

PROPOSALS OF THE BOARD OF DIRECTORS AND THE NOMINATION BOARD

- 1. Opening of the meeting**
- 2. Election of the chair and calling the secretary of the meeting**
- 3. Election of the persons to scrutinise the minutes and to supervise the counting of votes**
- 4. Adoption of the list of votes**
- 5. Recording the legality of the meeting**
- 6. Presentation of the financial statements, the report of the Board of Directors, the consolidated financial statements and the auditor's report for the year 2023**

The President and CEO reviews the year 2023 and presents the outlook for 2024.

- 7. Adoption of the financial statements and the consolidated financial statements**
- 8. Resolution on the measures warranted by the profit shown on the adopted balance sheet and the distribution of dividend**

The Board of Directors proposes that no dividend be paid based on the balance sheet to be adopted for the financial year 2023.

- 9. Discharge of the members of the Board of Directors and the President and CEO from liability**
- 10. Presentation and adoption of the remuneration report for the Company's governing bodies**
- 11. Presentation and adoption of the remuneration policy for the Company's governing bodies**
- 12. Resolution on the remuneration of the Chairman, Vice Chairman and members of the Board of Directors and the remuneration of the Nomination Board**

The Shareholders' Nomination Board proposes that the members of the Board of Directors be paid the following fixed annual fees corresponding to the previous year's fees for the term of office ending at the conclusion of the next Annual General Meeting:

- Chairman of the Board: EUR 105,000;
- Vice Chairman of the Board and Chairmen of the permanent Committees: EUR 73,500, unless the same person is Chairman of the Board or Vice Chairman of the Board; and
- members: EUR 52,500.

In addition, the Shareholders' Nomination Board proposes that, based on the resolution of the Annual General Meeting, 40% of the fixed annual fee shall be paid in YIT Corporation shares to be purchased on the Board members' behalf at a price determined in public trading from a regulated market (Nasdaq Helsinki Ltd). The shares will be purchased within two weeks of the publication of the interim report for the period 1 January–31 March 2024 or on the first possible date under applicable law. The Company will pay any costs related to the purchase of Company shares.

The Nomination Board recommends that members of the Board of Directors do not transfer the shares awarded to them as a fixed annual fee until their term on the Board expires. 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 further proposes that, as in the previous year, the members of the Board and its permanently and temporarily appointed committees living in Finland be paid a meeting fee of EUR 800 per meeting and members living elsewhere in Europe be paid EUR 2,000, also for meetings of the Board and its committees held via electronic remote connections or by telephone.

It is proposed that, as in the previous year, the Chairman of the Board and the Chairmen 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 YIT Corporation's and tax authorities' travelling compensation regulations.

In addition, the Nomination Board proposes that, as in the previous year, the members of the Shareholders' Nomination Board, including the expert member, be paid a meeting fee of EUR 800 per Board meeting and the Chairman of the Shareholders' Nomination Board be paid EUR 1,600 per Board meeting.

13. Resolution on the number of members of the Board of Directors

The Shareholders' Nomination Board proposes that a Chairman, a Vice Chairman and four (4) ordinary members be elected to the Company's Board of Directors.

14. Election of the Chairman, Vice Chairman and members of the Board of Directors

The Shareholders' Nomination Board proposes that **Jyri Luomakoski** be elected as Chairman and **Casimir Lindholm** as Vice Chairman, **Sami Laine** and **Kerttu Tuomas** be re-elected as members and **Leena Vainiomäki** and **Anders Dahlblom** be elected as new members for a term of office ending at the conclusion of the next Annual General Meeting following their election.

15. Election of the auditor

It is noted that the Annual General Meeting held on 16 March 2023 resolved on the election of the auditor and on the remuneration of the auditor for the financial years 2023 and 2024. Ernst & Young Oy, Authorised Public Accountants, was elected as the auditor for the financial year 2024, with Mikko Ryttilahti, APA, serving as the chief auditor. It was also resolved that the auditor's fee was to be paid according to their invoice approved by the Company.

It is further noted that in accordance with the transitional provision of the Act Amending the Limited Liability Companies Act (1252/2023), Ernst & Young Oy, elected as the auditor for the financial year 2024, will also act as the Company's sustainability partner for the financial year 2024. The sustainability partner's fee will be paid according to their invoice approved by the Company.

16. Authorisation of the Board of Directors to resolve on the repurchase of own shares

The Board of Directors proposes that the Annual General Meeting authorise 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 21,000,000 Company shares 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 authorised 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 Board of Directors proposes that the authorisation shall revoke the authorisation to repurchase the Company's own shares issued by the Annual General Meeting on 16 March 2023. The Board of Directors proposes that the authorisation be valid until 30 June 2025.

17. Authorisation of the Board of Directors to resolve on share issues

The Board of Directors proposes that the Annual General Meeting authorise the Board of Directors to resolve on share issues under the following terms and conditions:

The authorisation 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 21,000,000, corresponding to approximately 10% of all Company shares.

The Board of Directors is authorised 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 authorisation, the Board of Directors may also resolve on a share issue without consideration to the Company itself so that the number of 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 Board of Directors proposes that the authorisation shall revoke the authorisation to resolve on share issues issued by the Annual General Meeting on 16 March 2023. The Board of Directors proposes that the authorisation be valid until 30 June 2025.

18. Closing of the meeting