

Decisions by Fortum Corporation's Annual General Meeting 2025

FORTUM CORPORATION STOCK EXCHANGE RELEASE 1 APRIL 2025 AT 17:15 EEST

The Annual General Meeting of Fortum Corporation 2025 was held at Finlandia Hall in Helsinki, Finland today, on 1 April 2025.

The Annual General Meeting adopted the Financial Statements and the Consolidated Financial Statements for the financial period 1 January–31 December 2024. In accordance with the proposal of the Board of Directors, the Annual General Meeting resolved that a dividend of EUR 1.40 per share will be paid for the financial year that ended on 31 December 2024, which corresponds to EUR 1,256,170,251 in aggregate. The remaining part of the distributable funds will be retained in the unrestricted equity of the Company. The dividend will be paid to shareholders who on the record date of the dividend payment 3 April 2025 are recorded in the shareholders' register of the Company held by Euroclear Finland Oy. The dividend will be paid to the shareholders on 10 April 2025.

The Annual General Meeting resolved to discharge from liability for the financial year 2024 all the persons who had served as members of the Board of Directors and as President and CEO during the year 2024.

The Annual General Meeting resolved to approve the remuneration report for the Company's governing bodies for 2024. The resolution made is advisory. The Annual General Meeting resolved to support the updated remuneration policy for the Company's governing bodies. The resolution made is advisory.

Board of Directors, remuneration, auditor and sustainability reporting assurance provider

In accordance with the proposal of the Shareholders' Nomination Board, the Annual General Meeting resolved, in addition to increasing the fixed annual fees, that the fixed fees for the Committee work, which previously had been in use, will be discontinued to streamline the remuneration structure. The following fixed annual fees will be paid to the Chair, Deputy Chair and the other members of the Board of Directors for the term that started at the end of the Annual General Meeting 2025 and ending at the end of the Annual General Meeting 2026:

The annual fee of the Chair, Deputy Chair and other members of the Board of Directors:

- Board Chair: EUR 155,000;
- Board Deputy Chair: EUR 85,000;
- Committee Chairs: EUR 85,000, in case that he/she does not simultaneously act as Chair or Deputy Chair of the Board of Directors; and
- Board Members: EUR 68,000.

The meeting fee payable to a Board member, also for the Committee meetings, will be EUR 1,000 for each meeting, or EUR 2,000 in case the member travels to the meeting outside his/her country of residence. When a member participates in the meeting via remote connection, or for the decisions that are confirmed without convening a meeting, the meeting fee will be EUR 1,000. The travel expenses of Board members are compensated in accordance with the Company's travel policy.

The annual fee for the Board work of the Board members will be paid in Company shares and in cash in such a way that approximately 40 % of the amount of the annual fee will be payable in shares acquired on behalf and in the name of the Board members, and the remainder in cash. The Company will pay the costs and the transfer tax related to the purchase of the Company shares.

The shares will be acquired on behalf and in the name of the Board members within two weeks following the publication of the Company's first quarter 2025 interim report. If share purchases cannot be carried out within the aforementioned schedule due to a reason related to the Company or a Board member, the shares will be acquired later, or the annual fee will be paid fully in cash. The meeting fees will be paid fully in cash.

In accordance with the Shareholders' Nomination Board's proposal, the Annual General Meeting resolved that the Board of Directors will remain unchanged and consist of nine members, the Chair and the Deputy Chair included.

In accordance with the Shareholders' Nomination Board's proposal, the Annual General Meeting resolved to elect the following persons to the Board of Directors for a term ending at the end of the Annual General Meeting 2026: Mikael Silvennoinen as Chair, Jonas Gustavsson as Deputy Chair, and Ralf Christian, Luisa Delgado, Marita Niemelä, Teppo Paavola, Johan Söderström and Vesa-Pekka Takala as members, and Stefanie Kesting as new member.

Further details of the members of the Board of Directors are available on the Company's website at www.fortum.com/governance.

The Annual General Meeting resolved, in accordance with the proposal of the Board of Directors, that the fees of the auditors and the sustainability reporting assurance providers elected for the financial years 2025 and 2026 will be paid pursuant to the invoices approved by the Company.

The Annual General Meeting resolved, in accordance with the proposal of the Board of Directors, to re-elect audit firm Deloitte Oy as the Company's auditor and sustainability reporting assurance provider for the financial year 2025. Deloitte Oy has notified the Company that Jukka Vattulainen, APA, ASA will act as the principal auditor and principal authorised sustainability auditor.

The Annual General meeting resolved, in accordance with the proposal of the Board of Directors, to elect KPMG Oy Ab as the Company's auditor and sustainability reporting assurance provider for the financial year 2026. KPMG Oy Ab has notified the Company that Kirsi Jantunen, APA, ASA will act as the principal auditor and principal authorised sustainability auditor.

Charitable contributions

The Annual General Meeting resolved, in accordance with the proposal of the Board of Directors, to authorise the Board of Directors to decide on contributions in the total maximum amount of EUR 500,000 for charitable or similar purposes, and in addition, in the total maximum amount of EUR 1,000,000 for incidental emergency relief or similar purposes as needed, and to decide on the recipients, purposes and other terms of the contributions.

The authorisations will be effective until the next Annual General Meeting.

Minutes of the meeting

The minutes of the Annual General Meeting will be available on the Company's website as from 15 April 2025 at the latest.

Fortum Corporation

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Key media

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