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## ATRIA PLC | CORPORATE GOVERNANCE STATEMENT

### 1. Corporate Governance Statement

Atria Plc ("Atria" or "the company") is a Finnish public company, and the responsibilities and obligations of its governing bodies are determined by Finnish law. The parent company, Atria Plc, and its subsidiaries constitute the international Atria Group. The company is domiciled in Kuopio.

Responsibility for the administration and operations of Atria Group lies with the governing bodies of the parent, Atria Plc. These are the Annual General Meeting, the Supervisory Board, the Board of Directors and the CEO.

Decision-making and governance at Atria comply with the Finnish Limited Liability Companies Act, the Securities Markets Act, The Market Abuse Regulation, the Auditing Act and the Accounting Act and other regulations pertaining to listed companies, as well as with Atria Plc's Articles of Association and the rules of procedure of Atria's Board and Board committees and Atria's Code of Conduct and internal policies. Atria is also bound by EU-level regulations and Nasdaq Helsinki Ltd's rules, as well as by orders and guidelines issued by the European Securities and Market Authority and Financial Supervisory Authority. Atria follows the Securities Market Association's (SMA) Corporate Governance Code, which came into effect on 1 January 2025. The Corporate Governance Code is available on the SMA website at [www.cgfinland.fi](http://www.cgfinland.fi).

In accordance with the 'comply or explain' principle, Atria departs from the recommendations of the Corporate Governance Code as follows (the exceptions are explained under the relevant items):

- As an exception to recommendation 6 of the Corporate Governance Code, the term of each Board member is three years in accordance with Atria's Articles of Association. Shareholders representing more than 50 percent of the voting rights have expressed their view that, for the long-term development of the company, a three-year term is good and sufficient for shareholders to assess the performance of the Board and its members, and have not seen the need to shorten the term of office under the Articles of Association.
- As an exception to recommendation 10 of the Corporate Governance Code, three of the eight members on the Board of Directors are independent of the company. The Board of Directors has assessed that five members of the Board of Directors are dependent on the Atria Group, either because they are full-time farmers who have, or are part of the executive management of another company that has, for the entrepreneur/company concerned, a significant business relationship with a company belonging to the Atria Group. The decision on the exemption has been taken at the Annual General Meeting of Atria, where the members of the Board of Directors are elected. The company considers that understanding its business requires the majority of the Board members to have a deep understanding of and commitment to the meat business and that dependence on an Atria Group company does not compromise the direction and control of the CEO or create a conflict of interest.

- As an exception to recommendation 17 and 18 of the Corporate Governance Code, one of the three members on the Nomination and Remuneration Committee is independent of the company. So far, the Board has considered it important that the Chairman and Vice-Chairman of the Board participate in the work of the Nomination and Remuneration Committee. Since the dependence of the Chairman and Vice Chairman of the Board of Directors on the company is based on the fact that they have a significant working relationship with a company belonging to the Atria Group and the Nomination and Remuneration Committee does not deal with matters related to these cooperation relationships in accordance with its rules of procedure, this dependence has not been considered to affect their activities in the Nomination and Compensation Committee.

The Corporate Governance Statement is presented as a report separate from the Board of Director's Report. The Corporate Governance Statement is available on the company's website at [www.atria.com](http://www.atria.com) (Investors -> Corporate Governance).

#### 1.1 Articles of Association

The Articles of Association and the redemption clause are available on the company's website at [www.atria.com](http://www.atria.com) (Investors -> Corporate Governance).

#### 1.2 Shareholder Agreement

Lihakunta and Itikka Co-operative, two of Atria's shareholders, have agreed to ensure that they are both represented on the Supervisory Board in proportion to their holdings of Series KII shares in the company, and that all members of the Supervisory Board are appointed by them, unless it has been separately agreed on a case-by-case basis that some Supervisory Board members are selected from among candidates designated by other shareholders. It has also been agreed that when the Chair of the Supervisory Board and the Vice Chair of the Board of Directors are appointed by one of these two parties, the Chair of the Board of Directors and the Vice Chair of the Supervisory Board are appointed by the other party.

Regarding the distribution of Board positions, it has been agreed that each of the parties may nominate three ordinary members and their deputy members to the Board of Directors. The agreement also includes stipulations on the mutual proportion of shareholding and on the procedures followed when either party acquires more series KII shares directly or indirectly. According to the agreement, the acquisition of series A shares is not considered in the evaluation of the mutual proportion of shareholding.

Furthermore, Lihakunta, Itikka Co-operative and Pohjanmaan Liha Co-operative, which hold shares in Atria, have agreed to ensure that Pohjanmaan Liha Co-operative has one representative on the Supervisory Board. The agreement also includes stipulations on Pohjanmaan Liha Co-operative's shareholding. The company is not aware of any other shareholder agreements.

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Despite the above, the Annual General Meeting, as stated in section 3 below, decides on the number of members of the company's Supervisory Board and of the Board of Directors and their election.

## 2. Annual General Meeting

The Annual General Meeting is Atria Plc's highest decision-making body. At the General Meeting, shareholders decide, among other things, on the approval of the financial statements and the use of the profit shown on the balance sheet; the discharge of the members of the Board of Directors and of the Supervisory Board, as well as the CEO, from liability; the number of members of the Supervisory Board and of the Board of Directors, and their election and remuneration; acceptance of Remuneration Report (and Remuneration Policy, if needed) and the election and remuneration of the auditor and authorised sustainability auditor.

The Annual General Meeting is held annually by the end of June on a date designated by the Board of Directors, and the agenda includes matters that are to be processed by the Annual General Meeting in accordance with the Limited Liability Companies Act and the Articles of Association and any other proposals mentioned in the notice of the meeting. Extraordinary General Meetings may be convened as needed.

Under the Limited Liability Companies Act, a shareholder has the right to have a matter falling within the competence of the Annual General Meeting dealt with by the Annual General Meeting if the shareholder so demands in writing from the Board of Directors well in advance of the meeting, so that the matter can be mentioned in the notice. Where applicable, the shareholder must submit a request to have the matter dealt with by the Annual General Meeting by the date set by the company, which is published on the company's website at [www.atria.com](http://www.atria.com). The request, together with the accompanying justification or proposed resolution, must be sent in writing to Atria Plc, Group Legal Affairs, P.O. Box 900, FI-60060 ATRIA.

The Annual General Meeting is convened by the Board of Directors. In accordance with the company's Articles of Association, the Annual General Meeting is held in the company's domicile, Kuopio, or in Helsinki. The notice to convene the Annual General Meeting is communicated by publishing the notice on the company's website and by a company announcement at the earliest three (3) months and at the latest three (3) weeks before the Annual General Meeting, but nevertheless no later than nine (9) days prior to the record date for the Annual General Meeting. In addition, the Board of Directors may decide to publish the notice, or a notification concerning the delivery of the notice, in one or more Finnish national newspapers determined by the Board of Directors, or in any other manner it may decide.

The company's Annual General Meeting for 2024 was held in Helsinki on 23 April 2024 at Pikku-Finlandia. The meeting was attended, either in person or by a representative, by a total of 109

holders of A shares, representing a total of 9,075,021 shares and votes, and three (3) holders of KII shares, representing a total of 9,203,981 shares and 92,039,810 votes. The minutes of the meeting, as well as other documents related to the meeting, are available on Atria's website at [www.atria.com](http://www.atria.com) (Investors > Annual General Meeting).

## 3. Shareholders' Nomination Board

Atria Plc's Annual General Meeting on 3 May 2012 established a Nomination Board and confirmed its written rules of procedure. The rules of procedure were amended by the Annual General Meeting on 6 May 2014 and 27 April 2017. In accordance with its charter, the Nomination Board is charged with preparing proposals concerning the remuneration of the Board of Directors and Supervisory Board and the election of the members of the Board of Directors for the next Annual General Meeting. The Nominations Committee has been set up for an indefinite period. The term of office of the members of the Nomination Board shall expire at the end of the Annual General Meeting following the appointment.

Shareholders or their representatives who own Series KII shares are selected for the Nomination Board, as well as the largest holder of Series A shares who does not own Series KII shares, or a representative of such a shareholder. The right to nominate a representative to the Nomination Board is determined on the basis of the shareholder register maintained by Euroclear Finland Ltd in accordance with the situation on the first banking day of the September preceding the Annual General Meeting. The Chair of the Board of Directors will serve as an expert member on the Nomination Board.

If a shareholder does not wish to exercise its right to nominate a member, the right will be transferred to the next largest series A shareholder in accordance with the shareholder register, who would not otherwise have the right to nominate a member. Some shareholders are obligated to notify the company of certain changes in shareholding when necessary under the Finnish Securities Markets Act (notification obligation). Such shareholders may present a written request to the company's Board of Directors by the end of August for the holdings of corporations or foundations controlled by the shareholder, or the shareholder's holdings in several funds or registers, to be combined when calculating voting rights.

The Nomination Board is convened by the Chair of the Board of Directors, and the Nomination Board elects a Chair from among its members. The Nomination Board will present its proposal to the Board of Directors by the first day of the February preceding the Annual General Meeting.

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As at 31.12.2024, the Nomination Board comprised the following persons (the body appointing the person to the Nomination Board is indicated in brackets):

Name (Nominated by)	Year of birth	Education	Main occupation	Attendance at meetings	Shareholding on 31 Dec 2024
Chair Juho Anttikoski (Itikka Co-operative)	1970		Farmer	4/4	4000
Jyrki Halonen (Lihakunta)	1961	Agricult. technician	Farmer	5/5	250
Kjell-Göran Paxal (Pohjanmaan Liha Co-operative)	1967	Agrologist	Farmer	4/4	2566
Timo Sallinen (Varma Mutual Pension Insurance Company)	1970	M.Sc. (Econ)	SVP, Investments (listed equities)	5/5	0

During the financial year until 22<sup>nd</sup> of April 2024, the Nomination Board also included Ahti Ritola, representing Itikka Cooperative, and Ola Sandberg, representing Pohjanmaan Liha Cooperative.

The Nomination Board met five times during 2024 and the attendance rate of the Nomination Board members was 100 percent.

## 4. Supervisory Board

In accordance with Atria Plc's Articles of Association, the company has a Supervisory Board elected by the Annual General Meeting. The Supervisory Board consists of a minimum of 18 and a maximum of 21 members, who are elected for a term of three years at a time. The Supervisory Board elects a Chair and a Vice Chair from amongst its members for a term of one year at a time. The Supervisory Board meets four times a year on average.

The duties of the Supervisory Board are specified in the Limited Liability Companies Act and Atria's Articles of Association. The key duties of the Supervisory Board are as follows:

- Supervising the company's administration by the Board of Directors and the CEO.
- Providing instructions to the Board of Directors on matters that are of far-reaching consequence or important in principle.
- Submitting its statement on the financial statements and the auditors' report to the Annual General Meeting

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### On 31 December 2024, Atria Plc's Supervisory Board consisted of the following 19 members:

Name	Year of birth	Member since	Education	Main occupation	Attendance at meetings	Shareholding on 31 Dec 2024	Independence of the company and its significant shareholders
Juho Anttikoski	1970	2009		Farmer	4/4	4,000	Dependent of the company
Mika Asunmaa	1970	2005		Farmer	4/4	11,000	Dependent of the company and significant shareholder (Itikka Co-operative)
Jyrki Halonen	1961	2019	Agricultural technician	Farmer	4/4	250	Dependent of the company
Mika Herrala	1974	2021	M.Sc. (Biophysics)	Farmer	4/4	100	Dependent of the company and significant shareholder (Itikka Co-operative)
Veli Hyttinen	1973	2010	Agrologist	Farmer	4/4	1,500	Dependent of the company
Jaakko Isomäki	1979	2023	Agrologist	Farmer	4/4	372	Dependent of the company and significant shareholder (Itikka Co-operative)
Lotta Iso-Tuisku	1982	2024	M.Sc. (Philosophy)	Agricultural entrepreneur	3/3	4	Dependent of the company
Jussi Joki-Erkkilä	1977	2016		Agricultural entrepreneur	3/4	0	Dependent of the company and significant shareholder (Lihakunta)
Juha Kiviniemi	1972	2010	M.Sc. (Agr)	Farmer	4/4	300 controlling company 184	Dependent of the company and significant shareholder (Itikka Co-operative)
Ari Lajunen	1975	2013	M.Sc. (Agr)	Farmer	4/4	0	Dependent of the company and significant shareholder (Lihakunta)
Vesa Lapatto	1968	2020	Agrologist	Dairy farmer	4/4	0	Dependent of the company
Juha Nikkola	1976	2018	M.Sc. (Agr)	Farmer	4/4	100	Dependent of the company and significant shareholder (Itikka Co-operative)
Mika Niku	1970	2009		Farmer	4/4	300	Dependent of the company and significant shareholder (Lihakunta)
Ari Pöyhönen	1970	2020	M.Sc. (Agr)	Farmer	4/4	1,000	Dependent of the company
Suvi Rantala	1977	2022	BBA (Business Administration)		4/4	controlling company 518	Dependent of the company
Risto Sairanen	1960	2013		Farmer	4/4	0	Dependent of the company and significant shareholder (Lihakunta)
Ola Sandberg	1981	2018	Agrologist	Farmer	4/4	90	Dependent of the company
Juha Savela	1977	2023	Secondary school graduate	Agricultural entrepreneur	4/4	1,400	Dependent of the company and significant shareholder (Itikka Co-operative))
Piia Uusitalo	1976	2024	Master's degree in IT	Agricultural entrepreneur	3/3	0	Dependent of the company

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During the financial year until 22<sup>nd</sup> April 2024, the Supervisory Board also included Pasi Ingalsuo, Marja-Liisa Juuse and Risto Lahti.

The Board of Directors has deemed all members of the Supervisory Board to be dependent of Atria, as they are either full-time farmers who have – or are members of the operative management of a company that has – a customer, supplier or cooperation relationship with Atria Group that is significant for the entrepreneur/company in question.

All members of the Atria Supervisory Board are also members of Board of Directors or Supervisory Board of Atria's significant shareholders Itikka Co-operative's, significant shareholder Lihakunta's or Co-operative Pohjanmaan Liha. The Board of Directors has deemed that the members of Atria's Supervisory Board who are also members of the Board of Directors of a significant shareholder (Itikka Co-operative or Lihakunta) are dependent of a significant shareholder. Membership of the Supervisory Board of a significant shareholder alone has not been deemed to constitute dependence.

Atria has a Supervisory Board because Atria's shareholders representing more than 50 percent of the votes granted by the company's shares have expressed their satisfaction with the current Supervisory Board model as stipuated in Articles of Association, because it brings a far-reaching perspective on the company's operations and decision-making. The company believes that understanding its business requires a deep familiarity with and commitment to meat operations from its Supervisory Board members. In 2024, Atria Plc's Supervisory Board met four times, and the average attendance of the members was 98.7 percent.

## 5. Board of Directors

In accordance with the Articles of Association, Atria's Board of Directors has a minimum of five (5) and a maximum of nine (9) members. The Chair and the Vice Chair of the Board of Directors are nominated in accordance with the shareholder agreement between Lihakunta and Itikka Co-operative.

### 5.1 Duties of the Board of Directors

Atria's Board of Directors is responsible for the company's administration and its appropriate organisation. The Board of Directors is responsible for the appropriate organisation of the supervision of the company's accounting and asset management. To this end, the Board of Directors has confirmed written rules of procedure concerning the duties of the Board, the matters to be dealt with, meeting practices and the decision-making procedure. According to the rules of procedure, the Board of Directors discusses and decides on significant matters related to the company's strategy, investments, organisation and financing. The rules of procedure lay down the following key duties for the Board of Directors:

- Approving the strategic goals and guidelines for the Group and its business areas
- Approving the budgets and business plans for the Group and its business areas
- Deciding on the investment plan for each calendar year and approving major investments that exceed one million euros
- Approving major M&A and restructuring operations
- Approving the Group's operating principles for areas that are important for management and supervision
- Discussing and adopting interim reports and financial statements
- Monitoring and evaluating the company's financial and sustainability reporting systems
- Monitoring and evaluating the auditing of its financial statements, consolidated financial statements and sustainability reporting statements
- Preparing the items to be dealt with at Annual General Meetings and ensuring that decisions are implemented
- Approving the audit plan for internal auditing, as well as monitoring and assessing the effectiveness of internal control and auditing as well as the risk management systems
- Appointing and dismissing the CEO and deciding on his/her remuneration and other benefits
- Approving, at the CEO's proposal, the hiring of his/her direct subordinates and the principal terms of their employment contracts
- Approving the organisational structure and the key principles of incentive schemes
- Monitoring and evaluating the CEO's performance
- Monitoring and evaluating the independence of the auditor and particularly the provision of services other than auditing services and sustainability auditing services provided by the auditor
- Deciding on other matters that are important in view of the size of the Group and that are not part of day-to-day operations, such as considerable expansion or contraction of business or other material changes to operations, the taking of long-term loans and the sale and pledging of fixed assets
- Monitoring and evaluating the compliance of agreements and other legal transactions between the company and its related parties with requirements concerning ordinary business activities and market terms
- Deciding on other matters which, under the Limited Liability Companies Act, fall within the remit of the Board of Directors
- Performing the Audit Committee's duties referred to in recommendation 16 of the Corporate Governance Code.
- The Board of Directors assesses its operations and working methods regularly by conducting a self-evaluation once a year.

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### 5.2 Meeting practices and information flow

The Board of Directors meets regularly around 10 times during the term in accordance with a meeting schedule confirmed in advance by the Board, and when necessary. In 2024, the Board of Directors met 13 times. The average attendance rate of the members of the Board of Directors was 98,1 percent.

During the meetings of the Board of Directors, the CEO gives a review of the financial situation of the Group by business area. The review also covers forecasts, investments, organisational changes and other issues that are important for the Group.

### 5.3 Members of the Board of Directors 31 December 2024



#### Seppo Paavola

Chair  
b. 1962

**Education:** Agrolgist (secondary school graduate)

**Main occupation:** Farmer

**Member of the Board since:** 2012

**Relevant work experience:**

- Agricultural entrepreneur 1996–present
- Farm advisor, Rural Centre of Central Ostrobothnia 1991–1996

**Concurrent key positions of trust:**

- Member of the Supervisory Board of Itikka Co-operative 2000–
- Deputy Chair of the Supervisory Board of Itikka Co-operative 2008–2011
- Chair of the Supervisory Board of Itikka Co-operative 2012–
- Chair of the Board of Directors of Jokilaakso Co-operative Bank (former Perhonjokilaakso Co-operative Bank, former Kaustinen Co-operative Bank) 2002–
- Member of the Board of Directors of Pellervo 2012–

**Past key positions of trust:**

- Member of the Supervisory Board of Atria Plc 2006–2012
- Deputy Chair of the Supervisory Board of Atria Plc 2009–2012
- Member of the Co-operative Advisory Committee of Pellervo Confederation 2012–2017

**Independence:** Dependent of the company, independent of the significant shareholders

**Shareholding on 31 December 2024:** 4,400

**Share-based rights in the company:** None

**Attendance in meetings:** 13/13



#### Pasi Korhonen

Vice Chair  
b. 1975

**Main occupation:** Farmer

**Member of the Board since:** 2016

**Relevant work experience:**

- Farmer

**Concurrent key positions of trust:**

- Member of the Board of Directors of Nautasuomi 2021–
- Chair of the Board of Directors of Kelloniemen Aurinkoranta 2020–
- Chair of the Board of Directors of Lihakunta 2019–
- Member of the Board of Directors of Lihakunta 2013–
- Member of the Board of Directors of Kainuun maa- ja metsäsäätiö 2013–
- Managing Director of MäkiBull Oy 2023–

**Past key positions of trust:**

- Deputy Chair of the Board of Directors of Lihakunta 2016–2019
- Councillor of the Sotkamo Municipal Council 2005–2017

**Independence:** Dependent of the company and significant shareholders

**Shareholding on 31 December 2024:** 0

**Share-based rights in the company:** None

**Attendance in meetings:** 13/13

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### Nella Ginman-Tjeder

Board member  
b. 1959

**Education:** M.Sc. (Econ.)

**Main occupation:** Eira Hospital Ltd, Managing Director

**Member of the Board since:** 2016

**Relevant work experience:**

- Ifolor Oy, Managing Director 2007–2014
- American Express, Country Manager 2004–2007

**Concurrent key positions of trust:**

- Member of the Board of Directors of Viking Malt Oy 2014–
- Chair of the Board of Directors of Oy Indmeas Ab 2024–

**Past key positions of trust:**

- Member of the Board of Directors of Oy Indmeas Ab 2008–2022
- Member of the Board of Directors of Stiftelsen Arcada 2010–2020
- Member of the Board of Directors of Tulikivi Corporation 2013–2015

**Independence:** Independent of the company and significant shareholders

**Shareholding on 31 December 2024:** 0

**Share-based rights in the company:** None

**Attendance in meetings:** 13/13



### Jukka Kaikkonen

Board member  
b. 1963

**Education:** Agrolgist

**Main occupation:** Farmer, beef producer

**Member of the Board since:** 2020

**Relevant work experience:**

- Agricultural entrepreneur 1990–present
- Salaojakeskus 1987–1990

**Concurrent key positions of trust:**

- Member of the Board of Directors of Lihakunta 2019–

**Past key positions of trust:**

- Deputy Chair and Member of the Supervisory Board of Lihakunta 2013–2019
- Member of the Supervisory Board of Atria Plc 2013–2019
- Chair of the Supervisory Board of Atria Plc 2017–2019

**Independence:** Dependent of the company and significant shareholders

**Shareholding on 31 December 2024:** 500

**Share-based rights in the company:** None

**Attendance in meetings:** 13/13



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### Leena Laitinen

Board member  
b. 1970

**Education:** M.Sc. (Econ.)

**Main occupation:** President and CEO of Alko Inc.

**Member of the Board since:** 2021

**Relevant work experience:**

- Snellman Group, CEO 2014–2017
- SOK, Home Goods Trade Director 2009–2013
- SOK, Prisma Chain Director 2007–2009
- SOK, Managing Director of As Prisma Peremarket 2004–2007
- Keskimaa OSK, Director of Prisma 2000–2004
- Cooperative PeeÄssä, Director of Prisma 1997–2000

**Concurrent key positions of trust:**

- Member of the Board of Ilmarinen Mutual Pension Insurance Company 2018–
- Member of the Board of Viljava Oy 2021–
- Chair of the Board of Directors of Viljava Oy 2022–
- Chair of the Board of The Central Union for Child Welfare 2022–

**Past key positions of trust:**

- Member of the Board and Executive Committee Service Sector Employers Palta 2019–2021
- Member of the Board of Aava Health Services 2017–2020
- Member of the Board of Sponda Plc 2014–2017
- Member of the Board of Finnish Food and Drink Industries' Federation 2014–2017

**Independence:** Independent of the company and significant shareholders

**Shareholding on 31 December 2024:** 0

**Share-based rights in the company:** None

**Attendance in meetings:** 12/13



### Mika Joukio

Board member  
b. 1964

**Education:** M.Sc. (Tech.), MBA

**Main occupation:** CEO of Metsä Board Corporation

**Member of the Board since:** 2022

**Relevant work experience:**

- Metsä Tissue Corporation, CEO 2012–2014
- M-real Corporation (today Metsä Board Corporation), Head of Consumer Packaging 2006–2012
- Metsä-Serla Corporation and M-real Corporation (today Metsä Board Corporation), various management positions 1990–2006

**Concurrent key positions of trust:**

- Chair of the Finnish Forest Industries Trade Policy Committee 2022–
- Member of the Board of Directors of Metsä Fibre Oy 2014–
- Member of the Supervisory Board of Varma Mutual Pension Insurance Company 2019–
- Chair of the Board of Directors of Husum Pulp AB 2021–

**Independence:** Independent of the company and significant shareholders

**Shareholding on 31 December 2024:** 0

**Share-based rights in the company:** None

**Attendance in meetings:** 12/13

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### Kjell-Göran Paxal

Board member  
b. 1967

**Education:** Agrologist  
**Main occupation:** Farmer, piglet and pork producer

**Member of the Board since:** 2012

**Relevant work experience:**

- Oy Foremix Ab, Feed salesman 1990–1997
- Pohjanmaan Liha Co-operative, Primary Production Manager 1990–1997

**Concurrent key positions of trust:**

- Member of the Board of Directors of Pohjanmaan Liha Co-operative 2002–
- Deputy Chair of the Board of Directors of Pohjanmaan Liha Co-operative 2021–
- Chair of the Board of Directors of Oy Foremix Ab 2010–
- Member of the Board of Directors of A-Rehu Oy 2010–
- Chair of the Board of Directors of Ab WestFarm Oy 2010–
- Member of the Board of Directors of Oy Foremix Ab 2004–

**Past key positions of trust:**

- Member of the Board of Directors of A-Farmers Ltd 2003–2021
- Chair of the Board of Directors of Pohjanmaan Liha Co-operative 2010–2020
- Deputy Chair of the Board of Directors of Pohjanmaan Liha Co-operative 2002–2009
- Deputy member of the Board of Directors of the Central Union of Swedish speaking Agricultural Producers in Finland 1999–2001

**Independence:** Dependent of the company, independent of the significant shareholders

**Shareholding on 31 December 2024:** 2,566

**Share-based rights in the company:** None

**Attendance in meetings:** 13/13



### Ahti Ritola

Board member  
b. 1964

**Education:** BBA (Business Administration)  
**Main occupation:** Entrepreneur

**Member of the Board since:** 2018

**Relevant work experience:**

- Entrepreneur in agriculture, real estate and commerce since 1985

**Concurrent key positions of trust:**

- Chair of the Board of Directors of A-Rehu Oy 2018–
- Member of the Board of Directors of Nautasuomi Oy 2021–
- Chair of the Board of Directors of Nautasuomi Oy 2021–
- Member of the Board of Directors of Pellervo Economic Research PTT 2019–

**Past key positions of trust:**

- Member of the Board of Directors of Itikka Co-operative 2013–2024
- Chair of the Board of Directors of Itikka Co-operative 2018–2024
- Member of Itikka Co-operative's Representative Council 2001–2012
- Member of the Supervisory Board of Itikka Co-operative 2012–2013
- Member of the Supervisory Board of Atria Plc 2013–2018
- Member of the Representative Council of South Ostrobothnia Co-operative Bank 2004–2017

**Independence:** Dependent of the company, independent of the significant shareholders

**Shareholding on 31 December 2024:** 0

**Share-based rights in the company:** None

**Attendance in meetings:** 13/13

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The Board of Directors has deemed that the following members of the Board are dependent of Atria: Seppo Paavola, Ahti Ritola, Jukka Kaikkonen, Pasi Korhonen and Kjell-Göran Paxal. These members are either full-time farmers who have – or are members of the operative management of a company that has – a customer, supplier or cooperation relationship with Atria Group that is significant for the entrepreneur/company in question. Seppo Paavola and Kjell-Göran Paxal have also been members of Board for more than 10 years.

Of the Board members Pasi Korhonen and Jukka Kaikkonen are members of the Board of Directors of Lihakunta, a significant shareholder. They are therefore dependent of a significant shareholder. Seppo Paavola is a member of the Supervisory Board of Itikka Co-operative, a significant shareholder. Membership of the Supervisory Board of a significant shareholder alone has not been deemed to constitute dependence of a significant shareholder. The members of the Board of Directors are obliged to provide the Board with information sufficient to assess their skills and independence and to notify the Board of any changes to the information.

**5.4 Principles concerning the diversity of the Board of Directors and the Supervisory Board**

Diversity is part of Atria's responsible business operations. When planning the composition of Atria's Board of Directors and Supervisory Board, diversity is considered from a variety of perspectives, and the phase of company's development needs and the scope of its business operations are taken into account.

When selecting the members of the Board of Directors and Supervisory Board, the goal is that the members' broad-based expertise and the composition of the Board support the development of Atria's current and future business operations. A constructively questioning and challenging Board of Directors and Supervisory Board create added value for the company's operations. This also brings diversity to their work. Atria seeks to promote the selection of members who are as qualified as possible and have broad and varied experience in various fields and to ensure that candidates of both genders have equal opportunities to be selected on the Board. Both genders are represented on the Atria's Board of Directors and the Supervisory Board. In addition, the selection considers the candidates' ability to spend a sufficient amount of time on their Board duties.

**5.4.1. Diversity of the Board of Directors**

The selection aims to ensure that the Board has core competence from a variety of fields within the value chain of Atria's business operations, a wide range of experience of entrepreneurship and business activities, as well as know-how and understanding of international business required by the company's strategy. Rather than every member of the Board being qualified in all of the

mentioned areas, the aim is that every Board member possesses some skills in one or more of the mentioned areas. The diversity of the Board of Directors is furthermore supported by the members' other complementary skills, their training and experience from different occupational fields and industries, as well as by a consideration of the Board members' age and gender distribution. As a long-term goal for Atria is that women and men are represented in the Board of Directors composition, as defined in the Corporate Governance Code. In addition to the skills of the members, the selection considers the candidates' ability to spend a sufficient amount of time on their Board duties.

**5.4.2 Diversity of the Supervisory Board**

When selecting members of the Supervisory Board, the goal is to consider their expertise in the meat industry and its various types of production. Diversity is also ensured by selecting members who represent various areas of Finland. In addition, the age and gender distribution of the members of the Supervisory Board are considered, along with other skills that support the Board's work.

**5.4.3. Implementation of the diversity principles**

To achieve the goals of its diversity principles, the company has sought and seeks to actively communicate these goals to Atria's shareholders. During the 2024 financial year, two members of the Board of Directors were women, and the other members were men, meaning that the minority gender represented 25 percent of all Board members. During the 2024 financial year, three members of the Supervisory Board were women, and the other members were men, meaning that the minority gender represented 15,8 percent of all Supervisory Board members. The company's minimum requirement of both genders being represented has therefore been met but the long-term goal for Corporate Governance Code's representation requirement in the Board of Directors composition has not yet been met. The company's other goals concerning the diversity of the Board of Directors and the Supervisory Board have also been met with regard to the Board members' in-depth knowledge of the meat business and commercial and industrial operations, and the Supervisory Board members' expertise in the meat industry and various types of production, as well as geographical representation.

**6. Board Committees**

The Board of Directors may decide to establish committees to handle duties designated by the Board. The Board confirms the committees' rules of procedure.

The Board of Directors has one committee: the Nomination and Remuneration Committee. The Board of Directors appoints the members of the Committee from among its members in accordance with the Committee's rules of procedure. The Committee has no autonomous

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decision-making power. The Board of Directors makes decisions on the basis of the Committee's preparations and proposals. The Committee reports regularly to the Board of Directors, which supervises the operations of the Committee.

The aim of the Nomination and Remuneration Committee is to prepare the CEO's, the Deputy CEO's and the management's terms of employment, ensure objective decision-making, support the achievement of the company's goals through bonus schemes, increase the company's value and ensure that bonus schemes are transparent and systematic. The aim of the Nomination and Remuneration Committee is also to ensure that the performance bonus systems are linked to the company's strategy and the results achieved.

The Nomination and Remuneration Committee has three (3) members. The Nomination and Remuneration Committee consists of the Chair, Vice Chair and one member of the Board of Directors elected by the Board in accordance with its rules of procedure. The Nomination and Remuneration Committee is composed of members of the Board of Directors.

The Chair of the Nomination and Remuneration Committee is Seppo Paavola, and the other members are Pasi Korhonen and Leena Laitinen. In 2024, the Nomination and Remuneration Committee met six times, and its members' average attendance was 100 percent as follows: Seppo Paavola 6/6, Pasi Korhonen 6/6, and Leena Laitinen 6/6.

### According to its rules of procedure, the Nomination and Remuneration Committee has the following duties:

- Preparing the nomination of the CEO and Deputy CEO
- Preparing the search for successors to the CEO and Deputy CEO
- Preparing the terms of the service contracts of the CEO and Deputy CEO for the Board of Directors to decide on
- Preparing the remuneration, fees and other employment benefits of the executives belonging to the Atria Group Management Team and who report to the CEO and bringing them before the Board of Directors
- Preparing the forms and criteria of the bonus and incentive schemes of top management and bringing them before the Board of Directors
- Preparing the content and group assignments of the of the pension programmes and bringing them before the Board of Directors
- Submitting its statement on the bonus arrangements for the entire personnel before their approval and assessing their functionality and the achievement of the systems' goals

- If required, discussing possible interpretation problems related to the application of the approved bonus schemes and recommending a solution
- If required, reviewing information to be published in the financial statements and, where applicable, in other bonus-related documents
- Preparing the remuneration policy and report for the Annual General Meeting, and presenting the remuneration policy and report at the Annual General Meeting and answering any questions concerning the policy and report with regard to the remuneration of the CEO and the Deputy CEO
- Performing other duties as assigned to it by the Board of Directors.

The Chair of the Nomination and Remuneration Committee convenes the Committee as needed. At the meetings, the matters falling under the duties of the Committee are reviewed. The Nomination and Remuneration Committee may invite other people to join its meetings if deemed necessary, and may use external experts to assist the Committee in fulfilling its duties.

As mentioned in section 4 above, Atria's Annual General Meeting has established a separate Shareholders' Nomination Board to prepare proposals concerning the election and remuneration of the members of the Board of Directors, as well as the remuneration of the members of the Supervisory Board for the next Annual General Meeting.

## 7. CEO

The company's CEO in charge of managing its day-to-day operations in accordance with the instructions and orders issued by the Board of Directors and informing the Board of Directors of the development of the company's operations and financial performance. The CEO also is also responsible for ensuring the legality of the company's accounting and the reliability of asset management. The CEO is appointed by the Board of Directors, which decides on the terms of their service contract.

Atria's CEO is Kai Gyllström M.Sc. (Econ.), MBA. Atria also has a Deputy CEO. Tomas Back has served as Deputy CEO since 2018.

## 8. Management Team

Atria Group has a Management Team chaired by the CEO. The Management Team assists the CEO in planning the operations and in operational management. The duties of the Management Team, among other things, drawing up and implementing strategic plans, dealing with major projects and organisational changes, and reviewing and implementing the Group's risk management measures in their respective areas of responsibility. In 2024, the Management Team met nine times.

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**Management Team on 31 December 2024**



**Kai Gyllström**

CEO  
b. 1979

**Joined Atria in:** 2023

**Education:** M.Sc. (Econ), MBA

**Relevant work experience:**

- Atria Plc, CEO 2023–
- Arla Sweden, Managing Director 2021–2023
- Arla Finland, Managing Director 2018–2021
- Arla Europe, Regional Director Food Service 2016–2017
- Arla Saudi Arabia, Managing Director 2014–2016
- Arla Finland, Marketing Director 2013–2014
- Arla Finland, Finance Director 2011–2012
- Arla Finland, Strategy Director 2009–2011
- Carlsberg, Denmark, Sr. Business Development Manager 2008–2009
- Carlsberg, Denmark, Logistics Development Manager 2007–2008
- Deloitte, Sr. Strategy Consultant 2005–2007
- Marimekko, Finland/Germany, Export Manager 2000–2003

**Concurrent key positions of trust:**

- Member of the Board of Directors in Finnish Food and Drink Industries' Federation (ETL) 2023–
- Member of the Board of Directors in China Office of Finnish Industries 2023–

**Past key positions of trust:**

- Member of the Board of Directors of Swedish Food Federation 2021–2023
- Member of the Board of Directors of KRAV Ekonomisk förening 2022–2023

**Shareholding on 31 December 2024:** 594



**Tomas Back**

CFO, Deputy CEO  
b. 1964

**Joined Atria in:** 2007

**Education:** M.Sc. (Econ)

**Relevant work experience:**

- Atria Plc, CFO, Deputy CEO 2018–
- Atria Denmark, Executive Vice President 2018–2023
- Atria Scandinavia, Executive Vice President 2011–2017
- Atria Baltic, Executive Vice President 2010–2011
- Atria Plc, CFO 2007–2011
- Huhtamäki Americas/Rigid Europe, CFO 2003–2007
- Huhtamäki Oyj, Financial Manager/CFO 1996–2002
- Huhtamäki Finance Oy, Financial Manager, Lausanne 1990–1995

**Concurrent key positions of trust:**

-

**Past key positions of trust:**

- Member and Deputy Chair of the Board of Directors of Swedish Meat Industry Association 2012–2018
- Member of the Board of Directors of Swedish Food Federation 2012–2018
- Member of the Board of Directors of the Svensk Fågel Service Ab 2017–2018

**Shareholding on 31 December 2024:** 8,326

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### Mika Ala-Fossi

Executive Vice President, Atria Finland  
b. 1971

**Joined Atria in:** 2000

**Education:** Meat industry technician

**Relevant work experience:**

- Atria Finland, Executive Vice President 2011–present
- Atria Finland, Director, Convenience Food and Meat Product Production 2007–2011
- Atria Finland, Director, Poultry Business 2006–2007
- Atria Ltd, Production Manager 2003–2006
- Atria Ltd, Unit Manager 2000–2003
- Liha-Saarioinen Ltd, Foreman 1997–2000

**Concurrent key positions of trust:**

- Chair of the Board of Directors of Honkajoki Oy 2015–
- Member of the Board of Directors of Honkajoki 2011–

**Past key positions of trust:**

- Member of the Board of Directors of Länsi-Kalkkuna Oy 2007–2023
- Member of the Board of Directors of Nautasuomi Oy 2021–2023

**Shareholding on 31 December 2024:** 7,386



### Jarmo Lindholm

Executive Vice President, Atria Sweden  
b. 1973

**Joined Atria in:** 2002

**Education:** M.Sc. (Econ)

**Relevant work experience:**

- Atria Sweden, Executive Vice President 2018–present
- Atria Russia, Executive Vice President 2011–2017
- Atria Plc, Group Vice President, Product Leadership 2010–2011
- Atria Plc, Group Vice President, Product Group Management and Product Development, Atria Finland Ltd, Commercial Director 2005–2010
- Atria Ltd, Marketing Manager 2002–2005
- AC Nielsen, Account Manager, Marketing Manager 2000–2002
- Unilever Finland, Custom Service Manager & e-Business 1998–2000

**Concurrent key positions of trust:**

- Member of the Board of Directors of Swedish Food Federation since 2018–
- Member of the Board of DLF, (Dagligvaruleverantörers Förbund) 2022–

**Past key positions of trust:**

- Member of the Board of Directors of the East Office of Finnish Industries 2012–2018
- Member of the Board of Directors of KCF (Svenska Kött & Chark Företagen) 2020–2022

**Shareholding on 31 December 2024:** 3,472

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### Meelis Laande

Executive Vice President, Atria Estonia  
b. 1974

**Joined Atria in:** 2012

**Education:** MBA

#### Relevant work experience:

- Atria Estonia, Executive Vice President 2024–present
- Atria Estonia, Sales and Marketing Director 2012–2024
- Biomarket OÜ, Managing Director 2012–2012
- Maag Lihatoöstus AS, Sales and Marketing Director 2005–2012
- Rimi Eesti Food AS (earlier Kesko Food AS), Area Manager 2004–2005
- Kadaka Säästumarket AS (parent company Kesko Food AS), Manager of Säästumarket stores in Kohtla-Järve and Sillamäe 2002–2004
- Jõhvi Piim TÜ, Sales Manager 2000–2002
- Jõhvi Piim TÜ, Farm products Sales Manager 1998–2000
- Farmax AS, Veterinarian 1995–1998

**Concurrent key positions of trust:**

-

**Past key positions of trust:**

-

**Shareholding on 31 December 2024:** 0



### Lise Østergaard

Executive Vice President, Atria Denmark  
b. 1975

**Joined Atria in:** 2019

**Education:** B.Sc. Economics and Business Administration

#### Relevant work experience:

- Atria Denmark, Executive Vice President 2023–present
- Atria Denmark, Vice President Sales 2019–2023
- HKScan DK, Sales Director 2018–2019
- HKScan DK, Senior Key Account Manager 2014–2018
- Uhrenholt A/S, Key Account Manager 2011–2014
- Arla Foods amba, Nordic Product & Brand Manager 2006–2011
- Arla Foods amba, Trade Marketing Manager 2003–2006

**Concurrent key positions of trust:**

-

**Past key positions of trust:**

-

**Shareholding on 31 December 2024:** 0

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### Pasi Luostarinen

Executive Vice President, Marketing & Market Insight  
b. 1966

**Joined Atria in:** 2000

**Education:** M.Sc. (Econ)

#### Relevant work experience:

- Atria Plc, Executive Vice President Marketing & Marketing Insight 2016–present
- Atria Finland, Senior Vice President Marketing & Product Development 2011–2016
- Atria Plc and Atria Finland, Group Vice President Brand Management & Cold Cuts/Senior Vice President Meat Products 2007–2011
- Atria Plc, Group Vice President Marketing & Product Development 2006–2007
- Atria Plc, Atria Finland and Atria Sweden, Marketing Director 2000–2006
- Valio, Marketing Director 1997–2000
- British American Tobacco Nordic, Trade Development Manager 1996–1997
- Fazer Makeiset Ltd, Key Account Manager/Category Manager 1993–1996
- Mallasjuoma Ltd, Product Manager 1991–1993

#### Concurrent key positions of trust:

- Member of the Board of Etelä-Pohjanmaan Kauppakamari 2023–

#### Past key positions of trust:

- Member of the Board of Seinäjoen Tangomarkkinat Ltd 2019–2020
- Chair of the Board of Seinäjoen Tangomarkkinat 2019–2020

**Shareholding on 31 December 2024:** 8,410



### Merja Leino

Executive Vice President, Sustainability  
b. 1960

**Joined Atria in:** 1996

**Education:** PhD (Food Chemistry)

#### Relevant work experience:

- Atria Plc, Executive Vice President, Sustainability 2019–present
- Atria Finland, Senior Vice President, Convenience Food Business, Quality, Food Safety and Sustainability 2016–2019
- Atria Finland, Senior Vice President, Poultry Business, Quality, Food Safety and Sustainability 2011–2016
- Atria Plc, Group Vice President, Quality, Product Safety and Food Business (poultry and convenience food) 2007–2011
- Atria Finland, Director, Poultry Business, Quality and Product Safety 2000–2007
- Atria Finland, Director, Consumer Packed Meat, Quality Development and Product Safety 1999–2000
- Atria Finland, Product Development Director 1996–1999
- Elintarviketalouden Osaamiskeskus, National Coordinator 1995–1996

#### Concurrent key positions of trust:

- Chair of the Board of Directors, Foodwest Oy 2005–, member of the Board 1996–
- Member of the Supervisory Board, Finnish 4H organization 2015–
- Member of the Board of UN Global Compact Finland 2023–

#### Past key positions of trust:

-

**Shareholding on 31 December 2024:** 7,969



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### Jennifer Paatelainen

Executive Vice President, Human Resources

b. 1982

**Joined Atria in:** 2024

**Education:** M.Sc. (Organizations and Management)

#### Relevant work experience:

- Unilever, HR Director, Nordic and Ice Cream Europe 2022–2023
- Unilever, HR Director, Nordic 2020–2022
- Unilever, HR Transformation & Change Management Lead, Nordic 2019–2020
- Unilever, HR Business Partner, Country HR Lead, Finland 2015–2019
- British American Tobacco Finland Oy, National Field Force Manager, Finland 2011–2012
- British American Tobacco Finland Oy, HR Business Partner & Head of Organisational Effectiveness, Northern European Cluster 2010–2011
- British American Tobacco Finland Oy, HR Manager 2008–2010

#### Concurrent key positions of trust:

-

#### Past key positions of trust:

- Member of the Board of Pension Fund Polaris Pensionsstiftelse 2015–2020

**Shareholding on 31 December 2024:** 0

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### 9. Remuneration

Atria has prepared a remuneration report in compliance with the Corporate Governance Code that came into effect on 1 January 2025. The statement is available on the company's website at [www.atria.com](http://www.atria.com) (Investors > Corporate Governance).

### 10. Internal control, risk management and internal audit

#### 10.1 Internal control

The purpose of internal control within the Atria Group is to support the implementation of Atria's strategy and the achievement of its goals, and to ensure appropriateness and efficiency of Atria's operations and the reliability of financial reporting. Internal control also ensures compliance with legislation, regulations, agreements and Atria's values, as well as internal procedures and principles.

Atria has strategic and annual financial goals which steer the entire Group's operations. These goals are set to all business areas, and they have been approved as part of the strategy process or the annual goal-setting process. The achievement of the financial goals is monitored monthly, quarterly and yearly.

Atria uses Group policies, principles and guidelines for internal control and related steering. The company ensures compliance with the guidelines and rules by providing training. In addition, internal control is supported by internal audit and risk management. Approval procedures, user rights and controls are also part of internal control.

The reliability of financial and business reporting is ensured through the documentation of financial processes and by means of financial management guidelines, as well as control practices and the related guidelines. The control practices consist of both preventive and investigative measures. Typical control practices include approval procedures, verification, reconciliation, operational inspections, the protection of assets, the separation of jobs and the administration of user rights.

The Group's CEO and Board of Directors are responsible for the appropriate organisation of internal control. The Board of Directors is responsible for ensuring that Atria has internal control principles and their governance and monitoring in place. Each business area is responsible for arranging effective and appropriate control procedures.

#### 10.2 Risk management

Risk management supports the implementation of Atria's strategy and the achievement of its goals, as well as developing the organisation in the operating environment outlined in Atria's

strategy. Risk management also aims to prevent unfavourable events and safeguard business continuity.

Atria defines risk as the impact of uncertainty on the company's objectives. Risks can cause positive or negative deviations from set goals. For reporting purposes, Atria's risks are divided into four categories: strategic risks, operational risks, liability risks and financial risks. Risks are also divided into internal and external risks depending on whether they are posed by factors external to the Group or by internal factors. Material sustainability aspects, i.e. risks related to environmental, social and governance responsibility, are taken into account in the dual assessment.

Risk management is guided by the company's risk management policy, which has been approved by the Board of Directors, and by the ISO 31000 and ISO 31010 standards as applicable. The recommendations of the Securities Market Association (SMA) for listed companies have also been observed in the arrangement of risk management. The risk management policy specifies Atria's risk management goals, principles, responsibilities and authorisations, along with the principles of risk assessment and reporting. More detailed guidelines for operating methods concerning risk identification and reporting are provided in Atria's risk management process guidelines.

Risk management is part of Atria's day-to-day business operations, and risk management enables the company to consider the impact of uncertainty on its operations when making decisions. Risk management at Atria Group is based on consistent risk identification, assessment and reporting, and risk management is part of the annual planning process. Communication related to risks complies with the Group's communication plan. Risks are managed in accordance with the specified approved principles in all business areas and Group operations.

The Board of Directors approves the Risk Management Policy and its amendments and oversees the implementation of the principles set out in the policy. The identification, management, control and reporting of sustainability-related material impacts, risks and opportunities is part of Atria's overall risk management. The Group CEO is responsible for the proper organisation of risk management at Atria and the Group CFO for the development of the risk management and risk reporting framework. The results of the Atria Group's risk management and measures to manage risks, including material impacts, risks and opportunities related to sustainability and their management, are presented to the Board of Directors of Atria Plc twice a year.

The Board of Directors and the members of the Group Management Team are responsible for identifying and assessing strategic risks and implementing risk management in their respective areas of responsibility. Strategic risks (including material impacts, risks and opportunities related to the strategy) are discussed at least annually and separately for each significant business

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decision. Risk management measures are decided at the same time. The members of the Group Management Team are also responsible for the identification and assessment of operational risks and the implementation of risk management in their respective business areas and/or areas of responsibility. In the Group's largest Business Areas, risk assessment and monitoring is also carried out by specific Business Area internal steering and responsibility groups, composed of senior management and coordinated by the Risk Manager. Risk Manager is responsible for reporting the results and development measures of the steering groups to the members of the Group Management Team and the Board of Directors, who oversee the risk management work. The Group Finance Committee, comprising the Group CEO, CFO, Treasurer and Group Controller as permanent members, is responsible for the identification and assessment of financial risks and the implementation of risk management throughout the Group. The work of the Finance Committee is supervised by the Board of Directors. Targets relating to material impacts, risks and opportunities are set as part of both the Group's strategy work and operational risk management by those involved in risk management, and the targets are monitored as part of risk management reporting.

The key findings of the risk mapping exercise undertaken as part of the Group's planning process are taken into account in the preparation of the annual internal audit plan. Each Atria employee is responsible for identifying and assessing risks related to his or her own work or otherwise identified, and for presenting and preventing risks.

The Group's governance, management and supervisory bodies use external assistance as necessary to develop risk management skills and expertise (including in relation to sustainability). The need for specific skills and training is identified through internal assurance and evaluation. The most significant risks and uncertainties brought to the attention of the Board of Directors are reported in the Board's Annual Report in the section Risk management at Atria.

**10.3 Internal audit**

Internal Audit evaluates and inspects the effectiveness of the Group's internal control system, the relevance and efficiency of the activities, and compliance with guidelines. It also aims to promote the quality of operations and the processes, ensure the achievement of Atria's goals and the effectiveness of risk management. The target of internal audit is also to highlight best practices and development opportunities in various functions.

Internal Audit assesses the following areas:

- Accuracy and adequacy of financial information
- Compliance with operating principles, guidelines and regulations
- Protection of property against losses

- Economical and efficient use of resources
- Implementation of changes
- Measures resulting from changes in the operating environment
- Opportunities provided by various practices and the utilisation of best practices

The results of internal auditing are documented and discussed with the audited area of operation and Group management. A summary of the audit results is presented to the Board of Directors at least once a year. Regular discussions are held with the auditor to ensure that the audit activities cover a sufficiently wide range of operations and to avoid overlapping audit operations.

The Board of Directors decides the annual plan for internal auditing. The preparation of the audit plan is guided by risk management, issues identified as part of the Group's internal reporting, goals related to improving the quality and efficiency of the operations, and current issues in the company's operating environment. Atria's Group Control function is responsible for internal auditing in cooperation with an external service provider. Where necessary, separate studies commissioned by the Board of Directors or the Group's management will be conducted.

**11. Auditing**

In line with its Articles of Association, the company has one (1) auditor. Its auditor must be an audit firm approved by the Finnish Patent and Registration Office. The auditor's term of service ends at the close of the Annual General Meeting following their election.

The auditor is responsible for auditing the Group's accounts, its financial statements, and administration.

The auditor provides Atria's shareholders with an auditor's report in accordance with the law, in connection with the company's financial statements, reports regularly to the Board of Directors and the management, and presents the audit plan. The auditor participates in Board meetings at least once a year.

Deloitte Oy, was appointed as the company's auditor on 23 April 2024, with Authorized Public Accountant Mrs. Marika Nevalainen as the principally responsible auditor, until the end of the next Annual General Meeting. Remuneration is paid to the auditor according to an invoice approved by the company.

**Auditor's remuneration for the 2024 financial year**

In 2024, the Group paid EUR 429,000 to Deloitte Oy as the auditor's remuneration. For non-audit services, EUR 19,000 was paid in 2024.

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### 12. Insider policy

Atria complies with Nasdaq Helsinki Ltd's Guidelines for Insiders. In addition, Atria's Board of Directors has confirmed Atria's insider guidelines, which complement other insider guidelines and include instructions concerning insiders and insider administration. The company's insider guidelines have been distributed to all persons discharging managerial duties as defined by the company, as well as to the people involved in the preparation of financial reporting. The guidelines are also available on the company's intranet.

Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (Market Abuse Regulation) has been applied since 3 July 2016. Atria has not established a permanent insider register. Insider information is managed by means of project-specific insider registers that are established and maintained as needed. All project-specific insiders are informed about their insider status in writing and provided with the appropriate insider instructions.

Atria has determined that the members of the Board of Directors, the members of the Supervisory Board, the CEO and the members of Atria Group Management Team satisfy the definition of personnel discharging managerial duties with a notification obligation. The company maintains a list of the personnel discharging managerial duties and their related parties.

The company's legal department and CFO monitor compliance with the insider guidelines. Trading in the company's financial instruments has been restricted for the personnel discharging managerial duties and involved in the preparations of financial reporting in such a way that they cannot trade in the company's shares 30 days prior to the publication of an interim report and a release of the financial statements. Should the period between the end of a review period and the publication exceed 30 days the restriction period is adjusted accordingly.

### 13. Related-party transactions

Atria's business operations may include regular business transactions with its related parties. The ordinary business activities of Atria Group's primary production companies may include the sale and purchase of animals, grain and feed to and from people included in Atria's related parties. In addition, Atria Group's companies may purchase and sell services and raw materials from and to companies included in Atria's related parties.

The company has defined its related parties and maintains a list of such related parties. The related parties have been provided with the necessary guidelines. Each person included in Atria's related parties is responsible for ensuring that Atria has up-to-date information about their related parties. The company updates its list of related parties at least once a year by sending an

information request to the people included in its related parties. The communities included in Atria's related party listing are checked in connection with this.

Decision-making policy have been prepared for business transactions with related parties. These guidelines enable Atria to identify related-party transactions and the related criteria and to assess in advance whether the transaction is part of its ordinary business. The purpose of the guidelines is to ensure the careful preparation of related-party transactions and the acquisition of any reports, statements and/or assessments necessary for the preparation, as well as decision-making in accordance with the disqualification regulations.

Atria has a monitoring and reporting system for related-party transactions, and control measures are also implemented regularly. Related-party transactions are reported annually to the Board of Directors to ensure that the transactions are part of the company's ordinary business activities and are conducted on market terms.

### 14. Communications

The aim of Atria's investor communications is to ensure that the markets have accurate and sufficient information to determine the value of Atria's shares at all times. Another aim is to provide the financial markets with comprehensive information so that the market participants can establish an informed and fact based view of Atria as an investment.

### Silent period

Atria has established a silent period for its investor relations communications. The silent period covers 30 calendar days prior to the publication of interim reports and annual reports. Should the time between the end of a review period and the publication exceed 30 days that will be the duration of the silent period. Atria will not issue any statements on its financial standing during this period.

### Investor information

Atria publishes financial information in real time on its website at [www.atria.com](http://www.atria.com). The website contains annual reports, interim reports, and press and stock exchange releases. Information about the company's largest shareholders is updated regularly on the website. The disclosure policy approved by Atria's Board of Directors describes the key principles and procedures followed by Atria as a listed company in its communications with the media, capital markets and other stakeholders. Atria's disclosure policy is available in its entirety on the company's website at [www.atria.com](http://www.atria.com) (Investors → Disclosure Policy).