

**ANNUAL GENERAL MEETING OF YIT CORPORATION**

Time	March 19, 2026 at 11:00 a.m. (EET)
Place	Finlandia Hall, Mannerheimintie 13e, Helsinki, Finland
Present	<p>The shareholders set out in the list of votes adopted at the meeting (<a href="#">Appendix 1</a>) were represented at the meeting either in person or by proxy representative.</p> <p>In addition, the members of the Board of Directors of the Company, the President and CEO, other members of the senior management of the Company, the chief auditor and sustainability auditor of the Company as well as meeting officials were present at the General Meeting.</p>

**1 Opening of the meeting**

Chairperson of the Board of Directors Jyri Luomakoski opened the meeting and welcomed those present.

**2 Calling the meeting to order**

Attorney-at-law Mikko Heinonen was elected as Chairperson of the General Meeting in accordance with the proposal presented in the organizational document published as an appendix to the notice to the General Meeting. He called the Company's General Counsel, Juha Jauhiainen, to act as secretary of the meeting.

It was noted that certain common procedures and matters of order of the meeting concerning agenda items 1–5 had been described in more detail in the organizational document published as an appendix to the notice to the General Meeting. The organizational document was attached to the minutes ([Appendix 2](#)).

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

In accordance with the proposal presented in the organizational document, Jussi Halonen was elected to scrutinize the minutes, and Vesa Pirinen was elected to supervise the counting of votes.

#### **4 Recording the legality of the meeting**

It was noted that the notice to the General Meeting had been published on the Company's website and as a stock exchange release on February 25, 2026.

It was recorded that the Company's financial statement documents, the auditor's report and the assurance report on the sustainability statement for the financial year 2025, the Company's remuneration report for governing bodies, the resolution proposals on the agenda of the General Meeting, and other meeting documents had been published on the Company's website no later than February 25, 2026.

It was noted that the General Meeting had been convened in accordance with the Articles of Association and in compliance with the provisions of the Finnish Limited Liability Companies Act, and it was thus duly convened and constituted a quorum.

The notice to the meeting was attached to the minutes (Appendix 3).

#### **5 Recording the attendance and adoption of the list of votes**

It was noted that the shareholders who had duly registered for the General Meeting before the expiry of the registration period and who have the right to participate in the General Meeting pursuant to Chapter 5, Sections 6 and 6a of the Finnish Companies Act and who had either voted in advance during the advance voting period or participated in the General Meeting at the meeting venue were deemed as shareholders participating in the meeting.

A list of shareholders represented at the beginning of the meeting and the list of votes were presented, according to which 319 shareholders were represented in the meeting either by way of advance voting or present at the meeting venue in person, or by statutory representative or by proxy. It was recorded that at the beginning of the meeting a total of 118,945,133 shares and votes were represented, which corresponds to approximately 51.3 per cent of all shares and votes in the Company.

The list of attendance and the list of votes as at the beginning of the meeting were attached to the minutes (Appendix 1). It was

noted that the list of votes would be confirmed to reflect the attendance at the beginning of a possible vote.

It was recorded that it had been possible to participate in the General Meeting also by voting in advance. A proposal subject to advance voting is considered to have been presented unchanged at the Annual General Meeting in accordance with the Finnish Limited Liability Companies Act.

A summary of the distribution of advance votes was attached to the minutes (Appendix 4).

It was noted that the Company's members of the Board of Directors, the President and CEO, other members of the senior management of the Company, the chief auditor and sustainability auditor of the Company as well as meeting officials were also present at the meeting.

**6 Presentation of the financial statements, the report of the Board of Directors, the consolidated financial statements, the auditor's report and the assurance report on the sustainability statement for the year 2025**

President and CEO Heikki Vuorenmaa presented the financial statement documents for the financial year 2025 and reviewed the Company's outlook for 2026.

Mikko Ryttilahti, APA, ASA, the chief auditor and sustainability auditor of the Company, presented the auditor's report and the assurance report on the sustainability statement of the Company for the financial year 2025.

It was noted that the financial statements, including the income statement, balance sheet, cash flow statement and appendices, as well as the consolidated financial statements, the report of the Board of Directors including the sustainability statement, the auditor's report and the assurance report on the sustainability statement had been published as a stock exchange release on February 25, 2026 and had since been available on the Company's website, in addition to which they were also available for inspection at the meeting venue.

The financial statement documents, the auditor's report and the assurance report on the sustainability statement were attached to the minutes (Appendix 5, Appendix 6 and Appendix 7).

**7 Adoption of the financial statements and the consolidated financial statements**

The General Meeting resolved to adopt the financial statements and the consolidated financial statements for the financial year 2025.

It was recorded that the number of opposing advance votes cast by shareholders in this agenda item was 0.

**8 Resolution on the use of profit shown on the balance sheet and the distribution of dividend**

It was noted that the Board of Directors had proposed that no dividend be paid based on the balance sheet to be adopted for the financial year 2025.

The General Meeting resolved that no dividend be paid based on the balance sheet adopted for the financial year 2025 in accordance with the proposal of the Board of Directors.

It was recorded that the number of opposing advance votes cast by shareholders in this agenda item was 102.

**9 Resolution on the discharge of the members of the Board of Directors and the President and CEO from liability**

It was noted that the discharge from liability concerns all persons who have acted as members of the Board of Directors and as the President and CEO of the Company during the financial year 2025. These persons are:

- Jyri Luomakoski, Chairperson of the Board;
- Casimir Lindholm, Vice Chairperson of the Board;
- Anders Dahlblom, member of the Board;
- Sami Laine, member of the Board;
- Kerttu Tuomas, member of the Board;
- Leena Vainiomäki, member of the Board;
- Heikki Vuorenmaa, President and CEO.

The General Meeting resolved to grant discharge from liability to the above-mentioned persons who have acted as members of the Board of Directors and the President and CEO.

It was recorded that the number of opposing advance votes cast by shareholders in this agenda item was 20.

## **10 Presentation of the remuneration report for governing bodies**

It was noted that the Company's remuneration report for governing bodies for the financial year 2025 had been published as a stock exchange release on February 25, 2026 and had since been available on the Company's website, in addition to which it was also available for inspection at the meeting venue.

Kerttu Tuomas, Chairperson of the Personnel Committee of the Board, presented the remuneration report.

The remuneration report was attached to the minutes ([Appendix 8](#)).

The General Meeting resolved to approve the remuneration report for governing bodies. The resolution was advisory.

It was recorded that the number of opposing advance votes cast by shareholders in this agenda item was 238,608.

## **11 Resolution on the remuneration of the Chairperson, Vice Chairperson and members of the Board of Directors and the remuneration of the Shareholders' Nomination Board**

Chairperson of the Shareholders' Nomination Board Alexander Ehrnrooth presented the resolution proposals of the Nomination Board in agenda items 11–13 to the General Meeting.

It was recorded that the Shareholders' Nomination Board had proposed that the remuneration payable to the members of the Board of Directors remains unchanged and that the following fixed annual remuneration be paid to the members of the Board of Directors for the term of office ending at the conclusion of the next Annual General Meeting:

- Chairperson of the Board: EUR 105,000;

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- Vice Chairperson of the Board and Chairpersons of permanent committees: EUR 73,500, unless the same person is Chairperson or Vice Chairperson of the Board; and
- members: EUR 52,500.

In addition, the Nomination Board had proposed that, based on the resolution of the Annual General Meeting, 40% of the fixed annual fee shall be paid in YIT Corporation's shares to be purchased on the Board members' behalf at a price determined in public trading at the Helsinki Stock Exchange (Nasdaq Helsinki Ltd). The shares will be purchased within two weeks of the publication of the interim report for the period January 1–March 31, 2026 or on the first possible date under applicable law. The Company will pay any costs related to the purchase of shares.

The Nomination Board recommends that members of the Board of Directors do not divest the shares awarded to them as a fixed annual fee until their term on the Board has expired. The Nomination Board views that long-term oriented and increasing share ownership by the members of the Board of Directors benefits all shareholders.

The Nomination Board had further proposed that the members of the Board and its permanent and temporarily appointed committees be paid a meeting fee of EUR 800 per meeting, also for meetings of the Board and its committees held via electronic remote connections or by telephone.

It had been proposed that the Chairperson of the Board and the Chairpersons of the permanent and temporarily appointed committees be paid a meeting fee of EUR 1,600 per meeting. Per diems are proposed to be paid for trips in Finland and abroad in accordance with the group's travel guidelines and the Tax Administration's travelling compensation regulations.

In addition, the Nomination Board had proposed that the remuneration payable to the members of the Shareholders' Nomination Board remains unchanged and that the members of the Shareholders' Nomination Board, including the expert member, be paid a meeting fee of EUR 800 per Board meeting and the Chairperson of the Shareholders' Nomination Board be paid EUR 1,600 per Board meeting.

The General Meeting resolved to approve the remuneration of the members of the Board of Directors and the members of the Nomination Board in accordance with the proposal of the Shareholders' Nomination Board.

It was recorded that the number of opposing advance votes cast by shareholders in this agenda item was 20.

## **12 Resolution on the number of members of the Board of Directors**

It was noted that according to Section 4 of the Company's Articles of Association, the administration and proper organization of the Company's operations shall be attended to by the Board of Directors, which shall comprise a Chairperson and a Vice Chairperson elected by the General Meeting and a minimum of three (3) and a maximum of eight (8) members.

It was noted that the Shareholders' Nomination Board had proposed that a Chairperson, a Vice Chairperson and four (4) ordinary members be elected to the Company's Board of Directors.

The General Meeting resolved to elect a Chairperson, a Vice Chairperson and four (4) ordinary members to the Board of Directors in accordance with the proposal of the Shareholders' Nomination Board.

## **13 Election of the Chairperson, Vice Chairperson and members of the Board of Directors**

It was noted that according to Section 4 of the Company's Articles of Association, the term of office of a Board member commences at the General Meeting in which they have been elected and ends at the closing of the next Annual General Meeting.

It was recorded that the Shareholders' Nomination Board had proposed that the following persons be re-elected as members of the Board of Directors of the Company for a term of office ending at the conclusion of the next Annual General Meeting following their election: Jyri Luomakoski as Chairperson, Casimir Lindholm as Vice Chairperson, and Anders Dahlblom, Sami Laine, Kerttu Tuomas and Leena Vainiomäki as members.

With respect to the election procedure of the members of the Board of Directors, the Nomination Board had recommended that the shareholders take a position on the proposal as a whole. In

preparing its proposals, the Nomination Board, in addition to ensuring that the individual nominees for membership of the Board of Directors possess the required competences, has determined that the proposed Board of Directors as a whole also has the best possible expertise for the Company and that the composition of the Board of Directors meets all other requirements of the law and the Finnish Corporate Governance Code for listed companies.

The General Meeting resolved to elect Jyri Luomakoski as Chairperson of the Board of Directors, Casimir Lindholm as Vice Chairperson of the Board of Directors, and Anders Dahlblom, Sami Laine, Kerttu Tuomas, and Leena Vainiomäki as members of the Board of Directors in accordance with the proposal of the Shareholders' Nomination Board.

**14 Resolution on the remuneration of the auditor and the sustainability auditor**

It was noted that the Board of Directors had on recommendation of the Audit Committee proposed that the auditor's and the sustainability auditor's fees will be paid according to the invoice approved by the Company.

The General Meeting resolved that the auditor's and the sustainability auditor's fees be paid according to the invoice approved by the Company in accordance with the proposal of the Board of Directors.

It was recorded that the number of opposing advance votes cast by shareholders in this agenda item was 929.

**15 Election of the auditor and the sustainability auditor**

It was noted that the Board of Directors had on recommendation of the Audit Committee proposed that Ernst & Young Oy, Authorized Public Accountants, be re-elected as the Company's auditor for a term of office ending at the conclusion of the next Annual General Meeting following their election, with Mikko Ryttilahti, APA, serving as the chief auditor.

In addition, the Board of Directors had on recommendation of the Audit Committee proposed that Ernst & Young Oy, Authorized Sustainability Audit Firm, be re-elected as the Company's sustainability auditor for a term of office ending at the conclusion of

the next Annual General Meeting following their election, with Mikko Ryttilahti, ASA, serving as the chief sustainability auditor.

The General Meeting resolved to elect Ernst & Young Oy, Authorized Public Accountants, as the Company's auditor and sustainability auditor in accordance with the proposal of the Board of Directors.

**16 Authorization of the Board of Directors to resolve on the repurchase of own shares**

It was recorded that the Board of Directors had proposed that the Annual General Meeting authorize the Board of Directors to resolve on the repurchase of the Company's own shares using the Company's unrestricted equity under the following terms and conditions:

A maximum of 23,000,000 Company shares in total may be purchased, corresponding to approximately 10% of all Company shares. However, the number of shares held by the Company may not represent more than 10% of all shares in the Company. This number includes all the treasury shares held by the Company and its subsidiaries in the manner provided for in chapter 15, section 11(1) of the Limited Liability Companies Act.

The Board of Directors is authorized to resolve how Company shares are purchased. Company shares may be purchased at a price determined by public trading on the day of purchase or at a price otherwise determined at the market. Shares may be purchased in a proportion other than that of the shares held by the shareholders.

The authorization revokes the authorization to repurchase the Company's own shares issued by the Annual General Meeting on April 3, 2025. The authorization is valid until the close of the next Annual General Meeting, however, no longer than until June 30, 2027.

The General Meeting resolved to authorize the Board of Directors to resolve on the repurchase of own shares in accordance with the proposal of the Board of Directors.

It was recorded that the number of opposing advance votes cast by shareholders in this agenda item was 5,600 and the number of abstaining votes cast was 77,628.

**17 Authorization of the Board of Directors to resolve on share issues**

It was recorded that the Board of Directors had proposed that the Annual General Meeting authorize the Board of Directors to resolve on share issues under the following terms and conditions:

The authorization may be used in full or in part by issuing shares in the Company in one or more tranches so that the maximum number of shares issued is a total of 23,000,000, corresponding to approximately 10% of all Company shares.

The Board of Directors is authorized to resolve on all terms and conditions of the share issue. The Board of Directors may also resolve on a directed share issue in deviation from the shareholders' pre-emptive subscription rights. Shares can be issued for subscription with or without consideration.

Based on the authorization, the Board of Directors may also resolve on a share issue without consideration to the Company itself so that the number of own shares held by the Company after the share issue represents a maximum of 10% of all shares in the Company. This number includes all the treasury shares held by the Company and its subsidiaries in the manner provided for in chapter 15, section 11(1) of the Limited Liability Companies Act.

The authorization revokes the authorization to resolve on share issues issued by the Annual General Meeting on April 3, 2025. The authorization is valid until the close of the next Annual General Meeting, however, no longer than until June 30, 2027.

The General Meeting resolved to authorize the Board of Directors to resolve on share issues in accordance with the proposal of the Board of Directors.

It was recorded that the number of opposing advance votes cast by shareholders in this agenda item was 96,124 and the number of abstaining votes cast was 0.

**18 Closing of the meeting**

It was noted that all items on the agenda of the General Meeting had been considered.



MINUTES

11 (12)

NO. 1/2026

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It was recorded that all resolutions of the General Meeting were made unanimously, unless otherwise indicated in the minutes.

It was noted that the minutes of the General Meeting will be available to shareholders on the Company's website no later than two weeks after the meeting, i.e. on April 2, 2026, at the latest.

The Chairperson declared the General Meeting closed at 12:34 p.m. (EET).

*[Signature page to follow]*



MINUTES

12 (12)

NO. 1/2026

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In fidem:

Mikko Heinonen  
Chairperson

Juha Jauhiainen  
Secretary

The minutes scrutinized and approved by:

Jussi Halonen