Meeting approved the 2023 remuneration report in an advisory manner. In this 2024 remuneration report, the Board of Directors has increased transparency by opening the weighted and realised values of the targets of the short- and long-term incentive plans.

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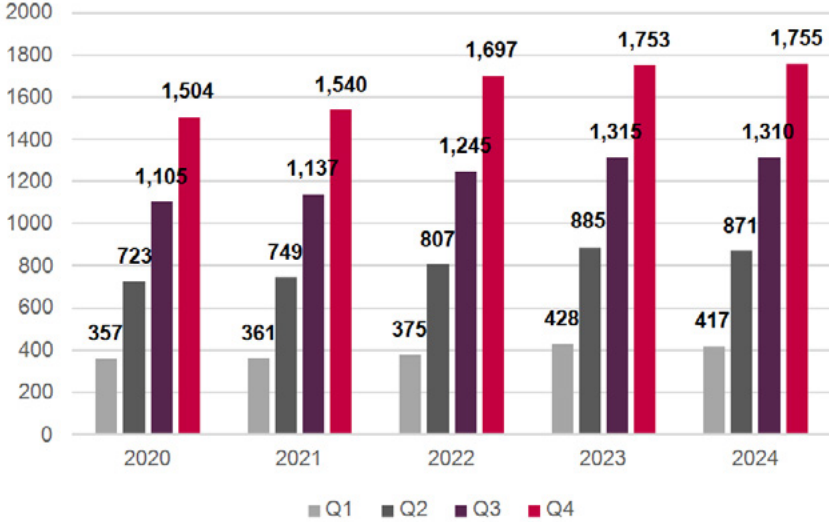
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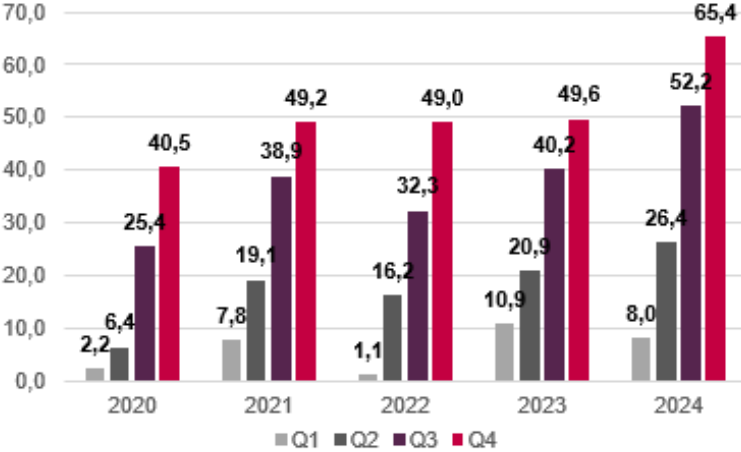
2. Development of Atria's financial performance and remuneration

In 2024, Atria Group's financial performance was strong. Net sales totalled EUR 1,755.4 million (EUR 1,752.7 million). Adjusted EBIT was EUR 65.4 million (EUR 49.6 million), up by EUR 15.8 million from the previous year. A favourable sales structure and improved operational efficiency had a positive impact on performance. The development of the remuneration of Atria's bodies and employees during the last five years is described below.

Net sales cumulative, EUR million



Adjusted EBIT cumulative, EUR million



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| Paid remunerations, EUR | 2020 | 2021 | 2022 | 2023 | 2024 |
|--------------------------------|-------------|-------------|-------------|-------------|-------------|
| Supervisory Board * | | | | | |
| Chair's annual fee | 18,000 | 18,000 | 18,000 | 18,000 | 18,000 |
| Deputy Chair's annual fee | 9,000 | 9,000 | 9,000 | 9,000 | 9,000 |
| Board of Directors | | | | | |
| Chair's annual fee | 57,200 | 57,600 | 57,600 | 59,200 | 60,000 |
| Deputy Chair's annual fee | 28,800 | 31,200 | 31,200 | 32,800 | 33,600 |
| Member's annual fee | 25,600 | 26,400 | 26,400 | 28,800 | 30,000 |
| CEO ** | | | | | |
| Fixed remuneration | 549,464 | 559,479 | 569,403 | 654,776 | 501,120 |
| Variable remuneration | 71,427 | 210,312 | 304,627 | 661,929 | 40,299 |
| Deputy CEO | | | | | |
| Fixed remuneration | 310,148 | 315,660 | 321,563 | 331,080 | 338,209 |
| Variable remuneration | 38,965 | 92,557 | 127,664 | 138,635 | 75,224 |
| Employees | | | | | |
| Average remuneration *** | 51,299 | 55,268 | 55,790 | 56,234 | 56,177 |

* No annual fees are paid to members of the Supervisory Board.

** The figure reported for 2023 also includes the remuneration of the retired CEO.

*** Personnel costs without ancillary expenses divided by the number of personnel (FTE).

The figures for subsidiaries sold in Russia in 2022 and 2021 are not included in the reported figures.

Personnel costs including ancillary expenses divided by the number of personnel (FTE).

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3. Remuneration of the members of the Supervisory Board

Atria's Annual General Meeting 2024 decided on the remuneration of the members of the Supervisory Board on the basis of the proposal prepared by the Shareholders' Nomination Board as follows:

- Meeting compensation: EUR 350 per meeting
- Compensation for loss of working time: EUR 300 for meeting and assignment days
- Monthly fee paid to the the Chair of the Supervisory Board: EUR 1,500 per month
- Monthly fee paid to the the Deputy Chair of the Supervisory Board: EUR 750 per month
- Travel allowance according to the Company's travel policy.

Meeting fees and compensation for loss of working time are paid for meetings of the Supervisory Board, as well as to the Chair and Deputy Chair of the Supervisory Board for meetings of the Board of Directors which they attend to carry out the tasks of the Supervisory Board. The members of the Supervisory Board have no share incentive plans or share-based bonus schemes, nor are they entitled to any benefits other than the remunerations decided on annually by the Annual General Meeting.

The annual and meeting fees paid (EUR) to the members of the Supervisory Board (including the fees paid by other Atria Group companies) in 2024 were as follows:

| The members of the Supervisory Board | Atria Plc | | A-Farmers Ltd | | A-Rehu Oy | | Total |
|--|-------------|--------------|---------------|--------------|-------------|--------------|--------|
| | Annual fees | Meeting fees | Annual fees | Meeting fees | Annual fees | Meeting fees | |
| Halonen Jyrki, Chair | 18,000 | 5,000 | | | | | 23,000 |
| Anttikoski Juho, Deputy Chair | 9,000 | 4,400 | | | | | 13,400 |
| Asunmaa Mika | | 2,850 | 5,300 | 3,900 | | | 12,050 |
| Herrala Mika | | 2,850 | | 2,900 | | | 5,750 |
| Hyttinen Veli | | 2,850 | | | 7,800 | 4,100 | 14,750 |
| Ingalsuo Pasi, until 22 April 2024 | | 600 | 2,600 | 2,400 | | | 5,600 |
| Isomäki Jaakko | | 2,850 | | | | | 2,850 |
| Iso-Tuisku Lotta, as of 23 April 2024 | | 2,250 | | | | | 2,250 |
| Joki-Erkkilä Jussi | | 2,200 | | | | | 2,200 |
| Juuse Marja-Liisa, until 22 April 2024 | | 900 | | | | | 900 |
| Kiviniemi Juha | | 2,850 | | | | | 2,850 |
| Lahti Risto, until 22 April 2024 | | 300 | | | | | 300 |
| Lajunen Ari | | 3,150 | | | | | 3,150 |
| Lapatto Vesa | | 2,850 | | | | | 2,850 |
| Nikkola Juha | | 2,850 | | | | | 2,850 |
| Niku Mika | | 2,850 | 15,600 | 5,300 | | | 23,750 |
| Pöyhönen Ari | | 2,850 | | | | | 2,850 |
| Rantala Suvi | | 2,250 | | | | | 2,250 |
| Sairanen Risto | | 2,850 | | 6,500 | | | 9,350 |
| Sandberg Ola | | 2,550 | | | | | 2,550 |
| Savela Juha | | 2,850 | | | | | 2,850 |
| Uusitalo Piia, as of 23 April 2024 | | 2,550 | | | | | 2,550 |

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4. Remuneration of the members of the Board of Directors

Atria's Annual General Meeting 2024 decided on the remuneration of the members of the Board of Directors on the basis of the proposal prepared by the Shareholders' Nomination Board as follows:

- Meeting compensation: EUR 350 per meeting
- Compensation for loss of working time: EUR 300 for meeting and assignment days
- Fee of the Chair of the Board of Directors: EUR 5,000 per month
- Fee of the Deputy Chair of the Board of Directors: EUR 2,800 per month
- Fee of the members of the Board of Directors: EUR 2,500 per month
- Travel allowance according to the Company's travel policy.

Meeting fees and compensation for loss of working time are paid for the members of the Board of Directors not only for Board meetings but also for meetings of the Remuneration and Nomination Committee and those meetings of the Supervisory Board which Board members attend. Remuneration is paid in cash. The members of the Board of Directors have no share incentive plans or share-based bonus schemes, nor are they are entitled to any benefits other than the remunerations decided on annually by the Annual General Meeting.

In 2024, monthly and meeting fees paid (EUR) to the members of the Board of Directors (including fees paid by companies belonging to Atria Group) were as follows:

| The members of the Board | Atria Plc | | | A-Rehu Oy | | Nautasuomi Oy | | Total |
|-----------------------------|------------|--------------|--|------------|--------------|---------------|--------------|--------|
| | Annual fee | Meeting fees | Nomination and Remuneration Committee meeting fees | Annual fee | Meeting fees | Annual fee | Meeting fees | |
| Paavola Seppo, Chair | 60,000 | 12,400 | 1,950 | | | | | 74,350 |
| Korhonen Pasi, Deputy Chair | 33,600 | 12,850 | 1,950 | | | | 3,750 | 52,150 |
| Ginman-Tjeder Nella | 30,000 | 4,700 | | | | | | 34,700 |
| Joukio Mika | 30,000 | 5,000 | | | | | | 35,000 |
| Kaikkonen Jukka | 30,000 | 12,300 | | | | | | 42,300 |
| Laitinen Leena | 30,000 | 4,350 | 1,950 | | | | | 36,300 |
| Paxal Kjell-Göran | 30,000 | 10,200 | | | 4,100 | | | 44,300 |
| Ritola Ahti | 30,000 | 9,900 | | 15,600 | 2,250 | 15,600 | 3,450 | 76,800 |

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5. Remuneration of the CEO and Deputy CEO

Introduction

The remuneration of Atria Plc's management aims to promote the company's long-term financial success and competitiveness and the favourable development of shareholder value.

In 2024, the remuneration of the CEO and Deputy CEO consisted of the base salary (including fringe benefits), short-term incentives (STI), long-term incentives (LTI), pension and other benefits.

According to the remuneration policy, the CEO's variable remuneration corresponds to a maximum of 50 percent of the CEO's maximum salary, and for the Deputy CEO, 40 percent of the Deputy CEO's maximum salary.

Managerial group pension benefits confirmed by Atria's Board of Directors have been arranged for the members of Atria Group's Management Team who are covered by Finnish and Swedish social security. The pension arrangement is payment-based, and the amount of pension is based on the monetary salary and fringe benefits of the CEO and Deputy CEO defined by the Board of Directors without short- or long-term incentives. The retirement age based on the group pension arrangement is mainly at least 63 years for the CEO and Deputy CEO. According to the pension arrangement agreement, if pension legislation changes, the retirement age will be amended.

The CEO's notice period is six months for both parties. If the company terminates the CEO contract, the CEO is entitled to the salary for the period of notice and severance pay, which combined correspond to 18 months' salary. There are no other terms and conditions applicable to the termination of the CEO contract.

The Deputy CEO's period of notice is six months for both parties. If the company terminates the Deputy CEO contract, the Deputy CEO is entitled to the salary for the period of notice and severance pay, which combined correspond to 14 months' salary. There are no other terms and conditions applicable to the termination of the contract.

Short-term incentive plan

In 2024, Atria's CEO and Deputy CEO were covered by Atria's short-term incentive plan.

The maximum amount of bonus paid to the CEO and Deputy CEO was 35 percent of the annual salary. In 2024, the bonus paid to the CEO under the short-term incentive plan was based on the Group's EBIT, net sales and LTIFR targets, and that paid to the Deputy CEO was based on the Group's EBIT, net sales and LTIFR targets, as well as individual performance criteria. Remuneration earned under the plan in 2024 will be paid in 2025.

In 2024, the CEO was paid a total of EUR 26,088 in remuneration earned in 2023 under the short-term incentive plan. A total of EUR 31,824 was paid to the Deputy CEO.

| 2024 | Criterion | Weight value | Realised, total | Maximum reward | Earned reward | Payment year |
|------------|--------------------|--------------|-----------------|----------------|---------------|--------------|
| CEO | EBIT | 60% | 72.39% | 35% | 122 839 EUR | 2025 |
| | Net sales | 30% | | | | |
| | Accident frequency | 10% | | | | |
| Deputy CEO | EBIT | 50% | 78.26% | 35% | 88 579 EUR | 2025 |
| | Net sales | 20% | | | | |
| | Accident frequency | 10% | | | | |
| | Personal criterion | 20% | | | | |

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| 2023 | Criterion | Weight value | Toteuma | Maximum reward | Earned reward | Payment year |
|------------|--------------------|--------------|---------|----------------|---------------|--------------|
| CEO | EBIT | 60% | 24.52% | 35% | 26 088 EUR | 2024 |
| | Net sales | 30% | | | | |
| | Accident frequency | 10% | | | | |
| Deputy CEO | EBIT | 60% | 28.68% | 35% | 31 824 EUR | 2024 |
| | Net sales | 20% | | | | |
| | Accident frequency | 10% | | | | |
| | Personal criterion | 10% | | | | |

Long-term incentive plans

In 2024, the CEO and Deputy CEO participated in the first earning period under the 2024–2026 long-term incentive plan. The structure of the plan is identical to Atria's previous long-term incentive plan for 2021–2023. The share-based incentive scheme aims to encourage Atria's management to acquire Atria shares and to increase the company's value through management decisions and actions over the long term.

The first earning period was from 1 January to 31 December 2024, and the bonus for the period was based on the company's earnings per share (EPS, 70 percent) and organic growth (30 percent). The bonuses, payable partly in shares and partly in cash, will be paid in three equal instalments over the three years following the earnings period, partly in Atria shares and partly in cash. The cash component is intended to cover taxes and statutory social insurance contributions arising from the bonus for the CEO and Deputy CEO. If the employment relationship of the CEO or Deputy CEO ends before the payment of the bonus, the bonus may not be paid. There are no restrictions relating to the ownership of awarded shares.

In 2024, the CEO was paid the bonus accumulated during the earnings period for 2023 under the long-term incentive plan for 2021–2023, which corresponded to the total value of 1,485 Atria series A shares. The bonus was paid in 594 Atria series A shares and as a cash component of EUR 8,515. The Deputy CEO was paid the bonuses accumulated during the earnings periods for 2021, 2022 and 2023 under the long-term incentive plan for 2021–2023, which corresponded to the total value of 4,535 Atria series A shares. The bonuses were paid in 1,814 Atria series A shares and as a cash component of EUR 26,013.

On 18 December 2024, the Board of Directors decided that Atria's long-term incentive plan will be replaced in 2025 by a performance-based share incentive scheme in accordance with market

practices, which will consist of one (1) earning period of three (3) years. The earning period will cover the financial periods of 2025–2027. As a result of the change, the last two earning periods for 2025 and 2026 under the long-term incentive plan for 2024–2026 (announced on 20 December 2023) will not be initiated. Any previously earned bonuses for the long-term incentive plans for 2021–2023 and 2024–2026 will be paid in accordance with the terms of the plans in 2025, 2026 and 2027. In addition, Atria Plc's Board of Directors has decided to establish a transitional share-based incentive plan to facilitate the transition from the previous long-term incentive plan to the new performance-based share incentive plan. The transitional share-based plan consists of two earning periods of one year: the financial periods of 2025 and 2026.

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| LTI | Earning period | Earning criterion | Weight | Realised | The CEO's maximum number of shares | Number of shares earned | The Deputy CEO's maximum number of shares | Number of shares earned | Payment schedule |
|-----------|----------------|--------------------------|--------|----------|------------------------------------|-------------------------|---|-------------------------|------------------|
| 2024–2026 | 2024 | Earnings per share (EPS) | 70% | 70% | 25,000 | 17,500 | 6,000 | 4,200 | 2025, 2026, 2027 |
| | | Organic growth | 30% | | | | | | |
| 2021–2023 | 2023 | Earnings per share (EPS) | 70% | 26.73% | 16,667 | 4,455 | 6,000 | 1,605 | 2024, 2025, 2026 |
| | | Organic growth | 30% | | | | | | |
| 2021–2023 | 2022 | Earnings per share (EPS) | 70% | 100% | 25,000 | 25,000 | 6,000 | 6,000 | 2023, 2024, 2025 |
| | | Organic growth | 30% | | | | | | |
| 2021–2023 | 2021 | Earnings per share (EPS) | 70% | 100% | 25,000 | 25,000 | 6,000 | 6,000 | 2022, 2023, 2024 |
| | | Organic growth | 30% | | | | | | |

Remuneration of the CEO and Deputy CEO in 2024

| Remuneration 2024, EUR | Paid in 2024 | | | | | | | Earned in 2024 | | |
|------------------------|--------------|-----------------------|-----------------------|-----------------------|-----------------------|-----------------------|---------------------|------------------|-----------------------|------------------------|
| | Base salary | Share of remuneration | Short-term incentives | Share of remuneration | Long-term incentives* | Share of remuneration | Paid in 2024, total | Pension benefits | Short-term incentives | Long-term incentives** |
| Gyllström Kai | 501,120 | 93% | 26,088 | 5% | 14,211 | 3% | 541,419 | 121,200 | 122,839 | 190,750 |
| Back Tomas | 338,209 | 82% | 31,824 | 8% | 43,400 | 10% | 413,433 | 84,478 | 88,579 | 45,780 |

* Calculated at a share value of EUR 9.60 as of March 21, 2024. Includes the portion payable in cash.

** Calculated at a share value of EUR 10.90 as of December 31, 2024. Includes the portion payable in cash.