



## Proposals for the Annual General Meeting to be held on 27 March 2025

### 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 2024, a dividend of EUR 0.50 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, 31 March 2025.

The Board of Directors proposes to the Annual General Meeting that the dividend be paid on 7 April 2025.

#### 6 March 2025, 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 would remain unchanged and would be as follows: annual fee of EUR 69,000 (2024: EUR 69,000) to be paid to the Chair, EUR 51,000 (2024: EUR 51,000) to the Vice Chair, and EUR 39,000 (2024: EUR 39,000) to other members of the Board of Directors.

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 2025 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 Chair 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 Chair 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.

### **17 December 2024, 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.

### **6 March 2025, 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).

### **17 December 2024, Shareholders' Nomination Board of Detection Technology Plc**

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

The Nomination Board proposes that Marion Björkstén, Amy Chen, Richard Ingram, Henrik Roos and Jyrki Vainionpää would be re-elected members of the Board of Directors. The Nomination Board proposes that Antti Vasara would be elected as a new member of the Board of Directors.

Antti Vasara (born 1965, D.Sc. in Technology, Engineering Physics) possesses extensive experience in the technology and telecommunications sectors, encompassing research and development, business leadership, and innovation. Since 2015, he has served as President and CEO of VTT Technical Research Centre of Finland Ltd. He is also a member of the Supervisory Board of Ilmarinen (since 2024), the Board of Directors of the Jane and Aatos Erkko Foundation (since 2018), Elisa Plc (since 2017), and the Research and Innovation Council of Finland (since 2016). His previous roles include executive positions at Tieto Plc (2012–2015) and Nokia Plc (2003–2012), CEO of SmartTrust Oy (2000–2003), and management consultant at McKinsey & Company (1993–2000). He is a Finnish citizen.

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, apart from Marion Björkstén, who acts as a Chair of the Supervisory Board of A.



Ahlström Oy, and Jyrki Vainionpää, who acts as a President and CEO of A. Ahlström Oy. The largest shareholder of Detection Technology Plc, Ahlstrom Capital BV is a group company of A. Ahlström Oy.

The Nomination Board recommends that Henrik Roos is elected Chair of the Board of Directors.

The presentation of the persons nominated for the Board of Directors is available at Detection Technology Plc's website.

## **17 December 2024, 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.

## **6 March 2025, 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 732,781 shares in the company in one or several tranches by using funds in the unrestricted shareholders' equity. The number corresponds to approximately 5% of the current number of all shares in the company. The own shares can be repurchased otherwise than in proportion to the shareholdings of the shareholders, if the Board of Directors deems that there are weighty financial reasons for such directed repurchase, 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 2026. If this authorization is granted, it will revoke all previous unused authorizations to resolve on the repurchase of own shares.

## **6 March 2025, 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 number of shares to be issued, including the shares to be received based on special rights, shall not exceed 1,465,563 shares, which corresponds to approximately 10% of the current number of all shares in the company. The Board of 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 2026. If this authorization is granted, it will revoke all previous unused authorizations of the Board of Directors to resolve on the issuance of shares and issuance of special rights entitling to shares.

**6 March 2025, The Board of Directors of Detection Technology Plc**

## **8. Forfeiture of the shares held in the joint account and the rights carried by the shares**

The company's shares were incorporated into the book-entry system in 2015. Shareholders were at the time required to request their shares to be registered in their book-entry account within the registration period (i.e. 30 January 2015 at the latest). The shares that were not registered on a book-entry account of a shareholder within the registration period, have been held on a book-entry account opened on behalf of the shareholders (Joint Account).



The Joint Account is meant for the temporary custody of the shares, until the shareholders register their shares in their own book-entry account, and a shareholder cannot exercise the rights attached to the shares before the shares have been registered on the shareholder's book-entry account. There are still shares on the Joint Account, because the owners of such shares have not made a declaration for registration since the incorporation of the shares in the book-entry system in 2015.

On 6 March 2025 the Joint Account holds a total of 300 shares, corresponding to approximately 0.002 per cent of all shares in the company. The forfeiture therefore applies to the maximum share amount stated above and the rights carried by those shares.

According to Chapter 3, Section 14 a of the Finnish Companies Act the general meeting may decide that the right to the share recorded in the book-entry system and the rights carried by it have been forfeited, if the recording of the shares has not been requested before ten years have passed from the end of the registration period and entry into force of the current Companies Act. The provisions on treasury shares apply to a forfeited share. On the date of the General Meeting, over ten years have passed from the end of the registration period of the shares on the Joint Account and entry into force of the Companies Act.

The Board of Directors proposes that the Annual General Meeting decides on the forfeiture of the rights to all the shares entered in the Joint Account, the registration of which has not been requested in accordance with Chapter 6, Section 3 of the Act on the Book-Entry System and Settlement Activities before the decision of Annual General Meeting, as well as of the rights attached to such shares.

**6 March 2025, The Board of Directors of Detection Technology Plc**