

Content

Atria in 2023

Atria in brief

CEO's review

Financial development

Highlights of the year

Atria's value chain

Atria's direction

Food market trends

Consumer behaviour

Strategy

Sustainability as part of strategy

Atria as an employer

Business areas

Atria Finland

Atria Sweden

Atria Denmark & Estonia

Research and development

Financial Statements and the Report by the Board of Directors

Auditor's report

Corporate Governance Statement

Remuneration Report

Investor information

Contacts

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 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. Atria is also bound by EU-level regulations and Nasdaq Helsinki Ltd's rules, as well as by orders and guidelines issued by the Financial Supervisory Authority. Atria follows the Securities Market Association's (SMA) Corporate Governance Code, which came into effect on 1 January 2020. The Corporate Governance Code is available on the SMA website at www.cgfinland.fi.

In accordance with the 'comply or explain' principle, the company 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.
- 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.
- 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.

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 (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 (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.

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.

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. 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.

Content

Atria in 2023

- Atria in brief
- CEO's review
- Financial development
- Highlights of the year
- Atria's value chain
- Atria's direction**
- Food market trends
- Consumer behaviour
- Strategy
- Sustainability as part of strategy

Atria as an employer

Business areas

- Atria Finland
- Atria Sweden
- Atria Denmark & Estonia

Research and development

Financial Statements and the Report by the Board of Directors

Auditor's report

Corporate Governance Statement

Remuneration Report

Investor information

Contacts

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 2023 was held in Helsinki on 25 April 2023 at Musiikkitalo. The meeting was attended, either in person or by a representative, by a total of 124 holders of A shares, representing a total of 9,166,817 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 (Investors > Annual General Meeting).

3. Shareholders' Nomination Board

Atria Plc has a 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.

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.

On 10 October 2023, the owners of Atria's KII shares and the largest owner of series A shares nominated the following members on the Nomination Board: Ahti Ritola (Itikka Co-operative), Jyrki Halonen (Lihakunta), Ola Sandberg (Pohjanmaan Liha Co-operative) and Timo Sallinen (Varma Mutual Pension Insurance Company). Jyrki Halonen was elected as Chair of the Nomination Board, and Seppo Paavola, Chair of Atria's Board of Directors, serves as an expert member of the Nomination Board.

The Nomination Board, which prepared the proposal for the 2024 Annual General Meeting, convened two times. The Nomination Board submitted its proposals for the Annual General Meeting to be held on 23 April 2024 to the Board of Directors on 10 January 2024. The proposals were published by means of a stock exchange release on 10 January 2024.

Name	Year of birth	Education	Main occupation	Attendance at meetings	Shareholding on 31 Dec 2023
Ahti Ritola	1964	BBA	Entrepreneur	2/2	0
Jyrki Halonen	1961	Agricult. technician	Farmer	2/2	250
Ola Sandberg	1981	Agrologist	Farmer	2/2	90
Timo Sallinen	1970	M.Sc. (Econ)	SVP, Investments (listed equities)	2/2	0

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

Content

Atria in 2023

Atria in brief

CEO's review

Financial development

Highlights of the year

Atria's value chain

Atria's direction

Food market trends

Consumer behaviour

Strategy

Sustainability as part of strategy

Atria as an employer

Business areas

Atria Finland

Atria Sweden

Atria Denmark & Estonia

Research and development

Financial Statements and the Report by the Board of Directors

Auditor's report

Corporate Governance Statement

Remuneration Report

Investor information

Contacts

On 31 December 2023, Atria Plc's Supervisory Board consisted of the following 20 members:

Name	Year of birth	Member since	Education	Main occupation	Attendance at meetings	Shareholding on 31 Dec 2023	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
Veli Hyttinen	1973	2010	Agrologist	Farmer	4/4	1,500	Dependent of the company and significant shareholder (Lihakunta)
Pasi Ingalsuo	1966	2004	Agrologist	Farmer	4/4	4,000	Dependent of the company and significant shareholder (Itikka Co-operative)
Jaakko Isomäki	1979	2023	Agrologist	Farmer	3/3	372	Dependent of the company
Jussi Joki-Erkkilä	1977	2016		Agricultural entrepreneur	3/4	0	Dependent of the company
Marja-Liisa Juuse	1963	2015		Farmer	4/4	250	Dependent of the company
Juha Kiviniemi	1972	2010	M.Sc. (Agr)	Farmer	4/4	300 controlling company 184	Dependent of the company and significant shareholder (Itikka Co-operative)
Risto Lahti	1990	2020	B.Sc. (Food Science)	CEO	4/4	57	Dependent of the company and significant shareholders (Itikka Co-operative and Lihakunta)
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)		3/3	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	3/3	1,000	Dependent of the company and significant shareholder (Itikka Co-operative))

Content

Atria in 2023

- Atria in brief
- CEO's review
- Financial development
- Highlights of the year
- Atria's value chain
- Atria's direction**
- Food market trends
- Consumer behaviour
- Strategy
- Sustainability as part of strategy

Atria as an employer

Business areas

- Atria Finland
- Atria Sweden
- Atria Denmark & Estonia

Research and development

Financial Statements and the Report by the Board of Directors

Auditor's report

Corporate Governance Statement

Remuneration Report

Investor information

Contacts

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% 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 2023, Atria Plc's Supervisory Board met four times, and the average attendance of the members was 98.75%.

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 term of office of a member of Atria's Board of Directors departs from the term of one year specified in recommendation 6 of the Corporate Governance Code. As per the Articles of Association, the term of a member of the Board of Directors is three (3) years. Shareholders representing more than 50% of the votes have stated that the term of three (3) years is appropriate for the long-term development of the company and have not seen the need to shorten the term from that specified in 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. It is the company's view that an understanding of Atria's business requires in-depth knowledge of and commitment to the meat industry from the majority of the Board's 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 reporting system
- 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 provided by the auditor
- Monitoring and evaluating the company's financial reporting system and the auditing of its financial statements and consolidated financial statements
- 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.

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 2023, the Board of Directors met 18 times. The average attendance rate of the members of the Board of Directors was 99%.

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 2023



Seppo Paavola

Chair

b. 1962

Education: Agrologist (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 2023: 4,400

Share-based rights in the company: None

Attendance in meetings: 18/18



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 2023: 0

Share-based rights in the company: None

Attendance in meetings: 18/18



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–

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 2023: 0

Share-based rights in the company: None

Attendance in meetings: 18/18

Content

Atria in 2023

Atria in brief

CEO's review

Financial development

Highlights of the year

Atria's value chain

Atria's direction

Food market trends

Consumer behaviour

Strategy

Sustainability as part of strategy

Atria as an employer

Business areas

Atria Finland

Atria Sweden

Atria Denmark & Estonia

Research and development

Financial Statements and the Report by the Board of Directors

Auditor's report

Corporate Governance Statement

Remuneration Report

Investor information

Contacts

Content

Atria in 2023

- Atria in brief
- CEO's review
- Financial development
- Highlights of the year
- Atria's value chain
- Atria's direction**
- Food market trends
- Consumer behaviour
- Strategy
- Sustainability as part of strategy

Atria as an employer

Business areas

- Atria Finland
- Atria Sweden
- Atria Denmark & Estonia

Research and development

Financial Statements and the Report by the Board of Directors

Auditor's report

Corporate Governance Statement

Remuneration Report

Investor information

Contacts



Jukka Kaikkonen

Board member
b. 1963

Education: Agrologist

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 2023: 500

Share-based rights in the company: None

Attendance in meetings: 18/18



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:

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

Past key positions of trust:

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

Independence: Independent of the company and significant shareholders

Shareholding on 31 December 2023: 0

Share-based rights in the company: None

Attendance in meetings: 17/18



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 2023: 0

Share-based rights in the company: None

Attendance in meetings: 18/18

Content

Atria in 2023

- Atria in brief
- CEO's review
- Financial development
- Highlights of the year
- Atria's value chain
- Atria's direction**
- Food market trends
- Consumer behaviour
- Strategy
- Sustainability as part of strategy

Atria as an employer

Business areas

- Atria Finland
- Atria Sweden
- Atria Denmark & Estonia

Research and development

Financial Statements and the Report by the Board of Directors

Auditor's report

Corporate Governance Statement

Remuneration Report

Investor information

Contacts



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:

- Feed salesman, Oy Foremix Ab 1990–1997
- Primary Production Manager, Pohjanmaan Liha Co-operative 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 2023: 2,566

Share-based rights in the company: None

Attendance in meetings: 18/18



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 Itikka Co-operative 2013–
- Chair of the Board of Directors of Itikka Co-operative 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 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 and significant shareholders

Shareholding on 31 December 2023: 0

Share-based rights in the company: None

Attendance in meetings: 18/18

Content

Atria in 2023

- Atria in brief
- CEO's review
- Financial development
- Highlights of the year
- Atria's value chain
- Atria's direction**
- Food market trends
- Consumer behaviour
- Strategy
- Sustainability as part of strategy

Atria as an employer

Business areas

- Atria Finland
- Atria Sweden
- Atria Denmark & Estonia

Research and development

Financial Statements and the Report by the Board of Directors

Auditor's report

Corporate Governance Statement

Remuneration Report

Investor information

Contacts

The Board of Directors has deemed that the following members of the Board are dependent of Atria: Seppo Paavola, Jukka Kaikkonen, Ahti Ritola, 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, Ahti Ritola is a member of the Board of Directors of Itikka Co-operative, a significant shareholder, and 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 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. Atria's goal is to ensure that both genders are represented on the Board of Directors and the Supervisory Board, and that the representative of the minority gender is given preference if two candidates are equally competent. 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 aforementioned areas, the aim is that every Board member possesses some skills in one or more of the aforementioned 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. 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 2023 financial year, two members of the Board of Directors were women, and the other members were men, meaning that the minority gender represented 25% of all Board members. During the 2023 financial year, two members of the Supervisory Board were women, and the other members were men, meaning that the minority gender represented 10% of all Supervisory Board members. The company's goal of both genders being represented has therefore 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 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

Content

Atria in 2023

Atria in brief

CEO's review

Financial development

Highlights of the year

Atria's value chain

Atria's direction

Food market trends

Consumer behaviour

Strategy

Sustainability as part of strategy

Atria as an employer

Business areas

Atria Finland

Atria Sweden

Atria Denmark & Estonia

Research and development

Financial Statements and the Report by the Board of Directors

Auditor's report

Corporate Governance Statement

Remuneration Report

Investor information

Contacts

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 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. As an exception to recommendation 17 of the Corporate Governance Code, one of the members of the Nomination and Remuneration Committee is independent of the companies and two of the three members are independent of significant shareholders. 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 until 24 April 2023 Nella Ginman-Tjeder and as of 25 April 2023 Leena Laitinen. In 2023, the Nomination and Remuneration Committee met four times, and its members' average attendance was 88% as follows: Seppo Paavola 4/4, Pasi Korhonen 4/4, Nella Ginman-Tjeder 2/2 and Leena Laitinen 1/2.

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 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 has been Juha Gröhn MSc (Food Sc.) until 31st May 2023 and since June 1st 2023 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 include, among others, preparing strategic plans and putting them into practice, handling significant projects and organisational changes, as well as reviewing and implementing the Group's risk management measures in their respective areas of responsibility. In 2023, the Management Team met nine times.

Management Team on 31 December 2023



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 2023: 0



Tomas Back

CFO, Deputy CEO

b. 1964

Joined Atria in: 2007

Education: M.Sc. (Econ)

Relevant work experience:

- CFO, Deputy CEO Atria Plc, Executive Vice President Atria Denmark 2018–present
- Executive Vice President, Atria Scandinavia 2011–2017
- Executive Vice President, Atria Baltic 2010–2011
- CFO, Atria Plc 2007–2011
- CFO, Huhtamäki Americas / Rigid Europe 2003–2007
- Financial Manager/CFO, Huhtamäki Oyj 1996–2002
- Financial Manager, Huhtamäki Finance Oy, 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 2023: 6,512



Mika Ala-Fossi

Executive Vice President, Atria Finland

b. 1971

Joined Atria in: 2000

Education: Meat industry technician

Relevant work experience:

- Executive Vice President, Atria Finland 2011–present
- Director, Convenience Food and Meat Product Production, Atria Finland 2007–2011
- Director, Poultry Business, Atria Finland 2006–2007
- Production Manager, Atria Ltd 2003–2006
- Unit Manager, Atria Ltd 2000–2003
- Foreman, Liha-Saarioinen Oy 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 2023: 5,572

Content

Atria in 2023

Atria in brief

CEO's review

Financial development

Highlights of the year

Atria's value chain

Atria's direction

Food market trends

Consumer behaviour

Strategy

Sustainability as part of strategy

Atria as an employer

Business areas

Atria Finland

Atria Sweden

Atria Denmark & Estonia

Research and development

Financial Statements and the Report by the Board of Directors

Auditor's report

Corporate Governance Statement

Remuneration Report

Investor information

Contacts

Content

Atria in 2023

- Atria in brief
- CEO's review
- Financial development
- Highlights of the year
- Atria's value chain
- Atria's direction**
- Food market trends
- Consumer behaviour
- Strategy
- Sustainability as part of strategy

Atria as an employer

Business areas

- Atria Finland
- Atria Sweden
- Atria Denmark & Estonia

Research and development

Financial Statements and the Report by the Board of Directors

Auditor's report

Corporate Governance Statement

Remuneration Report

Investor information

Contacts



Jarmo Lindholm

Executive Vice President, Atria Sweden
b. 1973

Joined Atria in: 2002

Education: M.Sc. (Econ)

Relevant work experience:

- Executive Vice President, Atria Sweden 2018–present
- Executive Vice President, Atria Russia 2011–2017
- Group Vice President, Product Leadership, Atria Plc 2010–2011
- Group Vice President, Product Group Management and Product Development, Atria Plc, Commercial Director, Atria Finland Ltd, 2005–2010
- Marketing Manager, Atria Ltd 2002–2005
- Account Manager, Marketing Manager, AC Nielsen 2000–2002
- Custom Service Manager & e-Business, Unilever Finland 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 2023: 5,652



Olle Horm

Executive Vice President, Atria Estonia
b. 1967

Joined Atria in: 2012

Education: Engineer

Relevant work experience:

- Executive Vice President, Atria Estonia 2018–present
- Executive Vice President, Atria Baltic 2012–2017
- Chair of the Board, Maag Meat Industry 2009–2012
- Chair of the Board, Skanska EMV AS 2008–2009
- Chair of the Board, Rakvere Lihakombinaat AS 2000–2008
- Head of transportation and equipment department, EMV AS 1998–1999
- Management and development duties, EK AS 1992–1998

Concurrent key positions of trust:

- Member of the Board of Directors of the Estonian Food Industry Federation
- Member of the Board of Directors of the Estonian Pig Breeders' Association

Past key positions of trust:

-

Shareholding on 31 December 2023: 0



Pasi Luostarinen

Executive Vice President, Marketing & Market Insight
b. 1966

Joined Atria in: 2000

Education: M.Sc. (Econ)

Relevant work experience:

- Executive Vice President Marketing & Marketing Insight, Atria Plc 2016–present
- Senior Vice President Marketing & Product Development, Atria Finland 2011–2016
- Group Vice President Brand Management & Cold Cuts / Senior Vice President Meat Products, Atria Plc and Atria Finland 2007–2011
- Group Vice President Marketing & Product Development, Atria Plc 2006–2007
- Marketing Director, Atria Plc, Atria Finland and Atria Sweden 2000–2006
- Marketing Director, Valio 1997–2000
- Trade Development Manager, British American Tobacco Nordic 1996–1997
- Key Account Manager/Category Manager, Fazer Makeiset Oy 1993–1996
- Product Manager, Mallasjuoma Oy 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 2023: 6,596



Merja Leino

Executive Vice President, Sustainability

b. 1960

Joined Atria in: 1996

Education: PhD (Food Chemistry)

Relevant work experience:

- Executive Vice President, Sustainability, Atria Plc 2019–present
- Senior Vice President, Convenience Food Business, Quality, Food Safety and Sustainability, Atria Finland 2016–2019
- Senior Vice President, Poultry Business, Quality, Food Safety and Sustainability, Atria Finland 2011–2016
- Group Vice President, Quality, Product Safety and Food Business (poultry and convenience food), Atria Plc 2007–2011
- Director, Poultry Business, Quality and Product Safety, Atria Finland 2000–2007
- Director, Consumer Packed Meat, Quality Development and Product Safety, Atria Finland 1999–2000
- Product Development Director, Atria Finland 1996–1999
- National Coordinator, Elintarviketalouden Osaamiskeskus 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 2023: 6,155

Content

Atria in 2023

Atria in brief

CEO's review

Financial development

Highlights of the year

Atria's value chain

Atria's direction

Food market trends

Consumer behaviour

Strategy

Sustainability as part of strategy

Atria as an employer

Business areas

Atria Finland

Atria Sweden

Atria Denmark & Estonia

Research and development

Financial Statements and the Report by the Board of Directors

Auditor's report

Corporate Governance Statement

Remuneration Report

Investor information

Contacts

Content

Atria in 2023

Atria in brief

CEO's review

Financial development

Highlights of the year

Atria's value chain

Atria's direction

Food market trends

Consumer behaviour

Strategy

Sustainability as part of strategy

Atria as an employer

Business areas

Atria Finland

Atria Sweden

Atria Denmark & Estonia

Research and development

Financial Statements and the Report by the Board of Directors

Auditor's report

Corporate Governance Statement

Remuneration Report

Investor information

Contacts

9. Remuneration

Atria has prepared a remuneration report in compliance with the Corporate Governance Code that came into effect on 1 January 2020. The statement is available on the company's website at 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. 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 any changes to the policy, and supervises the implementation of the principles outlined in the policy. The Group's CEO is responsible for the appropriate organisation of risk management at Atria, and the CFO sees to the development of the risk management and reporting framework.

Board of Directors and the members of the Group's Management Team are responsible for identifying and assessing strategic risks and for implementing risk management in their respective areas of responsibility. The management teams of the business areas are responsible for identifying and assessing operational risks and for implementing risk management in their respective business areas. The Group's Treasury Committee is responsible for identifying and assessing financial risks and for implementing risk management throughout the Group.

When preparing an annual plan for internal audit, key observations from the risk assessments made as part of the Group's planning process are taken into account. Every Atria employee is

Content

Atria in 2023

- Atria in brief
- CEO's review
- Financial development
- Highlights of the year
- Atria's value chain
- Atria's direction**
- Food market trends
- Consumer behaviour
- Strategy
- Sustainability as part of strategy
- Atria as an employer

Business areas

- Atria Finland
- Atria Sweden
- Atria Denmark & Estonia

Research and development

Financial Statements and the Report by the Board of Directors

Auditor's report

Corporate Governance Statement

Remuneration Report

Investor information

Contacts

responsible for identifying and assessing risks associated with their work and any other risks that they encounter, and for drawing attention to and preventing such risks.

Major risks and uncertainties known to the Board of Directors are discussed in more detail in the Board of Directors' report under '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 approves 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 25 April 2023, 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 2023 financial year

In 2023, the Group paid EUR 369 000 to Deloitte Oy as the auditor's remuneration. For non-audit services, EUR 16,000 was paid in 2023.

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, the Deputy CEO and the CFO 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 maintains registers of managers subject to the notification obligation and their related parties, as well as of Atria's project-specific insiders when necessary. 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

Content

Atria in 2023

Atria in brief

CEO's review

Financial development

Highlights of the year

Atria's value chain

Atria's direction

Food market trends

Consumer behaviour

Strategy

Sustainability as part of strategy

Atria as an employer

Business areas

Atria Finland

Atria Sweden

Atria Denmark & Estonia

Research and development

Financial Statements and the Report by the Board of Directors

Auditor's report

Corporate Governance Statement

Remuneration Report

Investor information

Contacts

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 guidelines 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. 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, Investors → Disclosure Policy.