

7 May 2026

Annual General Meeting

Time Thursday 7 May 2026 at 10:00 a.m. – 11:55 a.m. (EEST)

Place Sanomatalo Mediatori, Töölönlahdenkatu 2, Helsinki, Finland

Present Shareholders were present or represented at the meeting in accordance with the list of votes adopted at the meeting.

In addition, the following members of the Board of Directors of the Company, Pekka Ala-Pietilä, Klaus Cawén, Julian Drinkall, Jannica Fagerholm, Rolf Grisebach, Anna Herlin, Sebastian Langenskiöld and Timo Lappalainen, and President and CEO Rob Kolkman, the newly proposed member of the Board Tiina Alahuhta-Kasko, Auditor-in-Charge Tiina Puukkoniemi, members of the Company's senior management, media representatives and meeting assistants, were present at the meeting. Board member Eugenie van Wiechen was unable to attend the meeting.

1 Opening of the meeting

Pekka Ala-Pietilä, Chair of the Board of Directors of the Company, opened the meeting and welcomed the shareholders and representatives to the Annual General Meeting of Sanoma Corporation.

Chair of the Board of Directors Pekka Ala-Pietilä thanked Anna Herlin, the resigning member of the Board of Directors.

2 Calling the meeting to order

Riikka Rannikko, Attorney-at-Law, was elected as Chair of the Annual General Meeting and she invited Eerika Halme Lampio, Attorney-at-Law, to keep the minutes.

The Chair explained the procedures for considering the items on the agenda for the meeting.

It was noted that it was possible to follow the General Meeting via a webcast on the Company's website. Following the meeting via webcast was not considered participating in the General Meeting, and it was not possible to exercise the shareholder rights in the General Meeting through the webcast as referred to in the Finnish Limited Liability Companies Act. In connection with the webcast of the General Meeting, a chat functionality was available for submitting questions or comments during the meeting. The chat function and possible questions asked or comments made in the chat were, however, not an official part of the General Meeting. Accordingly, questions submitted through the chat function were not questions referred to in Chapter 5, Section 25 of the Finnish Limited Liability Companies Act.

It was noted that recordings of the speeches of the Chair of the Board of Directors and the President and CEO are available at the Company's website at www.sanoma.com after the General Meeting.

It was noted that the shareholders had had the opportunity to use their voting rights by voting in advance. A proposal subject to advance voting was considered to have been presented unchanged at the General Meeting. In addition, all the custodian banks representing nominee-registered shareholders had participated in the advance voting on behalf of the shareholders they represent.

Regarding advance votes it was noted, that if a full counting of votes is not carried out in a certain agenda item, the votes against, and in agenda items requiring a qualified majority also empty votes, will be recorded in the minutes under the respective agenda items. To the extent the advance votes contain votes against without a counterproposal on such agenda item that cannot be opposed without presenting a

counterproposal, such votes shall not be formally taken into account as votes opposing the proposal and shall not be recorded in the minutes. It was noted that the advance votes given will be counted to the voting results if a full counting of votes is carried out with respect to a certain agenda item. A summary of advance votes cast was enclosed to the minutes as [Appendix 1](#).

3 Election of persons to scrutinise the minutes and to supervise the counting of votes

Laura Saarikoski and Karl Tujulin were elected to scrutinise the minutes and to supervise the counting of votes.

4 Recording the legality of the meeting

It was noted that according to article 10 of the Articles of Association, a summons to a General Meeting shall be published on the Company's website at the earliest three (3) months prior and at the latest three (3) weeks prior to the General Meeting. However, the summons to a General Meeting shall be published at the latest nine (9) days prior to the General Meeting Record Date. In addition, the Board of Directors may decide to publish a summons to a General Meeting in at least one (1) newspaper with wide circulation to be selected by the Board of Directors.

A shareholder must, in order to have a right to participate in the meeting, register to the company by the deadline mentioned in the summons, which may be set at the latest ten (10) days prior to the General Meeting.

In addition, the provisions concerning shares included in the book-entry system shall be complied with.

The notice to the meeting had been published 25 March 2026 on the Company's website and by stock exchange release. It was noted that the advertisement to the meeting had also been published in the daily newspaper Helsingin Sanomat on 28 March 2026.

It was noted that according to the notice to the meeting, the registering for the meeting had to be done on Tuesday 29 April 2026 at 4:00 p.m. (EEST) at the latest. Holders of nominee-registered shares willing to participate in the meeting had to be temporarily registered into the shareholders' register on Monday 4 May 2026 at 10:00 a.m. (EEST) at the latest.

It was noted that the General Meeting had been convened in accordance with the Articles of Association and the applicable regulations and that the meeting therefore was duly convened and constituted a quorum.

The notice to the meeting was enclosed to the minutes as [Appendix 2](#).

5 Recording the attendance at the meeting and adoption of the list of votes

It was noted that the shareholders who had duly registered for the General Meeting before the end of the registration period and who had the right to participate in the General Meeting pursuant to Chapter 5, Sections 6 and 6a of the Finnish Limited Liability 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.

It was noted that a list of all shareholders represented at the meeting including the number of their shares and votes had been made. At the beginning of the meeting, 327 shareholders were represented either through advance voting, or at the meeting venue in person, by legal representative or by proxy. It was noted that 117,994,279 shares and votes were represented at the beginning of the meeting.

It was noted that Innovatics Ltd had prepared a list of registered shareholders based on the information provided to it. The Company had not become aware of any technical or other problems regarding the advance voting. The shareholders' rights to participate in the meeting and the correctness of the vote count had thus been reliably verified.

It was noted that possible changes during the meeting will be reviewed and adjusted to correspond to the attendance at the beginning of a possible vote.

The list of votes as at the beginning of the meeting was adopted and enclosed to the minutes as [Appendix 3](#).

6 Presentation of the Financial Statements, the Board of Directors' Report (including the Sustainability Statement), the Auditor's Report and the Assurance Report on the Sustainability Statement for the year 2025

The Financial Statements for the financial year 2025, consisting of the Group's and the Company's income statement, balance sheet, cash flow statement and notes to the Financial Statements as well as the Board of Directors' Report (including the Sustainability Statement), were presented. It was recorded that the Financial Statements of the Company are prepared in accordance with the Finnish Accounting Standards and that the Consolidated Financial Statements are prepared in accordance with the International Financial Reporting Standards (IFRS).

It was noted that the Company's Financial Statements had been published in accordance with the Finnish Securities Markets Act. It was noted that the Financial Statements of the Company had been available on the Company's website since 31 March 2026, in addition to which they were also available at the meeting.

The President and CEO Rob Kolkman presented a review, in which he discussed the Company's activities in 2025, and as part of which Pia Kalsta presented a short business review. Members of the Company's management answered questions submitted by the shareholders.

The Financial Statements documents were enclosed to the minutes as [Appendix 4](#).

Tiina Puukkoniemi presented the Auditor's Report and the Assurance Report of the Sustainability Statement which were enclosed to the minutes as [Appendix 5](#).

7 Adoption of the Financial Statements

It was resolved to adopt the Financial Statements for the financial year 2025.

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

On 31 December 2025, Sanoma Corporation's distributable funds were EUR 308,841,593.86 of which the result for the financial year amounted to EUR 35,515,455.64. Including the fund for invested unrestricted equity of EUR 209,767,212.33, the distributable funds of the Company on 31 December 2025 amounted to EUR 518,608,806.19.

It was noted that the Board of Directors had proposed to the Annual General Meeting that a dividend of EUR 0.42 per share shall be paid for the year 2025.

The dividend shall be paid in three equal instalments. The first instalment of EUR 0.14 per share shall be paid to a shareholder who is registered in the shareholder register of the Company maintained by Euroclear Finland Oy on the dividend record date 11 May 2026. The payment date proposed by the Board of Directors for this instalment was 19 May 2026.

The second instalment of EUR 0.14 per share shall be paid to a shareholder who are registered in the shareholder register of the Company maintained by Euroclear Finland Oy on the dividend record date of 15 September 2026. The Board of Directors had proposed 22 September 2026 as the payment date for the second instalment.

The third instalment of EUR 0.14 per share shall be paid to a shareholder who are registered in the shareholder register of the Company maintained by Euroclear Finland Oy on the dividend record date of 3 November 2026. The Board of Directors had proposed 10 November 2026 as the payment date for the third instalment.

In addition, the Board of Directors had proposed that the Annual General Meeting authorise the Board, if necessary, to decide on new record and payment dates for the second and third instalments of the dividend in the event that the rules of Euroclear Finland Oy or the regulations applicable to the Finnish book-entry system are amended, or if other rules binding on the Company so require.

It was noted that the proposal of the Board of Directors had been available to shareholders at the Company's website since 11 February 2026 and it had been sent to shareholders upon request.

The proposal of the Board of Directors was enclosed to the minutes as [Appendix 6](#).

It was noted that shareholder Vällilä (voting ticket no. 136) requested that their view, according to which the dividend distributed is excessive, be recorded in the minutes. When asked, they confirmed that they did not consider it necessary to have any opposing votes recorded on their behalf.

It was resolved, in accordance with the proposal of the Board of Directors, that a dividend of EUR 0.42 per share shall be paid for the year 2025 and that the dividend shall be paid in accordance with the proposal.

It was recorded that the Board of Directors had assessed the first dividend instalment's effect on the solvency of the Company in accordance with the Finnish Limited Liability Companies Act and that a similar assessment will be made with regard to the second and the third dividend instalment.

It was recorded that the number of opposing advance votes cast by shareholders in this agenda item was 532,330.

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 for the financial year 2025 concerned the following persons:

Pekka Ala-Pietilä	Chair of the Board of Directors
Klaus Cawén	Vice Chair of the Board of Directors
Julian Drinkall	Member of the Board of Directors
Jannica Fagerholm	Member of the Board of Directors since 29 April 2025
Rolf Grisebach	Member of the Board of Directors
Anna Herlin	Member of the Board of Directors
Mika Ihamuotila	Member of the Board of Directors until 29 April 2025
Sebastian Langenskiöld	Member of the Board of Directors
Timo Lappalainen	Member of the Board of Directors since 29 April 2025
Eugenie van Wiechen	Member of the Board of Directors
Rob Kolkman	President and CEO

It was noted that in the Auditor's Report the Auditors support discharging the members of the Board of Directors and the President and CEO from liability for the financial year audited.

It was resolved to discharge the above-mentioned members of the Board of Directors and the President and CEO from liability for the financial year 2025.

10 Consideration of the Remuneration Report of the governing bodies

It was noted that the proposal for the Company's Remuneration Report of the governing bodies had been published on 31 March 2026 and a copy had been sent to shareholders upon request.

It was noted that the Board of Directors had proposed that the Annual General Meeting adopts the Remuneration Report of the governing bodies. It was noted that the resolution of the Annual General Meeting to adopt the Remuneration Report is advisory.

The Remuneration Report was enclosed to the minutes as Appendix 7. The proposal of the Board of Directors was enclosed to the minutes as Appendix 8.

The Chair of the Human Resources Committee of the Board of Directors Julian Drinkall presented the key features of the Remuneration Report and addressed questions.

It was resolved to adopt the Remuneration Report. The resolution was advisory.

It was recorded that the number of opposing advance votes cast by shareholders in this agenda item was 1,801,627.

11 Resolution on the remuneration of the members of the Board of Directors, Board Committees and the Shareholders' Nomination Committee

As the Chair of the Shareholders' Nomination Committee, Juhani Mäkinen, was unable to attend the Annual General Meeting due to a compelling reason, the outgoing Chair of the Board of Directors and expert member of the Nomination Committee, Pekka Ala-Pietilä, presented, at the request of the Shareholders' Nomination Committee, the Committee's proposals regarding the remuneration of the Board of Directors, the number of Board members, and the election of the Chair, Vice Chair and members of the Board of Directors, and responded to questions.

It was noted that the Shareholders' Nomination Committee had proposed to the Annual General Meeting that the monthly remuneration payable to the members of the Board of Directors, which has remained unchanged since the Annual General Meeting of 2020, be increased. It was further proposed that the meeting fees payable for Board and committee meetings remain unchanged, while the remuneration practices between members residing in different countries be harmonised.

The monthly remunerations of the Board of Directors are:

- Chair of the Board of Directors EUR 160,000 (previously EUR 144,000);
- Vice Chair of the Board of Directors EUR 100,000 (previously EUR 84,000); and
- members of the Board of Directors EUR 80,000 (previously EUR 72,000).

Furthermore, the Shareholders' Nomination Committee had proposed to the Annual General Meeting that the meeting fees payable for the Board of Directors and its committees remain unchanged, while the remuneration practices between members residing in different countries be harmonised. The meeting fees are as follows:

- For Board members who travel to a meeting outside their country of residence: EUR 1,000 / Board meeting where the member was present;
- For the Chairs of Board of Directors' Committees: EUR 4,500 / Committee meeting participated;
- For Committee members who travel to a meeting outside their country of residence: EUR 3,000 / Committee meeting where the member was present and EUR 2,000 / Committee meeting participated; and
- For Committee members who do not travel to a meeting outside their country of residence: EUR 2,000 / Committee meeting participated.

The fees shall be paid in cash. Travel expenses shall be reimbursed in accordance with Sanoma's travel policy.

In addition, it was noted that the shareholders that represented more than 10 % of all shares and votes of the Company had proposed to the Annual General Meeting that the meeting fees of the members of the Shareholders' Nomination Committee remain unchanged, while the remuneration practices between members residing in different countries be harmonised. The fees are as follows:

- For the Chair of the Shareholders' Nomination Committee: EUR 3,500 / Committee meeting participated;
- For members of the Shareholders' Nomination Committee who travel to a meeting outside their country of residence: EUR 2,500 / Committee meeting where the member was present and EUR 1,500 / Committee meeting participated; and
- For members of the Shareholders' Nomination Committee who do not travel to a meeting outside their country of residence: EUR 1,500 / Committee meeting participated.

It was recorded that the proposals of the Shareholders' Nomination Committee had been available to shareholders on the Company's website since 13 March 2026, and had been sent to shareholders upon request. The proposals were also available at the meeting.

The proposals of the Shareholders' Nomination Committee were enclosed to the minutes as Appendix 9.

It was resolved that the members of the Board of Directors, Board Committees and Shareholders' Nomination Committee shall be paid remuneration as proposed.

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

It was noted that, according to article 6 of the Articles of Association, the Board of Directors consists of at least five (5) and at the most eleven (11) members. The current number of the members of the Board of Directors is nine (9).

It was noted that the Shareholders' Nomination Committee had proposed to the Annual General Meeting that the number of the members of the Board of Directors shall be set at eight (8).

It was resolved, in accordance with the proposal, that the number of members of the Board of Directors shall be set at eight (8).

13 Election of the members of the Board of Directors, the Chair and the Vice Chair of the Board of Directors

It was noted that, according to article 6 of the Articles of Association, the members, the Chair and the Vice Chair of the Board of Directors shall be elected at the General Meeting and the term of Board members starts at the end of the Annual General

Meeting in which they were elected and end at the end of the Annual General Meeting following their election.

It was noted that the Shareholders' Nomination Committee had proposed to the Annual General Meeting that the Board of Directors comprises the following members: Klaus Cawén, Julian Drinkall, Jannica Fagerholm, Rolf Grisebach, Sebastian Langenskiöld, Timo Lappalainen, Eugenie van Wiechen and as new member Tiina Alahuhta-Kasko, and that the term of all the Board members ends at the end of the Annual General Meeting in 2027. Pekka Ala-Pietilä and Anna Herlin had informed that they are not available for re-election.

In addition, the Shareholders' Nomination Committee had proposed that Timo Lappalainen is elected as the Chair and Klaus Cawén as the Vice Chair of the Board of Directors.

It was noted that with regard to the procedure for the election of the members of the Board of Directors, the Shareholders' Nomination Board had recommended that the shareholders give their view on the proposal as a whole at the Annual General Meeting. The Shareholders' Nomination Committee had estimated that in addition to the qualifications of the individual candidates for the Board of Directors, the proposed Board of Directors as a whole provides excellent competence and experience for the Company and that the composition of the Board of Directors also meets other requirements set for a listed company in the Corporate Governance Code.

It was recorded that all the above-mentioned persons had given their consent to the election. Tiina Alahuhta-Kasko introduced herself briefly to the Annual General Meeting.

It was resolved, in accordance with the proposal, that the Board of Directors comprises the following members: Klaus Cawén, Julian Drinkall, Jannica Fagerholm, Rolf Grisebach, Sebastian Langenskiöld, Timo Lappalainen, Eugenie van Wiechen and as a new member Tiina Alahuhta-Kasko.

In addition, it was resolved, in accordance with the proposal, that Timo Lappalainen is elected as the Chair and Klaus Cawén as the Vice Chair of the Board of Directors.

Timo Lappalainen expressed his thanks to the Company's long-standing Chair of the Board of Directors, Pekka Ala-Pietilä, for his significant contribution to the Company.

14 Resolution on the remuneration of the Auditor and the Sustainability Auditor

The Chair of the Audit Committee, Rolf Grisebach, presented the proposals of the Board of Directors regarding the remuneration of the Auditor and the Sustainability Auditor and election of the Auditor and the Sustainability Auditor.

It was noted that, in accordance with the recommendation of the Board of Directors' Audit Committee, the Board of Directors had proposed that the Auditor's and the Sustainability Auditor's remuneration shall be paid according to invoice approved by the Company.

It was noted that the proposal of the Board of Directors had been available to shareholders on the Company's website since 11 February 2026 and it had been sent to shareholders upon request.

The proposal of the Board of Directors made in accordance with the recommendation of the Audit Committee was enclosed to the minutes as Appendix 10.

It was resolved, in accordance with the proposal of the Board of Directors based on the recommendation of the Audit Committee, that the Auditor's and the Sustainability Auditor's remuneration shall be paid according to invoice approved by the Company.

15 Election of Auditor and Sustainability Auditor

It was noted that, according to article 9 of the Articles of Association, the auditor shall be an auditing firm approved by the Patent and Registration Office. The auditor's term ends at the end of the Annual General Meeting following their election.

It was noted that during the financial year 2025, audit firm PricewaterhouseCoopers Oy with Tiina Puukkoniemi, Authorised Public Accountant, as the auditor with principal responsibility, have acted as the auditor of the Company.

It was noted that, in accordance with the recommendation of the Board of Directors' Audit Committee, the Board of Directors had proposed that the Auditor and the Sustainability Auditor shall be audit firm PricewaterhouseCoopers Oy. PricewaterhouseCoopers Oy had informed that Tiina Puukkoniemi, Authorised Public Accountant and Authorised Sustainability Auditor (ASA), is the auditor with principal responsibility and the responsible sustainability auditor. The term of the Auditor and the Sustainability Auditor ends at the end of the Annual General Meeting in 2027.

It was noted that the proposal of the Board of Directors had been available for shareholders on the Company's website since 11 February 2026 and it had been sent to shareholders upon request.

The proposal of the Board of Directors made in accordance with the recommendation of the Audit Committee was enclosed to the minutes as Appendix 11.

It was resolved in accordance with the proposal of the Board of Directors based on the recommendation of the Audit Committee that the Auditor and the Sustainability Auditor shall be audit firm PricewaterhouseCoopers Oy. PricewaterhouseCoopers Oy had informed that Tiina Puukkoniemi, Authorised Public Accountant and Authorised Sustainability Auditor (ASA), is the auditor with principal responsibility and the responsible sustainability auditor.

It was noted that the auditors will issue a statement for the financial year 2026 also on the adoption of the financial statements, on whether the proposal for the distribution of profits complies with the Finnish Limited Liability Companies Act, and on the discharge from liability of the members of the Board of Directors and the President and CEO.

16 Authorising the Board of Directors to decide on the repurchase of the Company's own shares

It was noted that the Board of Directors had proposed that the Board of Directors be authorised by the Annual General Meeting to decide on the repurchase of a maximum of 16,000,000 of the Company's own shares (approximately 9.8% of all shares of the Company) in one or several instalments.

The own shares shall be repurchased with funds from the Company's unrestricted shareholders' equity, and the repurchases shall reduce funds available for distribution of profits. The shares shall be repurchased either through a tender offer made to all shareholders on equal terms or otherwise than in proportion to the shares held by the shareholders, at their current price in public trading on Nasdaq Helsinki Ltd or otherwise at a price formed on the market.

The shares shall be repurchased to develop the Company's capital structure, to carry out or finance potential corporate acquisitions or other business arrangements or agreements, to be used as a part of the Company's incentive programme or to be otherwise conveyed further, retained as treasury shares or cancelled.

The authorisation had been proposed to be valid until 30 June 2027 and it terminates the corresponding authorisation given to the Board of Directors by the Annual General Meeting of 29 April 2025.

It was noted that the proposal of the Board of Directors had been available to shareholders on the Company's website since 11 February 2026 and it had been sent to shareholders upon request.

The proposal of the Board of Directors was enclosed to the minutes as [Appendix 12](#).

It was resolved to authorise the Board of Directors to decide on the repurchase of the Company's own shares, as well as to resolve on other matters related to such repurchase, in accordance with the proposal.

It was recorded that the number of opposing advance votes cast by shareholders in this agenda item was 303,829 and the number of empty advance votes cast was 5,881.

17 Authorising the Board of Directors to decide on issuance of shares, option rights and other special rights entitling to shares

It was noted that the Board of Directors had proposed that the Board be authorised by the Annual General Meeting to decide on issuance of new shares and the conveyance of the Company's own shares held by the Company (treasury shares) and the issuance of option rights and other special rights entitling to shares as specified in Chapter 10, Section 1 of the Finnish Limited Liability Companies Act.

Option rights and other special rights entitling to shares as specified in Chapter 10, Section 1 of the Finnish Limited Liability Companies Act may not be granted as part of the Company's incentive programme.

The Board would, pursuant to the authorisation, be entitled to decide on the issuance of a maximum of 16,000,000 new shares (approximately 9.8% of all shares of the Company) as well as conveyance of a maximum of 21,000,000 treasury shares held by the Company in one or several instalments. The total number of new shares to be registered based on this authorisation cannot exceed 16,000,000 new shares in aggregate.

The issuance of shares, the conveyance of treasury shares and the granting of option rights and other special rights entitling to shares may be done in deviation from the shareholders' pre-emptive right (directed issue).

The authorisation had been proposed to be valid until 30 June 2027 and it will replace the authorisation to decide on issuance of shares, option rights and other special rights entitling to shares which was granted to the Board of Directors by the Annual General Meeting on 29 April 2025.

The proposal of the Board of Directors had been available to shareholders on the Company's website since 11 February 2026 and it had been sent to shareholders upon request.

The proposal of the Board of Directors was enclosed to the minutes as [Appendix 13](#).

It was resolved to authorise the Board of Directors to decide on issuance of new shares and the conveyance of the Company's own shares held by the Company (treasury shares) and the issuance of option rights and other special rights entitling to shares as specified in Chapter 10, Section 1 of the Finnish Limited Liability Companies Act as well as on other matters related to the share issues and the issuance of option rights and other special rights entitling to shares in accordance with the proposal.

It was recorded that the number of opposing advance votes cast by shareholders in this agenda item was 1,500 and that no empty votes were cast.

18 Closing of the Meeting

It was recorded that the decisions made at the General Meeting had been supported by all shareholders present unless otherwise stated in the minutes.

The Chair noted that the items on the agenda had been attended to, and that the minutes of the meeting will be available on the Company's website as from 21 May 2026 at the latest.

Time and place as above.

In fidem

EERIKA HALME LAMPIO

Eerika Halme Lampio
Secretary

Examined and approved

RIIKKA RANNIKKO

Riikka Rannikko
Chair

LAURA SAARIKOSKI

Laura Saarikoski
Scrutiniser

KARL TUJULIN

Karl Tujulin
Scrutiniser