**Proxy Document for a General Meeting (including voting instructions)**

**Atria Plc’s Annual General Meeting on 23 April 2024**

The undersigned (hereinafter also the “**Principal**” or “**Shareholder**”) authorises the following proxy representative alone (hereinafter also the “**Proxy Representative**”) to represent themselves and vote with all their shares in accordance with the voting instructions given below at Atria Plc’s (the “**Company**”) Annual General Meeting on 23 April 2024:

Fill in the name of the Proxy Representative: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Fill in the date of birth of the Proxy Representative: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Fill in the phone number and/or email address of the Proxy Representative: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

The completed and signed proxy form and voting instructions shall be delivered primarily as an attachment in connection with the electronic registration to the General Meeting or alternatively delivered by email to agm@innovatics.fi or by regular mail to Innovatics Oy, Yhtiökokous / Atria Oyj, Ratamestarinkatu 13 A, 00520 Helsinki, Finland prior to the expiration of the registration period. In addition to submitting the proxy documents, the Shareholder or their Proxy Representative must register for the General Meeting.

The Principal accepts everything that the Proxy Representative legally does or fails to do under this proxy document. The Principal also agrees to the transmission of information in accordance with this proxy document to the Company and Innovatics Oy, as well as between these parties, to be used in connection with the General Meeting and the processing of related necessary registrations.

If the shareholder is an entity (incl. estate), the legal representative of the entity or a person authorised by the entity must provide necessary documents to prove the right to represent the entity (e.g. trade register extract or board resolution). Documents are requested to be attached to this form. If the documents are not submitted prior to the end of the registration period or they are otherwise incomplete, the right of the entity to participate in the General Meeting may be revoked and the shares of the entity will not be included as shares represented at the General Meeting. Possible advance votes may not be counted in the General Meeting. Original proxy documents shall be presented to the Company upon request.

**Information of the Principal:**

The personal information provided by way of this proxy document is used to verify a shareholder's identity with information in the book-entry system and to confirm shareholding on the record date of the General Meeting. This information will be retained in Innovatics Oy's database for the sole purpose of facilitating the Company's General Meeting. No information will be utilized for any other purposes or for any other General Meetings.

|  |  |
| --- | --- |
| Shareholder’s name |  |
| Date of birth or business ID (*Y-tunnus*) |  |
| Address |  |
| Postal code and town/city |  |
| Country |  |
| Phone number and/or email address |  |
| Place and date |  |
| Signature(s) |  |

*[Continues on the next page]*

**Voting instructions:**

At the General Meeting, the proxy representative shall exercise the voting rights of the shareholder granting the authorisation in each of the items of the agenda of the General Meeting as indicated with a cross (X) on the next page.

* The option “Yes” or “In favour” means that the shareholder is in favour of approving the base proposal.
* The option “No” or “Against” means that the shareholder objects to the approval of the base proposal. By voting in advance, it is not possible to submit a counterproposal to the meeting or demand a full counting of votes. If a shareholder has voted “No” or “Against” on an agenda item that requires a counterproposal, and the Proxy Representative does not submit a counterproposal to the meeting or demand a full counting of votes, this means that the shareholder's shares are not taken into consideration in the item in question. The shareholder's shares are not considered as shares represented at the meeting and the votes are not counted as cast votes with regard to the item in question.
* “Abstain from voting” means giving an empty vote, in which case the shares are taken into account as shares represented in the agenda item, which has an impact with respect to resolutions requiring a qualified majority (e.g. agenda items 20 to 21). With respect to resolutions requiring a qualified majority, all shares represented at the General Meeting are taken into account. Therefore, abstaining from voting has an impact on the outcome of the vote. Shareholders should be aware of this fact, especially if their intention is not to vote against the proposal.

The shareholder’s shares are not considered as shares represented at the General Meeting and not counted as cast votes with regard to the item in question if

* No votes have been indicated in the agenda item in question.
* There are multiple votes on the same agenda item.
* Other text or markings other than a cross (X) have been used to indicate a vote.

In a situation where a shareholder has voted in advance more than once or via more than one voting channel, for example, both electronically and by using this form, the votes given most recently will prevail.

If the shareholder doesn’t state otherwise, the voting instructions are assumed to concern all shares of the shareholder.

*[Continues on the next page]*

**General Meeting agenda items**

Agenda items 7 to 22 cover proposals of the Board of Directors, shareholders and Shareholders’ Nomination Board of the Company to the General Meeting in accordance with the notice of the meeting.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  |  | **In favour/Yes** | **Against/No** | **Abstain from voting** |
| 7. | Adoption of the financial statements and the consolidated financial statements | ☐ | ☐ | ☐ |
| 8. | Resolution on the use of the profit shown on the balance sheet and payment of dividend and the repayment of capital | ☐ | ☐ | ☐ |
| 9. | Resolution on the discharge of the members of the Supervisory Board and the Board of Directors and the CEO from liability for the financial period 1 January to 31 December 2023 | ☐ | ☐ | ☐ |
| 10. | Adoption of the remuneration report of the governing bodies | ☐ | ☐ | ☐ |
| 11. | Adoption of the remuneration policy for governing bodies | ☐ | ☐ | ☐ |
| 12. | Resolution on the remuneration of the members of the Supervisory Board | ☐ | ☐ | ☐ |
| 13. | Resolution on the number of the members of the Supervisory Board | ☐ | ☐ | ☐ |
| 14. | Election of members of the Supervisory Board replacing those due to resign | ☐ | ☐ | ☐ |
| 15. | Resolution on the remuneration of the members of the Board of Directors | ☐ | ☐ | ☐ |
| 16. | Resolution on the number of members of the Board of Directors | ☐ | ☐ | ☐ |
| 17. | Election of members of the Board of Directors replacing those due to resign | ☐ | ☐ | ☐ |
| 18. | Resolution on the number and remuneration of auditors and authorised sustainability auditor | ☐ | ☐ | ☐ |
| 19. | Election of auditors and authorised sustainability auditor | ☐ | ☐ | ☐ |
| 20. | Authorisation of the Board of Directors to resolve on the acquisition of the Company’s own shares | ☐ | ☐ | ☐ |
| 21. | Authorisation of the Board of Directors to resolve on the issuance of shares and the issuance of special rights entitling to shares | ☐ | ☐ | ☐ |
| 22. | Authorisation of the Board of Directors to make donations | ☐ | ☐ | ☐ |