

ANNUAL GENERAL MEETING OF APETIT PLC

Time	Thursday 13 April 2023, 1:00 p.m. – 4:27 p.m.
Place	Company's head office, Maakunnantie 4, Säkyli
Present	The shareholders and their representatives recorded in the list of votes (Appendix 1) approved at the meeting were present or represented at the beginning of the meeting.

In addition, Mr. Teemu Summanen, LL.M, Ms. Johanna Hölli-Koskipirtti, LL.M., the members of the company's Board of Directors Lasse Aho, Niko Simula, Antti Korpinemi and Kati Sulin, certain members of the company's Supervisory Board, company's CEO Esa Mäki and other members of the management group, auditor Osmo Valovirta, APA, and technical staff were present.

1 Opening the meeting

The Chairman of the company's Supervisory Board, Harri Eela, opened the meeting and welcomed the participants.

2 Calling the meeting to order

Mr. Teemu Summanen, LL.M., was elected as Chairman of the meeting and he called Ms. Johanna Hölli-Koskipirtti, LL.M, to act as the secretary.

The Chairman explained the procedures for considering the matters on the agenda of the meeting.

It was noted that the meeting will be held in Finnish.

It was noted that the proposals of the Board of Directors and the shareholders for the Annual General Meeting had been published in the stock exchange release published on 16 February 2023, and in full on the company's website on the same day.

The Chairman noted that the company had offered shareholders the opportunity to appoint Mr. Jaakko Heliö, LL.M, as their proxy representative at the Annual General Meeting, and that Mr. Heliö had accordingly received voting instructions from shareholders, a summary of which the Chairman explained to the Annual General Meeting. The Chairman noted that no other voting instructions had been submitted to the company. Thus, a total of 36 shareholders and one custodian bank representing shareholders of nominee-registered shares had submitted voting instructions in advance, all of whom were represented by Mr. Jaakko Heliö. These parties represented a total of 150,879 shares and votes. The Chairman noted that Mr.

Heliö had indicated that the shareholders represented by him who had submitted voting instructions had not requested a vote on any item, but that SEB, the custodian bank representing the nominee-registered shareholders, had requested that a summary of the voting instructions on the opposing and empty votes be attached to the minutes.

The Chairman noted that the meeting would proceed as suggested. The summaries of the voting instructions and procedures delivered to the company were attached to the minutes (**Appendices 2 and 3**). However, the Chairman noted that, to the extent that the summary lists contain opposing voting instructions without a counter-proposal in matters where the proposal cannot be opposed without a counter-proposal, such voting instructions are not formally considered as votes against the proposed resolution.

It was stated that according to paragraph 10 of the company's Articles of Association, no shareholder is entitled to vote with more than one-tenth of the number of votes represented at the meeting.

3 Election of persons to scrutinize the minutes and to supervise the counting of votes

Mr. Markku Pärssinen and Ms. Eveliina Nyandoto were elected as the persons to scrutinize the minutes.

Mr. Jari Nevavuori, Ms. Kaija Ruosteenoja, Mr. Pertti Lehtola and Mr. Tommi Mäkelä were elected as the persons to supervise the counting of votes.

4 Recording the legality of the meeting

It was noted that the notice to the meeting had been published as a stock exchange release and on the company's website on 16 February 2023.

It was noted that the Annual General Meeting had been convened in accordance with the Articles of Association and the Companies Act and that the meeting was lawful and quorate.

The notice to the meeting was attached to the minutes (**Appendix 4**).

5 Recording the attendance at the meeting and adoption of the list of votes

It was noted that those shareholders who have duly registered for the Annual General Meeting before the end of the registration period and who have the right to participate in the general meeting according to Chapter 5, Sections 6 and 6a of the Companies Act and who participate in the Annual General Meeting at the meeting venue are considered to be shareholders participating in the meeting.

A list of participants at the beginning of the meeting and a list of votes, according to which a total of 2,719 shareholders were present at the beginning of the meeting, either personally or represented by a legal representative or authorized proxy was presented. It was recorded that 4,269,804 shares and votes were represented at the

beginning of the meeting, representing a total of 67.6 percent of the company's total number of shares and votes.

It was recorded that due to the voting restriction set forth in paragraph 10 of the Articles of Association, votes held by one shareholder could not exceed 426,980 votes. The maximum number of votes present at the meeting was thus 4,043,989.

The list of participants and the list of votes represented at the meeting were approved and attached to the minutes (**Appendix 1**). It was noted that the list of votes will be confirmed to reflect the participation situation at the start of a possible vote. In accordance with Companies Act, it was not possible to participate in the Annual General Meeting with the shares held by the company.

6 Presentation of the financial statements, the report of the Board of Directors and the Auditor's report for the financial year 1.1.–31.12.2022

The CEO held a review in which he discussed the financial year 2022 as well as the company's business and strategy.

The CEO's review was attached to the minutes (**Appendix 5**).

The financial statements for the financial year 1 January - 31 December 2022 was presented, which included the income statement, balance sheet and statement of cash flows with notes, as well as the consolidated financial statements and the Board of Directors' Management Report. It was noted that the parent company's financial statements were prepared according to Finnish accounting regulations and the consolidated statements according to the International Financial Reporting Standards (IFRS).

It was noted that the financial statement documents had been available on the company's website since 10 March 2023, and that they were also available at the meeting venue. It was noted that the financial statement stock exchange release for the financial year 1 January – 31 December 2022 had been published on 16 February 2023.

The documents relating to the financial statements were attached to the minutes (**Appendix 6**).

Auditor Osmo Valovirta presented the auditor's report, which was attached to the minutes (**Appendix 7**).

7 Presentation of the Statement of the Supervisory Board on the financial statements, Board of Directors' Management Report and Auditor's report

The Chairman of the Supervisory Board, Harri Eela, presented the statement of the Supervisory Board on the on the financial statements for the financial year 1 January – 31 December 2022, Board of Directors' Management Report and Auditor's report.

The statement of the Supervisory Board was attached to the minutes (**Appendix 8**).

8 Adoption of the financial statements and the consolidated financial statements

The Annual General Meeting approved the financial statements and the consolidated financial statements for the financial year of 1 January – 31 December 2022.

9 Resolution on the distribution of the profit shown on the balance sheet and the payment of dividends

It was noted that the parent company's distributable funds totalled EUR 49,931,349.93 on 31 December 2022, after adding the profit for the financial year, EUR 671,713.81.

It was noted that the Board of Directors had proposed to the Annual General Meeting that a dividend of EUR 0.50 per share be paid. The dividend will be paid to a shareholder who is registered in the company's shareholder register maintained by Euroclear Finland Ltd on the record date of 17 April 2023. The Board of Directors proposes to the Annual General Meeting that the dividend to be paid on 25 April 2023.

It was noted that the proposal was included in its entirety in the notice to the Annual General Meeting attached to the minutes (**Appendix 4**).

The Annual General Meeting resolved in accordance with the proposal of the Board of Directors that a dividend of EUR 0.50 per share be from the parent company's distributable funds will be paid to a shareholder who is registered in the company's shareholder register maintained by Euroclear Finland Ltd on the record date of 17 April 2023. The dividend will be paid on 25 April 2023.

10 Resolution on the discharge of the members of the Supervisory Board and of the Board of Directors and the CEO from liability for the financial period 1 January to 31 December 2022

The Annual General Meeting resolved to discharge from liability the members of the Board of Directors and the members of the Supervisory Board and the CEO for the financial year 1 January 2022 – 31 December 2022:

- Lasse Aho, Chairman of the Board of Directors and members of the Board of Directors Annika Hurme, Antti Korpinemi, Niko Simula and Kati Sulin;
- Harri Eela, Chairman of the Supervisory Board and members of the Supervisory Board Kirsi Ahlgrén, Nicolas Berner, Jaakko Halkilahti, Juha Hämäläinen, Laura Hämäläinen, Maisa Mikola, Jari Nevavuori, Pekka Perälä, Markku Pärssinen, Petri Rakkolainen, Olli Saaristo and Mauno Ylinen as well as member Tommi Mäkelä since 5 May 2022; and
- CEO Esa Mäki.

The Annual General Meeting resolved to discharge from liability the members of the Board of Directors and the members of the Supervisory Board and the CEO for the financial year 2022.

11 Handling of the remuneration report for governing bodies

The remuneration report for the governing bodies from financial year 2022 was presented.

It was noted that the remuneration report has been available on the company's website since 23 March 2023, and that they were also available at the meeting venue.

The remuneration report for governing bodies was attached to the minutes (**Appendix 9**).

The Annual General Meeting resolved to approve the remuneration Report. The resolution was advisory.

12 Resolution on the number of members of the Supervisory Board

It was noted that in accordance with paragraph 7 of the Articles of Association, the Supervisory Board comprises a minimum of 14 and a maximum of 18 members elected by the Annual General Meeting. Currently, the number of members of the Supervisory Board is 14 members elected by the General Meeting. In addition, the Supervisory Board consists of four members appointed by the personnel.

It was noted that certain shareholders had proposed to the Annual General Meeting that the number of members of the Supervisory Board remains unchanged and be fourteen (14).

It was noted that the proposal was included in its entirety in the notice to the Annual General Meeting attached to the minutes (**Appendix 4**).

Mr. Heikki Laurinen, representing certain shareholders, made a counter-proposal on the number of the members of the Supervisory Board at the Annual General Meeting. According to the counter-proposal, it was proposed that the number of members elected to the Supervisory Board be sixteen (16).

Since there were two separate proposals for the number of members of the Supervisory Board, the Annual General Meeting voted on the matter.

The Annual General Meeting carried out the vote and the Chairman suspended the meeting for duration of the counting of votes at 2:15 p.m. – 2:48 p.m.

It was recorded that the shares and votes present at the start of the vote according to the list of votes, a total of 4,269,804 shares and votes, participated in the vote. The shares that participated in the vote corresponded to 67.6 percent of total number of the company's shares and votes. The total number of votes available in the vote, taking voting restrictions into account, was 4,043,989, and the number of votes available to an individual shareholder was a maximum of 426,980.

1,967,156 votes were cast in favor of the original proposal, i.e. the election of 14 members, which, taking voting restrictions into account, corresponded to 49.40

percent of the votes cast. 2,014,858 votes were cast in favor of the counter-proposal, i.e. the election of 16 members, which, taking voting restrictions into account, corresponded to 50.60 percent of the votes cast. In this item, the number of votes that abstained and did not participate in the voting (including rejected voting ballots, two pieces) was a total of 61,975.

Based on the voting results, the Annual General Meeting resolved to confirm the number of members of the Supervisory Board as 16 members. The result of the vote was attached to the minutes (**Appendix 10**).

13 Resolution on the remuneration of members of the Supervisory Board

It was noted that current meeting fee for the Chairman, Deputy Chairman and members of the Supervisory Board is EUR 300. In addition, a monthly fee of EUR 1,000 has been paid to the Chairman and EUR 665 to the Deputy Chairman. The meeting fee is also paid to the members of the Nomination Committee for attending the meetings of the Nomination Committee and to the Chairman and Deputy Chairman of the Supervisory Board when they attend the Board meetings. Daily allowance and travel allowances for attending the meeting are paid in accordance with the company's travel rules.

It was noted that certain shareholders had proposed to the Annual General Meeting that the remuneration of the members of the Supervisory Board remains unchanged.

It was noted that the proposal was included in its entirety in the notice to the Annual General Meeting attached to the minutes (**Appendix 4**).

The Annual General Meeting resolved to approve the shareholders' proposal on the remuneration of the members of Supervisory Board.

14 Election of the members of the Supervisory Board

It was noted that the term of the following Supervisory Board members was ending: Jaakko Halkilahti, Maisa Mikola, Petri Rakkolainen, Olli Saaristo and Mauno Ylinen.

The Chairman noted that the company had received two separate proposals from the shareholders for the election of the members of the Supervisory Board:

- 14a: Certain shareholders propose to the Annual General Meeting that Jaakko Halkilahti, Maisa Mikola, Petri Rakkolainen, Olli Saaristo and Mauno Ylinen be re-elected as members of the Supervisory Board.
- 14b: Certain shareholders propose to the Annual General Meeting that Kalle Erkkola, Kimmo Joutsu, Vesa Korpimies, Eveliina Nyandoto ja Kustaa Poutiainen be elected as new members of the Supervisory Board.

Other members of the Supervisory Board, who's term is not ending, shall continue in their duties.

The persons proposed as members of the Supervisory Board had given their consent to the position.

It was noted that the proposal was included in its entirety in the notice to the Annual General Meeting attached to the minutes (**Appendix 4**).

It was noted that since the number of members of the Supervisory Board was confirmed to be 16 instead of the current 14 based on the vote carried out in item 12, a total of seven people should be elected as members of the Supervisory Board at the Annual General Meeting, five to replace those whose term is ending and two additional members.

Shareholder Mr. Markku Pärssinen proposed to the Annual General Meeting that in accordance with the proposal 14a included in the notice to the meeting, Jaakko Halkilahti, Maisa Mikola, Petri Rakkolainen, Olli Saaristo and Mauno Ylinen be re-elected as the members of the Supervisory Board and that Samu Pere and Juha Junnila, who presented themselves to the meeting, be elected as new members. In addition, shareholder Mr. Pärssinen proposed that the members of the Supervisory Board are elected by personal election instead of a list election.

The shareholders who had made the proposal 14b included in the meeting notice noted that their proposal, according to which Kalle Erkkola, Kimmo Joutsu, Vesa Korpimies, Eveliina Nyandoto and Kustaa Poutiainen would be elected as new members of the Supervisory Board to replace the resigning members, remained in force.

The Chairman noted that twelve (12) different persons have been proposed as members of the Supervisory Board, of which seven (7) can be elected. In addition, the Chairman noted that since there are no longer two separate lists of candidates that can be compared, a personal election had to be conducted for the election of members.

The Chairman noted that the candidates nominated in the election were Kalle Erkkola, Jaakko Halkilahti, Kimmo Joutsu, Juha Junnila, Vesa Korpimies, Maisa Mikola, Eveliina Nyandoto, Samu Pere, Petri Rakkolainen, Kustaa Poutiainen, Olli Saaristo and Mauno Ylinen. The Chairman noted that the seven (7) persons who received the most votes in the election will be elected members of the Supervisory Board.

The Annual General Meeting carried out the vote and decided to continue the meeting during the counting of votes with consideration of agenda items 16–19.

16 Resolution on the number of auditors

According to paragraph 12 of the Articles of Association, the company has at least two and at most three auditors, who must be auditors or audit firms approved by the

Central Chamber of Commerce. The auditor's term of office ends at the end of the annual general meeting following the election.

It was noted that the Board of Directors of the company had proposed to the Annual General Meeting that two auditors be elected for the company.

It was noted that the proposal was included in its entirety in the notice to the Annual General Meeting attached to the minutes (**Appendix 4**).

The Annual General Meeting resolved to approve the proposal of the Board of Directors and to confirm the number of auditors as two.

17 Resolution on the auditors' remuneration

It was noted that the Board of Directors had proposed to the Annual General Meeting that the auditors be paid according to reasonable invoices approved by the company.

It was noted that the proposal was included in its entirety in the notice to the Annual General Meeting attached to the minutes (**Appendix 4**).

The Annual General Meeting resolved to approve the proposal of the Board of Directors on the remuneration of the auditors.

18 Election of the auditors

It was noted that according to the Articles of Association, the company has at least two or at most three actual auditors, who must be APA auditors/auditing firms approved by the Central Chamber of Commerce. In the past financial year, the auditors of the company were APA Osmo Valovirta and the auditing firm Ernst & Young Oy, the principal auditor being APA Erika Grönlund. It was noted that in item 16, the Annual General Meeting resolved to confirm the number of auditors as two auditors.

It was noted that the company's Board of Directors had proposed to the Annual General Meeting that for a term that ends at the closing of the 2024 Annual General Meeting, Osmo Valovirta, APA, and auditing firm Ernst & Young Oy, with Erika Grönlund, APA as the principal auditor be re-elected as the auditors.

It was noted that the proposal was included in its entirety in the notice to the Annual General Meeting attached to the minutes (**Appendix 4**).

The Annual General Meeting resolved to, in accordance with the proposal of the Board of Directors, to elect APA Osmo Valovirta and auditing firm Ernst & Young Oy, with Erika Grönlund, APA, as the principal auditor, as the company's auditors.

19 Authorizing the Board of Directors to decide on the repurchase of company's own shares

It was noted that the Board of Directors had proposed to the Annual General Meeting that the Annual General Meeting authorizes the Board of Directors to decide on the repurchase of a maximum of 80,000 (eighty thousand) of the company's own shares using the unrestricted equity of the company representing about 1,27 percent of all

the shares in the company. The authorization includes the right to accept company's own shares as a pledge.

The shares shall be acquired through public trading, for which reason the shares are acquired otherwise than in proportion to the share ownership of the shareholders and the consideration paid for the shares shall be the market price of the company's share in public trading at Nasdaq Helsinki Ltd at the time of the acquisition. Shares may also be acquired outside public trading for a price which at most corresponds to the market price in public trading at the time of the acquisition.

The Board of Directors will be authorized to resolve upon how the shares are acquired. The authorization includes the Board's right to resolve on a directed repurchase or the acceptance of shares as a pledge, if there is a weighty financial reason for the company to do so as provided for in Chapter 15, Section 6 of the Finnish Limited Liability Companies Act. The shares shall be acquired to be used for execution of the company's share-based incentive schemes or for other purposes determined by the Board of Directors. The decision to repurchase or redeem company's own shares or to accept them as pledge shall not be made so that the shares of the company in the possession of or held as pledges by the company and its subsidiaries would exceed 10 % of all shares. The Board of Directors shall decide on any other matters related to the repurchase of the company's own shares and/or accepting them as a pledge.

The authorization is proposed to be valid until the closing of the Annual General Meeting 2024, however no longer than until 31 May 2024.

The authorization cancels the authorization to repurchase shares granted at the Annual General Meeting on 5 May 2022.

It was noted that the proposal was included in its entirety in the notice to the Annual General Meeting attached to the minutes (**Appendix 4**).

The Annual General Meeting resolved to authorize the Board of Directors to decide on the repurchase of the company's own shares in accordance with the Board's proposal.

The Chairman suspended the meeting for the counting of votes on item 14 at 3:26 p.m.–4:22 p.m., after which the meeting continued with the consideration of the voting results of item 14 and consideration of the items 15 and 20.

14 Election of the members of the Supervisory Board, voting result

It was recorded that the shares and votes present at the start of the vote according to the list of votes, a total of 4,269,804 shares and votes, participated in the vote. The shares that participated in the vote corresponded to 67.6 % of total number of the company's shares and votes. The total number of votes available in the vote, taking voting restrictions into account, was 4,043,989, and the number of votes available to

an individual shareholder was a maximum of 426,980. In this item, the number of shares and votes that abstained and did not participate in the voting was 46,232.

Votes were cast on behalf of the candidates nominated in the election, taking into account the voting restrictions, as follows:

- Kalle Erkkola, 1,593,964 votes, which corresponded to 6.71 percent of the votes cast in the election;
- Jaakko Halkilahti, 2,031,700 votes which corresponded to 8.55 percent of the votes cast in the election;
- Kimmo Joutsu, 1,959,995 votes which corresponded to 8.25 percent of the votes cast in the election;
- Juha Junnila, 2,088,695 votes which corresponded to 8.79 percent of the votes cast in the election;
- Vesa Korpimies, 1,964,404 votes, which corresponded to 8.27 percent of the votes cast in the election;
- Maisa Mikola, 2,035,839 votes, which corresponded to 8.57 percent of the votes cast in the election;
- Eveliina Nyandoto, 1,964,167 votes, which corresponded to 8.27 percent of the votes cast in the election;
- Samu Pere, 2,085,050 votes, which corresponded to 8.78 percent of the votes cast in the election;
- Kustaa Poutiainen, 1,959,085 votes, which corresponded to 8.25 percent of the votes cast in the election;
- Petri Rakkolainen, 2,032,806 votes, which corresponded to 8.56 percent of the votes cast in the election;
- Olli Saaristo, 2,033,994 votes, which corresponded to 8.56 percent of the votes cast in the election;
- Mauno Ylinen, 2,000,067 votes, which corresponded to 8.42 percent of the votes cast in the election.

Based on the voting result, the Annual General Meeting resolved to elect the following seven (7) persons as the members of the Supervisory Board:

- Jaakko Halkilahti, re-elected
- Juha Junnila, new member
- Maisa Mikola, re-elected
- Samu Pere, new member
- Petri Rakkolainen, re-elected
- Olli Saaristo, re-elected

- Mauno Ylinen, re-elected.

The result of the vote was attached to the minutes (**Appendix 11**).

15 Appointment of two members to the Supervisory Board's Nomination Committee

It was noted that the company had received a shareholders' proposal for the two members of the Supervisory Board's Nomination Committee be elected. Certain shareholders propose that Henrika Vikman be re-elected and Nicolas Berner be to be elected as new member of the Supervisory Board's Nomination Committee. The shareholders' proposal had been available on the company's website.

It was noted that the proposal was included in its entirety in the notice to the Annual General Meeting attached to the minutes (**Appendix 4**).

The Annual General Meeting resolved to re-elect Henrika Vikman and elect Nicolas Berner the members of the Supervisory Board's Nomination Committee.

20 Closing of the meeting

The Chairman noted that all the items on the agenda had been completed and that the minutes of the meeting will be available for shareholders to view on the company's head office and website no later than 27 April 2023.

The Chairman closed the meeting at 4:27 p.m.

Chairman of the
Annual General Meeting:

TEEMU SUMMANEN

Teemu Summanen

In Fidem:

JOHANNA HÖLLI-KOSKIPIRTTI

Johanna Hölli-Koskipirtti

Minutes reviewed and
confirmed by:

EVELIINA NYANDOTO

Eveliina Nyandoto

MARKKU PÄRSSINEN

Markku Pärssinen

APPENDICES

- Appendix 1 The list of participants and the list of votes
- Appendix 2 Summary of the voting instructions
- Appendix 3 Summary of the voting instructions of shareholders represented by SEB
- Appendix 4 Notice to the meeting
- Appendix 5 CEO's review
- Appendix 6 Documents relating to the financial statements
- Appendix 7 Auditor's report
- Appendix 8 Statement of the Supervisory Board
- Appendix 9 Remuneration report
- Appendix 10 Voting result on agenda item 12
- Appendix 11 Voting result on agenda item 14