

## Proposals by Huhtamäki Oyj's Shareholders' Nomination Board to the Annual General Meeting of Shareholders 2026

### **Composition of the Board of Directors**

The Shareholders' Nomination Board proposes to the Annual General Meeting that the number of members of the Board of Directors would be nine (9).

The Shareholders' Nomination Board proposes to the Annual General Meeting that of the current members of the Board of Directors, Ms. Mercedes Alonso, Mr. Robert K. Beckler, Ms. Essimari Kairisto, Ms. Anja Korhonen, Mr. Johann Christoph Michalski, Ms. Kerttu Tuomas and Mr. Pekka Vauramo, would be re-elected and, as new members, Mr. Suryakant Pandey and Ms. Johanna Söderström would be elected as members of the Board of Directors for a term ending at the end of the next Annual General Meeting. In addition, the Shareholders' Nomination Board proposes that Mr. Pekka Vauramo would be re-elected as Chair of the Board, and that Ms. Kerttu Tuomas would be re-elected as Vice-Chair of the Board.

Two of the current members of the Board of Directors, Mr. Doug Baillie and Ms. Pauline Lindwall, have announced that they are not available for re-election to the Board of Directors.

The Shareholders' Nomination Board's proposal regarding the composition of the Board of Directors is based on the assumption that shareholders take a position on the proposal as a whole.

Mr. Suryakant Pandey (born 1969) acts as Managing Director, Middle East, North Africa and India Region at pladis Foods Limited. Before that he has worked as Managing Director, India Region & South Asian countries at Kimberly-Clark Corporation (2015–2021) and in several positions at Mondelez International, Inc. (2012–2015), Kraft Foods Inc. (2006–2012) and The Procter & Gamble Company (1996–2005). Mr. Pandey holds a B. Sc. Tech. (Hons) and an MBA. He is independent of the Company and significant shareholders.

Ms. Johanna Söderström (born 1971) acts as Founder at Taika Talent Group LLC. Before that she has acted as Executive Vice President, Chief People Officer at Tyson Foods, Inc. (2020–2024) and in several HR positions at Dow Chemical Company (1999–2006, 2007–2019), Huhtamäki Oyj (2006–2007) and Oy L M Ericsson Ab (1989–1999). Ms. Söderström acts as a Board member of Fortrex, Inc. Ltd. Ms. Söderström holds a M. Sc. (Econ.). She is independent of the Company and significant shareholders.

The biographical details of all candidates are presented on the Company's website ([www.huhtamaki.com](http://www.huhtamaki.com)).

All of the candidates have given their consent to the election.

## **Remuneration and expense compensation of the members of the Board of Directors**

The Shareholders' Nomination Board proposes to the Annual General Meeting that the remuneration of the Board of Directors would remain unchanged. Thus, the annual remuneration to the members of the Board of Directors would be paid as follows: to the Chair EUR 180,000, to the Vice-Chair EUR 84,000 and to the other members EUR 69,000 each. In addition, the annual remuneration to the Chair and members of the Board Committees would be paid as follows: to the Chair of the Audit Committee EUR 17,500 and to the other members of the Audit Committee EUR 7,000, to the Chair of the Human Resources Committee EUR 10,500 and to the other members of the Human Resources Committee EUR 4,200 as well as to the Chair of the Investment Committee EUR 10,500 and to the other members of the Investment Committee EUR 4,200. In addition, EUR 1,500 would be paid for each Board and Committee meeting attended. Traveling expenses of the Board members would be compensated in accordance with the Company policy.

The Shareholders' Nomination Board expects all members of the Board of Directors to own shares in Huhtamäki Oyj.