



## Proposals to the Annual General Meeting on 30 March 2023

### 1. Resolution on the use of the profit shown on the balance sheet and the distribution of funds

The Board of Directors proposes to the Annual General Meeting that, based on the adopted financial statements for 2022, a dividend of EUR 0.20 per share be paid.

The dividend shall be paid to a shareholder who is registered in the company's register of shareholders, maintained by Euroclear Finland Ltd, on the record date for payment, 3 April 2023.

The Board of Directors proposes to the Annual General Meeting that the dividend be paid on 12 April 2023.

**1 March 2023, The Board of Directors of Detection Technology Plc**

### 2. Resolution on the remuneration of the members of the Board of Directors and the Auditor

The Shareholders' Nomination Board of Detection Technology Plc (The Nomination Board) proposes that the annual fixed remuneration of the Board of Directors remains unchanged and would be as follows: the Chairman would be paid an annual fee of EUR 65,000 (2022: EUR 65,000) and ordinary members of the Board of Directors an annual fee of EUR 37,000 (2022: EUR 37,000).

An elected member of the Board of Directors may, at his/her discretion, choose to receive the annual fixed remuneration partly in company shares and partly in cash so that approximately 40% of the annual fixed remuneration is paid in Detection Technology Plc's shares. The number of shares forming the above remuneration portion, which would be payable in shares, will be determined based on the share value in the stock exchange trading maintained by Nasdaq Helsinki Ltd, calculated as the trade volume weighted average quotation of the share during the one-month period immediately following the date on which the interim report of January-March 2023 of the company is published.

The Nomination Board proposes that the meeting-specific fees payable for each board meeting remain unchanged and would be as follows: for each meeting held in the home country of the respective member, EUR 1,000 to the Chairman of the Board of Directors and EUR 500 to other members of the Board of Directors and for each meeting held elsewhere than in the home country of the respective member, EUR 1,500 to the Chairman of the Board of Directors and EUR 1,000 to other members of the Board of Directors.



In addition, the Nomination Board proposes that the members of the audit committee and the remuneration committee would be paid a meeting-specific fee of EUR 500 per meeting.

The travel expenses of the members of the Board of Directors are compensated in accordance with the company's travel policy.

### **20 December 2022, Shareholders' Nomination Board of Detection Technology Plc**

The Board of Directors proposes, upon the proposal by the Audit Committee, that the remuneration and travel expenses for the Auditor to be elected be paid according to the Auditor's reasonable invoice.

### **1 March 2023, The Board of Directors of Detection Technology Plc**

## **3. Resolution on the number of members of the Board of Directors**

The Nomination Board proposes to the Annual General Meeting that the number of members of the Board of Directors would be six (6).

### **20 December 2022, Shareholders' Nomination Board of Detection Technology Plc**

## **4. Election of members of the Board of Directors**

The Nomination Board proposes that Carina Andersson, Marion Björkstén, Richard Ingram, Pasi Koota, Henrik Roos and Hannu Syrjälä would be re-elected members of the Board of Directors.

All candidates have given their consent to the election. All candidates are independent of the company. The candidates are also independent of Detection Technology Plc's significant shareholders, with the exception of Pasi Koota, who acts as CFO of Ahlström Capital Oy. The largest shareholder of Detection Technology Plc, Ahlstrom Capital BV is a group company of Ahlström Capital Oy.

The Nomination Board recommends that Hannu Syrjälä is re-elected Chairman of the Board of Directors.

The presentation of the persons nominated for the Board of Directors is available at Detection Technology Plc's website: [www.deetee.com](http://www.deetee.com).

### **20 December 2022, Shareholders' Nomination Board of Detection Technology Plc**



## **5. Election of the Auditor**

The Board of Directors proposes, as recommended by the Board of Directors' Audit Committee, that Authorized Public Accounting firm KPMG Oy Ab is elected as the Auditor of the Company for the following term of office ending at the conclusion of the next Annual General Meeting. KPMG Oy Ab has informed if elected as the Auditor of the Company, Authorized Public Accountant Petri Kettunen will act as the Responsible Auditor.

**1 March 2023, The Board of Directors of Detection Technology Plc**

## **6. Authorization to the Board of Directors to decide on the repurchase of own shares**

The Board of Directors proposes that the Annual General Meeting authorizes the Board of Directors to resolve on the repurchase of a maximum of 732,795 shares in the Company in one or several tranches by using funds in the unrestricted shareholders' equity. The shares can be repurchased otherwise than in proportion to the shareholdings of the shareholders in public trading arranged by Nasdaq Finland Ltd for the market price formed at the moment of purchase.

It is proposed that the authorization be valid until the closing of the next Annual General Meeting, however, no longer than until 30 June 2024. The authorization replaces all previous unused authorizations to resolve on the repurchase of own shares.

**1 March 2023, The Board of Directors of Detection Technology Plc**

## **7. Authorization of the Board of Directors to resolve on a share issue and an issue of special rights entitling to shares**

The Board of Directors proposes that the Annual General Meeting authorizes the Board of Directors to resolve on the issuance of shares and the issuance of special rights entitling to shares as referred to in Chapter 10 Section 1 of the Finnish Limited Liability Companies Act in one or several parts, either against payment or without payment. The aggregate amount of shares to be issued, including the shares to be received based on special rights, shall not exceed 1,465,593 shares, which amount corresponds to approximately 10% of the current number of all shares in the Company. The Board of the Directors may resolve to issue either new shares or to transfer treasury shares potentially held by the Company.

The new shares and the special rights referred to in Chapter 10 Section 1 of the Finnish Limited Liability Companies Act may be issued and transferred to the shareholders in proportion to their current shareholdings in the Company or in deviation from the shareholders' pre-emptive rights by way of a directed issue if there is a weighty financial reason for the Company to do so. The



deviation from the shareholders' pre-emptive rights may be carried out for example in order to develop the Company's capital structure, to finance or carry out acquisitions, investments or other business transactions, or to use the shares for an incentive scheme. A directed share issue may be executed without consideration only if there is an especially weighty financial reason for the Company to do so, taking the interests of all its shareholders into account.

The Board of Directors is also authorized to decide on a share issue to the Company itself without consideration so that the own shares held by the Company after the issue does not exceed 10% of all shares in the Company. The own shares held by the Company and its subsidiaries shall be included in the number of shares as set out in Chapter 15 Section 11 Subsection 1 of the Finnish Limited Liability Companies Act.

The Board of Directors is authorized to decide on all other matters related to the issuance of shares and special rights.

It is proposed that the authorization be valid until the closing of the next Annual General Meeting, however, no longer than until 30 June 2024. The authorization replaces all previous unused authorizations of the Board of Directors to resolve on the issuance of shares, issuance of share options and issuance of other special rights entitling to shares.

**1 March 2023, The Board of Directors of Detection Technology Plc**