

UNOFFICIAL TRANSLATION

ANNUAL GENERAL MEETING OF KONECRANES PLC

**Time:** 27 March 2025 at 10.00 a.m.

**Place:** Hyvinkääsali, Kauppatori 1, FI-05800 Hyvinkää, Finland.

**Present:** The shareholders set out in the list of votes adopted at the General Meeting (Appendix 1) were present or represented at the meeting.

Present at the meeting were also all members of the Board of Directors, the President and CEO Anders Svensson, the Chair of the Shareholders' Nomination Board Reima Rytsölä, Toni Halonen as the auditor with principal responsibility of the company's audit firm, Marika Nevalainen as the auditor with principal responsibility of the audit firm proposed for election at the General Meeting for the term of office 2026, members of the company's management, as well as technical personnel.

**1 §  
OPENING OF THE MEETING**

The Chair of the Board of Directors of the company Pasi Laine opened the meeting.

**2 §  
CALLING THE MEETING TO ORDER**

Stefan Wikman, trained on the bench, was elected as Chair of the General Meeting and he called Jaakko Laitinen, Attorney-at-Law, to act as secretary of the General Meeting.

The Chair explained the procedures for handling the matters on the agenda of the meeting.

It was noted that the meeting was conducted in Finnish, but that the meeting could also be addressed in English. In addition, the meeting was simultaneously interpreted into English, and presentations and speeches held in English were simultaneously interpreted into Finnish.

It was recorded that the annual accounts documents 1 January–31 December 2024 and the Remuneration Report had been available on the company's website as of 28 February 2025.

It was recorded that the Shareholders' Nomination Board's proposals had been published through a stock exchange release on 16 December 2024, and in their entirety on the company's website on the same day.

It was recorded that the proposals by the Board of Directors to the General Meeting had been included in the notice to the Annual General Meeting that had been published through a stock exchange release on 7 February 2025 and had also been available for review in their entirety on the company's website.

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It was noted that said documents were also available at the meeting venue.

The Chair noted that shareholders with a Finnish book-entry or equity savings account had been able to vote in advance on decision items 7–26 on the agenda of the General Meeting. In addition, custodian banks representing nominee-registered shareholders had participated in the advance voting on behalf of the shareholders they represented.

The Chair described the votes cast in the advance voting and noted that in accordance with the Finnish Companies Act, the proposals for decisions that had been subject to advance voting are deemed to have been presented without amendments at the Annual General Meeting.

A summary of the votes cast in advance in each agenda item provided by Innovatics Oy was appended to the minutes (Appendix 2).

The Chair noted that if a full counting of votes was not carried out at the meeting in an agenda item, the number of opposing or abstaining votes would be recorded in the minutes under each agenda item in accordance with the summary of the votes cast in advance. In agenda items where it was not possible to oppose the proposal made to the General Meeting without a valid counterproposal, opposing votes could not be taken onto account in the advance voting.

It was noted that if nothing else was stated in connection with the matters addressed, and if the votes cast in advance did not indicate otherwise, shareholders would be deemed to support the proposals made to the General Meeting.

**3 §  
ELECTION OF PERSONS TO SCRUTINIZE THE MINUTES AND TO SUPERVISE THE  
COUNTING OF VOTES**

The General Meeting elected Carl-Johan Numelin and Sirpa Poitsalo to scrutinize the minutes and to supervise the counting of votes.

**4 §  
RECORDING THE LEGALITY OF THE MEETING**

It was noted that the notice to the Annual General Meeting had been published on the company's website on 7 February 2025 and through a stock exchange release on the same day. In addition, a notice regarding the publication of the notice to the Annual General Meeting on the company's website had been published in Helsingin Sanomat and Hufvudstadsbladet on 10 February 2025.

It was recorded that the documents and information required under the Finnish Companies Act and the Finnish Securities Market Act to be made available for review had been made available for review on the company's website at least three weeks before the meeting. The documents were also available for review at the meeting venue.

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The notice to the Annual General Meeting was appended to the minutes (Appendix 3).

It was noted that the General Meeting had been convened in accordance with the Articles of Association and the provisions of the Finnish Companies Act and that the meeting was therefore legally convened and constituted a quorum.

**5 §**

**RECORDING THE ATTENDANCE AT THE MEETING AND ADOPTION OF THE LIST OF VOTES**

It was noted that a list of all shareholders represented at the General Meeting as well as their assistants and proxy representatives shall be prepared, indicating the number of shares and votes they hold.

It was recorded that at the opening of the meeting 1,179 shareholders, representing a total of 52,650,840 shares and votes, were represented at the General Meeting either through advance voting, in person, by a statutory representative or by a proxy representative.

The list of shareholders represented at the meeting and the list of votes were attached to the minutes (Appendix 1).

It was noted that the list of votes would be separately confirmed to correspond to the attendance at the beginning of a possible vote.

**6 §**

**PRESENTATION OF THE ANNUAL ACCOUNTS, THE REPORT OF THE BOARD OF DIRECTORS AND THE AUDITOR'S REPORT FOR THE YEAR 2024**

It was noted that the annual accounts documents had been available for review on the company's website as of 28 February 2025, that they were included in the company's Annual Report 2024 and that they also were available at the meeting.

The company's President and CEO Anders Svensson presented a review of the company's activities during the financial year 1 January–31 December 2024 and the current year.

The annual accounts documents were appended to the minutes (Appendix 4).

The company's auditor with principal responsibility Toni Halonen presented the auditor's report and the assurance report on the sustainability statement for the financial year 1 January–31 December 2024.

The auditor's report and the assurance report on the sustainability statement were appended to the minutes (Appendix 5 and Appendix 6).

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**7 §  
ADOPTION OF THE ANNUAL ACCOUNTS**

It was recorded that the Board of Directors had proposed that the General Meeting adopts the annual accounts.

The General Meeting adopted the annual accounts for the financial year 1 January–31 December 2024.

It was recorded that shareholders represented in the agenda item that had voted in advance, holding a total of 200,391 shares and votes had abstained from casting a vote.

**8 §  
RESOLUTION ON THE USE OF THE PROFIT SHOWN ON THE BALANCE SHEET  
AND THE DISTRIBUTION OF DIVIDEND**

It was noted that the Board of Directors had proposed to the General Meeting that a dividend of EUR 1.65 per share be distributed from the distributable assets of the parent company. According to the proposal, the dividend shall be paid to shareholders who on the record date of the dividend payment on 31 March 2025 are registered as shareholders in the company's shareholders' register maintained by Euroclear Finland Oy. The dividend shall be paid on 8 April 2025.

The proposal by the Board of Directors was appended to the minutes (Appendix 7).

The General Meeting decided, in accordance with the proposal by the Board of Directors, that a dividend of EUR 1.65 per share will be distributed from the distributable assets of the parent company to shareholders who on the record date of the dividend payment on 31 March 2025 are registered as shareholders in the company's shareholders' register maintained by Euroclear Finland Oy. The dividend shall be paid on 8 April 2025.

**9 §  
RESOLUTION ON THE DISCHARGE OF THE MEMBERS OF THE BOARD OF  
DIRECTORS AND THE CEO FROM LIABILITY**

It was recorded that the discharge from liability concerns all persons who have acted as members of the Board of Directors or as CEO of the company during the financial year 1 January–31 December 2024. These persons are:

Christoph Vitzthum, Chair of the Board of Directors (until 27 March 2024);  
Pasi Laine, Vice Chair of the Board of Directors (until 27 March 2024) and  
Chair of the Board of Directors (as of 27 March 2024);  
Pauli Anttila, member of the Board of Directors;  
Ulf Liljedahl, member of the Board of Directors;  
Gun Nilsson, member of the Board of Directors;  
Sami Piittisjärvi, member of the Board of Directors;  
Päivi Rekonen, member of the Board of Directors;  
Thomas Schulz, member of the Board of Directors (as of 27 March 2024);

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Birgit Seeger, member of the Board of Directors (as of 27 March 2024);  
Niko Mokka, member of the Board of Directors (until 27 March 2024); and  
Helene Svahn, member of the Board of Directors (until 27 March 2024);

as well as

Anders Svensson, President and CEO.

The General Meeting decided to discharge from liability all persons who have acted as members of the Board of Directors or as CEO during the financial year 1 January–31 December 2024.

It was recorded that shareholders represented in the agenda item that had voted in advance, holding a total of 212,576 shares and votes, had voted against the discharge from liability, and shareholders holding a total of 219,809 shares and votes had abstained from casting a vote.

**10 §  
PRESENTATION OF THE REMUNERATION REPORT**

The Chair of the Board of Directors and the Chair of the Human Resources Committee of the Board of Directors Pasi Laine presented the Konecranes Remuneration Report covering the remuneration of the members of the Board of Directors, the President and CEO and the Deputy CEO of the company in the year 2024.

It was recorded that the Remuneration Report had been published through a stock exchange release on 28 February 2025 as a part of the company's Annual Report and was also available for review on the company's website and at the General Meeting.

The Remuneration Report was appended to the minutes ([Appendix 8](#)).

The General Meeting decided to approve the presented Remuneration Report.

It was recorded that shareholders represented in the agenda item that had voted in advance, holding a total of 1,194,205 shares and votes, had voted against the approval of the Remuneration Report, and shareholders holding a total of 311,249 shares and votes had abstained from casting a vote.

**11 §  
RESOLUTION ON THE REMUNERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS**

The Chair of the Shareholders' Nomination Board Reima Rytsölä presented the Shareholders' Nomination Board's proposals regarding the remuneration and composition of the Board of Directors.

It was recorded that the Shareholders' Nomination Board had proposed to the General Meeting that annual remuneration is paid to the members of the Board of Directors, other than the employee representative, as follows:

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the remuneration to the Chair of the Board of Directors EUR 160,000, the remuneration to the Vice Chair of the Board of Directors EUR 100,000, and the remuneration to the other members of the Board of Directors EUR 72,000.

In case the term of office of a member of the Board of Directors ends before the closing of the Annual General Meeting in 2026, he or she is entitled to the prorated amount of the annual remuneration calculated on the basis of his or her actual term in office.

The Shareholders' Nomination Board had proposed that 40 per cent of the annual remuneration be paid in Konecranes shares to be acquired on behalf of the members of the Board of Directors at a price determined in public trading on Nasdaq Helsinki. The purchase of shares shall be carried out in four equal instalments; each instalment being purchased within the two-week period beginning on the date following each of the company's interim report announcements and the company's financial statements bulletin for 2025. The company will pay the transaction costs and transfer tax in connection with the purchase of remuneration shares. In case the remuneration cannot be paid in shares due to legal or other regulatory restrictions or due to other reasons related to the company or a member of the Board of Directors, the annual remuneration will be paid fully in cash.

The Shareholders' Nomination Board had proposed that members of the Board of Directors are eligible for a meeting fee of EUR 1,000 for each meeting that they attend. For meetings of the committees of the Board of Directors, the Chair of the Audit Committee is paid a meeting fee of EUR 5,000, the Chair of the Human Resources Committee is paid a meeting fee of EUR 3,000, and the other committee members are paid a meeting fee of EUR 1,500 per each attended committee meeting. No meeting fee is paid for decisions that are confirmed in writing without a meeting. The proposed meeting fees remain unchanged from the previous year.

According to the proposal, no remuneration will be paid to members of the Board of Directors employed by the company, in accordance with the agreement on employee representation between Konecranes and its employees.

According to the proposal, travel expenses for all members of the Board of Directors, including the employee member of the Board of Directors, will be compensated against receipt.

The Shareholders' Nomination Board's proposal was appended to the minutes ([Appendix 9](#)).

The General Meeting decided that for a term of office ending at the closing of the Annual General Meeting in 2026, remuneration and compensation for expenses will be paid to the members of the Board of Directors in accordance with the Shareholders' Nomination Board's proposal.

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It was recorded that shareholders represented in the agenda item that had voted in advance, holding a total of 214,503 shares and votes, had voted against the proposal, and shareholders holding a total of 997 shares and votes had abstained from casting a vote.

**12 §**

**RESOLUTION ON THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS**

It was recorded that the Shareholders' Nomination Board had proposed to the General Meeting that the number of members of the Board of Directors shall be eight (8). However, should any of the candidates proposed by the Shareholders' Nomination Board withdraw their candidacy before the Annual General Meeting, the proposed number of Board members shall automatically be decreased correspondingly.

It was noted that none of the candidates proposed by the Shareholders' Nomination Board had withdrawn their candidacy.

The Shareholders' Nomination Board's proposal was appended to the minutes (Appendix 10).

The General Meeting decided, in accordance with the Shareholders' Nomination Board's proposal, that the number of members of the Board of Directors shall be eight (8).

It was recorded that shareholders represented in the agenda item that had voted in advance, holding a total of 404 shares and votes, had abstained from casting a vote.

**13 §**

**ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS**

It was recorded that the Shareholders' Nomination Board had proposed that all of the current members of the Board of Directors:

Pauli Anttila,  
Pasi Laine,  
Ulf Liljedahl,  
Gun Nilsson,  
Sami Piittisjärvi,  
Päivi Rekonen,  
Thomas Schulz, and  
Birgit Seeger

be re-elected for a term of office ending at the closing of the Annual General Meeting in 2026.

The Shareholders' Nomination Board had proposed that Pasi Laine be elected as Chair of the Board of Directors and Ulf Liljedahl as Vice Chair of the Board of Directors.

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Sami Piittisjärvi had been proposed to be elected from candidates put forward by the employees of Konecranes in accordance with the agreement on employee representation between Konecranes and its employees.

The Shareholders' Nomination Board's proposal was appended to the minutes (Appendix 10).

The General Meeting decided, in accordance with the Shareholders' Nomination Board's proposal, to elect following persons as members of the Board of Directors for a term of office ending at the closing of the Annual General Meeting in 2026:

Pauli Anttila,  
Pasi Laine,  
Ulf Liljedahl,  
Gun Nilsson,  
Sami Piittisjärvi,  
Päivi Rekonen,  
Thomas Schulz, and  
Birgit Seeger,

as well as to elect Pasi Laine as Chair of the Board of Directors and Ulf Liljedahl as Vice Chair of the Board of Directors.

It was recorded that shareholders represented in the agenda item that had voted in advance, holding a total of 2,241,969 shares and votes, had abstained from casting a vote.

**14 §**

**AMENDMENT OF THE ARTICLES OF ASSOCIATION**

It was recorded that the Board of Directors had proposed to the General Meeting that the General Meeting would decide to amend the company's Articles of Association to read in its entirety as presented in Appendix 1 of the notice to the Annual General Meeting.

It was noted that the purpose of the proposed amendments to the Articles of Association is to update the Articles of Association to better reflect currently applicable regulations. In addition, the provisions of the Articles of Association concerning the term of office of the auditor and the sustainability reporting assurance provider will enable the election of the auditor and the sustainability reporting assurance provider more flexibly than currently, also for a term of office commencing later.

The material amendments proposed to the Articles of Association were:

- amending § 6 concerning the representation of the company to the effect that the company may also be represented by the Chair of the Board of Directors alone, as well as two members of the Board of Directors jointly;
- updating the current § 8 concerning the auditor to better reflect the market practice and currently applicable regulations, as well as amending the provision concerning the auditor's term of office;



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- adding a new § 9 concerning the sustainability reporting assurance provider and its term of office;
- amending § 11 (current § 10) concerning the Annual General Meeting to better reflect the market practice and currently applicable regulations; as well as
- removing Swedish as a language for arbitration proceedings from § 12 (current § 11).

It was noted that the proposed amended Articles of Association as well as a comparison against the current Articles of Association, had been available in their entirety on the company's website.

The proposal by the Board of Directors and the proposed amended Articles of Association were appended to the minutes ([Appendix 11](#) and [Appendix 12](#)).

The General Meeting decided to amend the Articles of Association in accordance with the proposal by the Board of Directors.

It was recorded that shareholders represented in the agenda item that had voted in advance, holding a total of 1,890 shares and votes, had voted against the proposal, and shareholders holding a total of 842,583 shares and votes had abstained from casting a vote.

**15 §**

**RESOLUTION ON THE REMUNERATION OF THE AUDITOR FOR THE TERMS OF OFFICE 2025 AND 2026**

It was recorded that the Board of Directors had, upon recommendation of the Audit Committee, proposed to the General Meeting that the remuneration for the auditor to be elected in items 16 and 17, each respectively, be paid according to an invoice approved by the company.

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

The General Meeting decided on the remuneration of the auditors in accordance with the proposal by the Board of Directors.

It was recorded that shareholders represented in the agenda item that had voted in advance, holding a total of 632,243 shares and votes, had voted against the proposal, and shareholders holding a total of 615 shares and votes had abstained from casting a vote.

**16 §**

**ELECTION OF THE AUDITOR FOR THE TERM OF OFFICE 2025**

It was recorded that the Board of Directors had, upon recommendation of the Audit Committee, proposed to the General Meeting that Ernst & Young Oy be re-elected as the auditor for a term of office expiring at the closing of the Annual General Meeting 2026. Ernst & Young Oy had informed the company that APA Toni Halonen is going to act as the auditor with the principal responsibility.

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The proposal by the Board of Directors was appended to the minutes (Appendix 14).

The General Meeting decided, in accordance with the proposal by the Board of Directors, to re-elect Ernst & Young Oy as the auditor for a term of office expiring at the closing of the Annual General Meeting 2026.

It was recorded that shareholders represented in the agenda item that had voted in advance, holding a total of 1,062,317 shares and votes, had abstained from casting a vote.

**17 §**

**ELECTION OF THE AUDITOR FOR THE TERM OF OFFICE 2026**

It was noted that Konecranes has an obligation to organize an audit firm election procedure in accordance with the EU Audit Regulation (537/2014, as amended) concerning the audit for the financial year 2026 (mandatory auditor rotation).

As the EU Audit Regulation requires to include a minimum of two candidates in the recommendation of the Audit Committee and the candidates' possibilities to provide services to Konecranes until the General Meeting deciding on the election is restricted, the Board of Directors had proposed for practical reasons that the auditor would be elected for the term of office 2026 already in this Annual General Meeting 2025. The election of an auditor for the term of office 2026 already in this Annual General Meeting would also provide the elected audit firm time to prepare for the new audit engagement.

It was recorded that based on the above and upon recommendation of the Audit Committee, the Board of Directors had proposed to the General Meeting that Deloitte Oy be elected as the auditor for a term of office commencing at the closing of the Annual General Meeting 2026 and expiring at the closing of the Annual General Meeting 2027. Deloitte Oy had informed the company that APA Marika Nevalainen is going to act as the auditor with the principal responsibility.

It was noted that the resolution in accordance with the proposal concerning the election of the auditor for the term of office 2026 shall enter into force once the amended Articles of Association in accordance with the decision made by the General Meeting in item 14 have been registered in the Finnish Trade Register.

Marika Nevalainen as the auditor with principal responsibility of the audit firm proposed for election for the term of office 2026 presented herself to the General Meeting.

The proposal by the Board of Directors was appended to the minutes (Appendix 15).

The General Meeting decided, in accordance with the proposal by the Board of Directors, to elect Deloitte Oy as the auditor for a term of office commencing at the closing of the Annual General Meeting 2026 and expiring at the closing of the Annual General Meeting 2027.

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It was recorded that shareholders represented in the agenda item that had voted in advance, holding a total of 615 shares and votes, had voted against the proposal.

**18 §**

**RESOLUTION ON THE REMUNERATION OF THE SUSTAINABILITY REPORTING ASSURANCE PROVIDER FOR THE TERMS OF OFFICE 2025 AND 2026**

It was recorded that the Board of Directors had, upon recommendation of the Audit Committee, proposed to the General Meeting that the remuneration for the sustainability reporting assurance provider to be elected in items 19 and 20, each respectively, be paid according to an invoice approved by the company.

The proposal by the Board of Directors was appended to the minutes (Appendix 16).

The General Meeting decided on the remuneration of the sustainability reporting assurance providers in accordance with the proposal by the Board of Directors.

It was recorded that shareholders represented in the agenda item that had voted in advance, holding a total of 616,380 shares and votes, had voted against the proposal, and shareholders holding a total of 46,072 shares and votes had abstained from casting a vote.

**19 §**

**ELECTION OF THE SUSTAINABILITY REPORTING ASSURANCE PROVIDER FOR THE TERM OF OFFICE 2025**

It was recorded that the Board of Directors had, upon recommendation of the Audit Committee, proposed to the General Meeting that Ernst & Young Oy be elected as the sustainability reporting assurance provider for a term of office expiring at the closing of the Annual General Meeting 2026. Ernst & Young Oy had informed the company that APA, Authorized Sustainability Auditor (ASA) Toni Halonen is going to act as the sustainability auditor with the principal responsibility.

The proposal by the Board of Directors was appended to the minutes (Appendix 17).

The General Meeting decided, in accordance with the proposal by the Board of Directors, to elect Ernst & Young Oy as the sustainability reporting assurance provider for a term of office expiring at the closing of the Annual General Meeting 2026.

It was recorded that shareholders represented in the agenda item that had voted in advance, holding a total of 795,215 shares and votes, had abstained from casting a vote.

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**20 §**

**ELECTION OF THE SUSTAINABILITY REPORTING ASSURANCE PROVIDER FOR THE TERM OF OFFICE 2026**

It was recorded that the Board of Directors had, upon recommendation of the Audit Committee, proposed to the General Meeting that Deloitte Oy be elected as the sustainability reporting assurance provider for a term of office commencing at the closing of the Annual General Meeting 2026 and expiring at the closing of the Annual General Meeting 2027. Deloitte Oy had informed the Company that APA, Authorized Sustainability Auditor (ASA) Marika Nevalainen is going to act as the sustainability auditor with the principal responsibility.

It was noted that the resolution in accordance with the proposal concerning the election of the sustainability reporting assurance provider for the term of office 2026 shall enter into force once the amended Articles of Association in accordance with the decision made by the General Meeting in item 14 have been registered in the Finnish Trade Register.

The proposal by the Board of Directors was appended to the minutes (Appendix 18).

The General Meeting decided, in accordance with the proposal by the Board of Directors, to elect Deloitte Oy as the sustainability reporting assurance provider for a term of office commencing at the closing of the Annual General Meeting 2026 and expiring at the closing of the Annual General Meeting 2027.

It was recorded that shareholders represented in the agenda item that had voted in advance, holding a total of 615 shares and votes, had voted against the proposal.

**21 §**

**AMENDMENT TO THE CHARTER OF THE SHAREHOLDERS' NOMINATION BOARD**

It was recorded that the Board of Directors had, on the initiative of the Shareholders' Nomination Board, proposed to the General Meeting that paragraph 2 of the Charter of the Shareholders' Nomination Board is amended to the effect that the shareholders entitled to appoint a member to the Shareholders' Nomination Board shall be determined on the basis of the shareholders' register of the company maintained by Euroclear Finland Oy on 31 May (on 31 August in accordance with the current Charter) each year. Corresponding technical amendments had also been proposed to other dates and deadlines in paragraph 2 of the Charter.

In addition, paragraph 10 of the Charter had been proposed to be amended so that the mention of the Charter being prepared in Swedish is removed.

It was noted that the proposed amended Charter of the Shareholders' Nomination Board as well as a comparison against the current Charter had been available in their entirety on the company's website.

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The proposal by the Board of Directors and the proposed amended Charter of the Shareholders' Nomination Board were appended to the minutes (Appendix 19 and Appendix 20).

The General Meeting decided to amend the Charter of the Shareholders' Nomination Board in accordance with the proposal by the Board of Directors.

It was recorded that shareholders represented in the agenda item that had voted in advance, holding a total of 1,275 shares and votes, had voted against the proposal, and shareholders holding a total of 523 shares and votes had abstained from casting a vote.

**22 §**

**AUTHORIZING THE BOARD OF DIRECTORS TO DECIDE ON THE REPURCHASE AND/OR ON THE ACCEPTANCE AS PLEDGE OF THE COMPANY'S OWN SHARES**

It was recorded that the Board of Directors had proposed to the General Meeting that the Board of Directors be authorized to decide on the repurchase and/or on the acceptance as pledge of the company's own shares in accordance with the proposal appended to the minutes (Appendix 21).

The General Meeting decided to authorize the Board of Directors to decide on the repurchase and/or on the acceptance as pledge of the company's own shares in accordance with the proposal by the Board of Directors.

It was recorded that shareholders represented in the agenda item that had voted in advance, holding a total of 46,476 shares and votes, had abstained from casting a vote.

**23 §**

**AUTHORIZING THE BOARD OF DIRECTORS TO DECIDE ON THE ISSUANCE OF SHARES AS WELL AS ON THE ISSUANCE OF SPECIAL RIGHTS ENTITLING TO SHARES**

It was recorded that the Board of Directors had proposed to the General Meeting that the Board of Directors be authorized to decide on the issuance of shares as well as on the issuance of special rights entitling to shares referred to in Chapter 10 Section 1 of the Finnish Companies Act, in accordance with the proposal appended to the minutes (Appendix 22).

The General Meeting decided to authorize the Board of Directors to decide on the issuance of shares as well as on the issuance of special rights entitling to shares referred to in Chapter 10 Section 1 of the Finnish Companies Act in accordance with the proposal by the Board of Directors.

It was recorded that shareholders represented in the agenda item that had voted in advance, holding a total of 350,436 shares and votes, had voted against the proposal.

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**24 §**

**AUTHORIZING THE BOARD OF DIRECTORS TO DECIDE ON THE TRANSFER OF THE COMPANY'S OWN SHARES**

It was recorded that the Board of Directors had proposed to the General Meeting that the Board of Directors be authorized to decide on the transfer of the company's own shares in accordance with the proposal appended to the minutes (Appendix 23).

The General Meeting decided to authorize the Board of Directors to decide on the transfer of the company's own shares in accordance with the proposal by the Board of Directors.

It was recorded that shareholders represented in the agenda item that had voted in advance, holding a total of 405,868 shares and votes, had voted against the proposal.

**25 §**

**AUTHORIZING THE BOARD OF DIRECTORS TO DECIDE ON A DIRECTED ISSUANCE OF SHARES WITHOUT PAYMENT FOR AN EMPLOYEE SHARE SAVINGS PLAN**

It was recorded that the Board of Directors had proposed to the General Meeting that the Board of Directors be authorized to decide on a directed issuance of shares without payment needed for the continuation of the Share Savings Plan that the Annual General Meeting 2012 decided to launch, in accordance with the proposal appended to the minutes (Appendix 24).

The General Meeting decided to authorize the Board of Directors to decide on a directed issuance of shares without payment in accordance with the proposal by the Board of Directors.

It was recorded that shareholders represented in the agenda item that had voted in advance, holding a total of 301,669 shares and votes, had voted against the proposal.

**26 §**

**AUTHORIZING THE BOARD OF DIRECTORS TO DECIDE ON DONATIONS**

It was recorded that the Board of Directors had proposed to the General Meeting that the Board of Directors be authorized to decide on granting donations of up to a total amount of EUR 400,000 for purposes of general interest or similar purposes, and in addition on granting donations of up to a total amount of EUR 400,000 for occasional emergency aid or similar purposes as needed, in accordance with the proposal appended to the minutes (Appendix 25).

The General Meeting decided to authorize the Board of Directors to decide on donations in accordance with the proposal by the Board of Directors.

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It was recorded that shareholders represented in the agenda item that had voted in advance, holding a total of 44,024 shares and votes, had voted against the proposal.

**27 §  
CLOSING OF THE MEETING**

It was recorded that the decisions of the General Meeting had been supported by all shareholders that had participated in the General Meeting, unless otherwise indicated in the minutes or in the summary of the advance votes.

The Chair noted that the matters included in the notice to the Annual General Meeting had been attended to and that the minutes of the meeting would be available on the company's website at the latest as of 10 April 2025.

The Chair announced the meeting closed at 11:50 a.m.

*[Signatures on the next page]*

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Chair of the General Meeting:

*Stefan Wikman*

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Stefan Wikman

In fidem:

*Jaakko Laitinen*

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Jaakko Laitinen

Minutes scrutinized and approved:

*Carl-Johan Numelin*

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Carl-Johan Numelin

*Sirpa Poitsalo*

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Sirpa Poitsalo



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**APPENDICES**

<u>Appendix 1</u>	List of attendance and the list of votes
<u>Appendix 2</u>	Summary list of the votes cast in advance
<u>Appendix 3</u>	Notice to the Annual General Meeting
<u>Appendix 4</u>	Annual accounts documents
<u>Appendix 5</u>	Auditor's report
<u>Appendix 6</u>	Assurance report on the sustainability statement
<u>Appendix 7</u>	Proposal by the Board of Directors for the resolution on the use of the profit shown on the balance sheet and the distribution of dividend
<u>Appendix 8</u>	Konecranes Remuneration Report 2026
<u>Appendix 9</u>	Shareholders' Nomination Board's proposal for the remuneration of the members of the Board of Directors
<u>Appendix 10</u>	Shareholders' Nomination Board's proposal for the composition of the Board of Directors
<u>Appendix 11</u>	Proposal by the Board of Directors for amendment of the Articles of Association
<u>Appendix 12</u>	Proposed amended Articles of Association
<u>Appendix 13</u>	Proposal by the Board of Directors for the remuneration of the auditor for the terms of office 2025 and 2026
<u>Appendix 14</u>	Proposal by the Board of Directors for the election of the auditor for the term of office 2025
<u>Appendix 15</u>	Proposal by the Board of Directors for the election of the auditor for the term of office 2026
<u>Appendix 16</u>	Proposal by the Board of Directors for the remuneration of the sustainability reporting assurance provider for the terms of office 2025 and 2026
<u>Appendix 17</u>	Proposal by the Board of Directors for election of the sustainability reporting assurance provider for the term of office 2025
<u>Appendix 18</u>	Proposal by the Board of Directors for election of the sustainability reporting assurance provider for the term of office 2026

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Appendix 19 Proposal by the Board of Directors for the amendment of the Charter of the Shareholders' Nomination Board

Appendix 20 Proposed amended Charter of the Shareholders' Nomination Board

Appendix 21 Proposal by the Board of Directors for authorizing the Board of Directors to decide on the repurchase and/or on the acceptance as pledge of the company's own shares

Appendix 22 Proposal by the Board of Directors for authorizing the Board of Directors to decide on the issuance of shares as well as on the issuance of special rights entitling to shares

Appendix 23 Proposal by the Board of Directors for authorizing the Board of Directors to decide on the transfer of the company's own shares

Appendix 24 Proposal by the Board of Directors for authorizing the Board of Directors to decide on a directed issuance of shares without payment for an employee share savings plan

Appendix 25 Proposal by the Board of Directors for authorizing the Board of Directors to decide on donations

## PROPOSAL BY THE BOARD OF DIRECTORS FOR THE RESOLUTION ON THE USE OF THE PROFIT SHOWN ON THE BALANCE SHEET AND THE DISTRIBUTION OF DIVIDEND

According to the Company's balance sheet of 31 December 2024, the parent Company's non-restricted equity is EUR1,047,075,358.95 of which the net income for the year is EUR 200,085,532.18.

The Group's non-restricted equity is EUR1,792,124,000.

According to the Finnish Companies Act, the distributable funds of the Company are calculated based on the parent company's non-restricted equity. For the purpose of determining the amount of the dividend the Board of Directors has assessed the liquidity of the parent company and the economic circumstances subsequent to the end of the financial year.

Based on such assessments the Board of Directors proposes to the Annual General Meeting that a dividend of EUR1.65 per share be distributed from the distributable assets of the parent company. The dividend shall be paid to shareholders who on the record date of the dividend payment on 31 March 2025 are registered as shareholders in the Company's shareholders' register maintained by Euroclear Finland Oy. The dividend shall be paid on 8 April 2025.

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REMUNERATION REPORT 2024

Letter from the Chair of the Konecranes Board

Dear Shareholders,



It is my pleasure to present you the first remuneration report since my appointment as Chair of the Konecranes Board and Human Resources Committee.

At Konecranes, remuneration is linked to performance on all organizational levels.

We believe that competitive and motivating remuneration enhances management's commitment to achieve the Company's strategic and financial targets and contributes positively to shareholder value.

In recent years, Konecranes' key strategic focus areas have been topline growth and profitability improvement. In 2024, profitability was record-high in all Business Segments, mainly as a result of sales growth due to pricing and higher volumes, and good strategy execution. The good

performance is reflected in the short-term incentives (STI) for the year 2024, which will be paid out in March 2025. Also 2023 was a strong year for Konecranes, and the 2023 STI payments paid out in 2024 were on a high level.

During the past two years, Konecranes has successfully improved its margins, and the Earnings per Share (EPS) has increased. This is reflected in management's Long-term incentives (LTI) which will be paid out in 2025 and which were paid out in 2024, as both Performance Share Plans 2022 and 2021 had comparable EPS as their only performance criteria. Based on the feedback received from our previous year's Remuneration Report, we have now decided to add transparency regarding our LTI programs and have disclosed the thresholds and target levels of the vested programs in this Report.

In addition to the Performance Share Plans, Konecranes has also used a Restricted Share Unit (RSU) Plan in special situations. When the current President and CEO Anders Svensson joined Konecranes in late 2022, he was granted 17,170 gross Konecranes shares through an RSU plan to ensure his commitment towards the Company. 40% of the shares were paid in the beginning of 2024, and the remaining 60% vested on December 31, 2024, and was

paid in the beginning of 2025. The President and CEO was the only participant in the RSU plan, and as he has now received the RSU based compensation, there are no other participants in the plan.

Finally, Konecranes continues to develop its remuneration by following that the remuneration levels and elements are aligned with market practices. In 2025, the short-term incentives will have a slightly higher focus on sales growth compared to the previous years' STI programs. Konecranes will increase the weighting on the ESG performance criterion in its long-term incentive programs. The ESG performance criterion will cover CO<sub>2</sub> emissions from Konecranes' own operations and the company's EcoVadis score. We believe that these changes will further encourage management's commitment to Konecranes' growth and sustainability ambitions.

I welcome any feedback or comments on Konecranes' Remuneration Report for 2024.

**Pasi Laine**  
**Chair of the Konecranes Board**  
**and Human Resources Committee**

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## 1. Introduction

This report has been prepared by the Konecranes Board of Directors' Human Resources Committee. It is based on **Konecranes' Remuneration Policy** and has been prepared in accordance with the requirements set forth by the amended EU Shareholders' Rights Directive, which was implemented in Finland in 2019, and the Finnish Corporate Governance Code issued by the Finnish Securities Market Association. The report will be presented at the Konecranes 2025 Annual General Meeting (AGM), and the resolution of the AGM on the matter will be advisory.

Konecranes' Remuneration Policy was first implemented in 2020 to formalize the existing and continuing practices and to illustrate the link between Konecranes' business targets

and strategy and how those have been considered in existing remuneration principles. The Policy was updated in 2024. The AGM 2024 gave an advisory resolution to support the Remuneration Policy, covering the principles for remuneration of the members of the Board of Directors, President and CEO and Deputy CEO. The Remuneration Policy's validity is regularly reviewed by the Board of Directors, and it is presented to the General Meeting at least every four years or whenever substantial changes are made to it.

In 2024, the remuneration decisions were made within the frame of the Remuneration Policy 2024. There were no deviations from the Remuneration Policy.

The primary target of Konecranes management's remuneration is to align the interests of Board members

and executives with those of the shareholders, and to enhance management's commitment to achieving strategic targets and to promoting the long-term financial success of the Company, as well as to contribute to the positive development of shareholder value. The executive shareholding requirements support the alignment of corporate aims and executive interests.

At Konecranes, remuneration is linked to performance and achievements on all organizational levels. The short-term incentive plan for senior management is based on annual targets related to the financial and sustainability performance of the Group. The long-term Performance Share Plan is based on longer-term financial performance and shareholder value creation.

### Development of the fees of the Board of Directors and CEO compared to the development of the average remuneration of employees and to the company's financial development over the preceding five financial years:

Financial Performance / Remuneration in €	2020	2021	2021 vs. 2020	2022	2022 vs. 2021	2023	2023 vs. 2022	2024	2024 vs. 2023
Net sales, MEUR	3,178.9	3,185.7	0.2%	3,364.8	5.6%	3,966.3	17.9%	4,227.0	6.6%
Comparable EBITA, MEUR	260.8	312.2	19.7%	318.4	2.0%	450.7	41.6%	551.6	22.4%
Chair of the Board*	140,000	140,000	0.0%	140,000	0.0%	150,000	7.1%	150,000	0.0%
Vice Chair of the Board*	-	-	n/a	100,000	n/a	100,000	0.0%	-	n/a
Other board members*	70,000	70,000	0.0%	70,000	0.0%	70,000	0.0%	70,000	0.0%
President & CEO **	698,677	901,303	29.0%	748,778	-16.9%	814,208	8.7%	850,950	4.5%
Average KC employees ***	46,913	49,089	4.6%	53,129	8.2%	56,807	6.9%	61,129	7.6%
CEO-to-employee pay ratio	14.89	18.36	23.3%	14.09	-23.2%	14.33	1.7%	13.92	-2.9%

\* This includes only the fixed fee, without meeting fees.

\*\* The compensation of the President and CEO reflects the remuneration of Interim CEO Teo Ottola from Oct 2019 to Jan 2020, Rob Smith from Feb 2020 to Dec 2021, Interim CEO Teo Ottola from Jan 2022 to Oct 18, 2022, and Anders Svensson from Oct 19, 2022, onwards. The remuneration details contain the base salary as well as the car and phone benefit; pension is not included in this amount.

\*\*\* Excluding restructuring costs.

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## 2. Remuneration of the Board of Directors

The Board of Directors' remuneration consists of Annual Fee, Board Meeting Attendance Fees, Committee Attendance Fees, and travel reimbursements.

According to the AGM 2024 decision, the annual remuneration of the Board of Directors remained unchanged from the previous year. As per the AGM 2024 decision, 40 percent of the annual remuneration was paid in Konecranes shares acquired on behalf of the Board members at a price determined in public trading on Nasdaq Helsinki, and the purchase of shares was carried out in four equal installments; each installment purchased within a two-week period following the publishing of Konecranes' interim reports and the financial statement release. The Company paid transaction costs and a transfer tax in connection with the purchase of remuneration shares.

In addition to the Annual Fees, as per the AGM 2024 decision, the Board members were eligible for a meeting fee of EUR 1,000 for each meeting they attend. For meetings of the Board committees, the Audit Committee Chair is entitled to a compensation of EUR 5,000, the Human Resources Committee Chair is entitled to a compensation of EUR 3,000 and the other Board members are entitled to a

### Fees payable to the Board members as confirmed by the Annual General Meeting on March 27, 2024

Annual fee 2024	Total EUR
Chair of the Board	150,000
Vice Chair	100,000
Board member	70,000
Fee per Board meeting	1,000
Fee per Board Committee meeting	1,500
Chair of the Audit Committee per committee meeting	5,000
Chair of the HR Committee per committee meeting	3,000

Board members are also reimbursed for their travel expenses.

### Board meeting attendance 2024

Member	Board meetings attended	Audit Committee meetings attended	HR Committee meetings attended
<b>Chair</b>			
Christoph Vitzthum (until AGM 2024)	4/4		3/3
Pasi Laine (since AGM 2024)	12/12		8/8
<b>Other Board Members</b>			
Pauli Anttila	12/12		8/8
Ulf Liljedahl	12/12	9/9	
Niko Morkkila	4/4	2/2	
Gun Nilsson	12/12	9/9	
Sami Piittisjärvi	10/12		
Päivi Rekonen	12/12	9/9	
Thomas Schulz	8/8		5/5
Birgit Seeger	8/8	7/7	
Helene Svahn	2/4		3/3

Pasi Laine was the Vice Chair of the Board until the AGM 2024, and has been the Chair of the Board since the AGM 2024. Thomas Schulz and Birgit Seeger are Board members since the AGM 2024 on March 27, 2024. Christoph Vitzthum, Niko Morkkila and Helene Svahn were Board members until the AGM 2024 on March 27, 2024.

compensation of EUR 1,500 per each attended committee meeting. No meeting fee is paid for decisions that are confirmed in writing without a meeting.

In case the remuneration could not be paid in shares due to legal or other regulatory restrictions or due to other reasons related to the Company or a Board member, the annual remuneration would be paid fully in cash. In case the term of office of a member of the Board of Directors ends before the closing of the Annual General Meeting in 2025, he or she is entitled to the prorated amount of the annual remuneration calculated based on his or her actual term of office. In 2024, all Konecranes Board members received 40 percent of their annual remuneration in Konecranes shares.

Travel expenses for all Board members, including the employee representative, were compensated against receipt.

In accordance with the agreement on employee representation between Konecranes and its employees, no Board remuneration shall be paid to Board members employed by the Company. Therefore, Sami Piittisjärvi did not receive remuneration for his Board membership and meeting attendance.

Konecranes' Board members are not in an employment relationship or service contract with Konecranes with the exception of Sami Piittisjärvi who was selected as a Board member among the employees. The other Board members do not participate in Konecranes' incentive programs or have pension schemes arranged by Konecranes.

The members of the Shareholders' Nomination Board are not entitled to any remuneration from Konecranes on the basis of their membership.

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## Total remuneration paid to the Board of Directors in 2024

Member	EUR Cash portion as part of Total Annual Remuneration	Nr of shares as part of Total Annual Remuneration	EUR value of shares as part of Total Annual Remuneration	Committee and Board Meeting Fees			Total EUR
				EUR Committee Meeting Fees	EUR Board Meeting Fees	EUR Committee and Board Meetings TOTAL	
<b>Chair</b>							
Christoph Vitzthum (until AGM 2024)	22,515	343	14,985	12,000	6,000	18,000	55,500
Pasi Laine (since AGM 2024)	82,654	1,019	54,846	15,000	12,000	27,000	164,500
<b>Other Board Members</b>							
Pauli Anttila	42,074	529	27,926	10,500	13,000	23,500	93,500
Ulf Lijedahl	42,074	529	27,926	45,000	13,000	58,000	128,000
Niko Mokka	10,510	160	6,990	6,000	6,000	12,000	29,500
Gun Nilsson	42,074	529	27,926	13,500	13,000	26,500	96,500
Päivi Rekonen	42,074	529	27,926	13,500	13,000	26,500	96,500
Thomas Schulz	31,565	369	20,935	4,500	7,000	11,500	64,000
Birgit Seeger	31,565	369	20,935	7,500	7,000	14,500	67,000
Helene Svahn	10,510	160	6,990	6,000	4,000	10,000	27,500
<b>Other Board Members</b>	<b>252,447</b>	<b>3,174</b>	<b>167,553</b>	<b>106,500</b>	<b>76,000</b>	<b>182,500</b>	<b>602,500</b>
<b>Total Board Compensation</b>	<b>357,616</b>	<b>4,536</b>	<b>237,384</b>	<b>133,500</b>	<b>94,000</b>	<b>227,500</b>	<b>822,500</b>

Due to the payment cycle, Board remuneration from January 1, 2024, until the AGM 2024 was based on the decision made by the AGM 2023. From the AGM 2024 until December 31, 2024, the partial remuneration was based on the AGM 2024 decision.

Thomas Schulz and Birgit Seeger have been members of the Board since AGM 2024 (March 27, 2024). The Board remuneration presented in the above table is based on payments made in 2024. The Committee meeting fees

include fees of 7 HR Committee and 9 Audit Committee meetings. The Board meeting fees include fees of 13 Board meetings.

No remuneration was paid to Sami Piittisjärvi, in accordance with the agreement on employee representation between Konecranes and its employees.

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### 3. Remuneration of the President and CEO and the Deputy CEO

The Konecranes Remuneration Policy defines the principles for the remuneration of the President and CEO and the Deputy CEO.

Both the President and CEO's and the Deputy CEO's remuneration are decided by the Board of Directors based on the proposal by the HR Committee.

Remuneration of Konecranes' President and CEO and Deputy CEO includes a fixed salary with fringe benefits, performance-based annual variable pay and a long-term, performance-based share plan.

In addition to the Finnish statutory pension, the President and CEO and the Deputy CEO have a supplementary contribution pension benefit provided by the Company. The pension scheme for the President and CEO sets the defined contribution at 20 percent of the annual base salary, including fringe benefits and excluding performance-based compensation (annual or long-term incentives). The contribution level for the Deputy CEO is set at 1 percent of the annual base salary. The retirement age in this supplementary pension plan is 63 years for the President and CEO and 60 years for the Deputy CEO.

#### Remuneration paid to the President and CEO and the Deputy CEO in 2024

In 2024, the fixed salary including salaries and fringe benefits paid to the President and CEO amounted to EUR 850,950 and for the Deputy CEO to EUR 348,014.

The short-term incentive payments for 2023 were paid in 2024 and amounted to EUR 778,480 for the President & CEO Anders Svensson and EUR 312,654 for the Deputy CEO Teo Ottola. The short-term incentive plan 2023 for the President & CEO as well as for the Deputy CEO was based on the achievement of the following measures: 65 percent weight on Group comparable EBITA margin, 25 percent weight on Group sales growth %, and 10 percent weight on

#### Key remuneration elements for the President and CEO and the Deputy CEO according to the Remuneration Policy (2024):

Remuneration element	Key features of the policy
<b>Base salary</b>  To provide a base salary which reflects the nature of the role and the business, the performance and contribution as well as external market trends	The base salary of the Konecranes CEO and Deputy CEO reflects the performance and individual job responsibilities, experience, skills, and knowledge.  Konecranes' annual salary review also applies to the CEO and Deputy CEO and is completed by the Board after the evaluation and proposal by the HR Committee. Industry benchmarks, market trends and average salary increases in Konecranes are considered when reviewing the salary.  Konecranes conducts a remuneration analysis to benchmark its remuneration levels against its peer group companies of similar size, scope and complexity to determine the appropriate remuneration level for the President and CEO, and Deputy CEO.
<b>Benefits and pension</b>  To provide fringe benefits and pension in line with the company's practices in the prevailing market	The President and CEO's and the Deputy CEO's fringe benefits mostly follow employment country practices for CEOs and similar job level executives. Other benefits may include a company car and a phone benefit. Also, a housing benefit can be offered if considered appropriate.  The CEO / Deputy CEO will normally participate in the statutory pension scheme of the relevant country. In addition, Konecranes provides supplementary contribution-based pension benefits to the CEO / Deputy CEO (Defined Contribution Plan). The retirement age will be defined according to applicable country legislation or may be defined in the service contract.
<b>Short-term incentives</b>  To provide a performance-based remuneration tied to the achievement of key business and financial targets in the short term	The annual targets for the CEO and Deputy CEO are decided by the Board of Directors considering strategic business priorities. Typical performance indicators may be financial, operational or strategic.  The CEO's and Deputy CEO's annual incentive is based on the comparison of financial performance of the Company against the set targets. The actual award payout amount is based on the HR Committee's evaluation and proposal, which is approved by the Board. The maximum achievement is capped at 100% of the annual base salary.
<b>Long-term incentives</b>  To align the objectives of shareholders and Konecranes' key employees to increase the value of the Company, to commit key employees to the Company and to reward for achieving set targets in the long term	Konecranes provides a Performance Share Plan. After each Performance Share Plan period, the plan participants may earn share rewards for achieving set targets. For each share plan period, a maximum reward is defined.  The actual reward payment is based on the performance of the Company against the pre-set criteria decided by the Board of Directors. If a threshold level for the criteria is not met, rewards will not be awarded. For practical reasons, part of the earned share reward is paid in cash to pay the necessary taxes for the reward.  A cap for Performance Share Plan awards payments applied at the time of the vesting is 300% of the average base salary over the performance period and applicable to the new upcoming programs since the AGM in March 2024.  For retention purposes, a Restricted Share Unit Plan (RSU) can be used under special conditions. The vesting periods can last from 12 to 36 months. The prerequisite for reward payment is continued employment or service until the end of the vesting period.
<b>Shareholding requirement</b>  To support alignment of corporate aims and executive interests	The CEO and Deputy CEO have a shareholding requirement tied to the share-based incentive plans.  Restrictions on selling shares earned through the plans are defined in the incentive plans.



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ESG targets. The actual outcome was 97.3 percent out of the maximum 100 percent.

The short-term incentive plan for 2024 for the President & CEO and Deputy CEO was based on the achievement of the following measures: 65 percent weight on Group comparable EBITA margin, 25 percent weight on Group sales growth %, and 10 percent weight on ESG targets. The short-term incentive payments for 2024 due to be paid in 2025 amount to EUR 748,992 for the President & CEO and EUR 300,344 for the Deputy CEO, and the outcome was 91.6 percent out of the maximum 100 percent.

Rewards based on the long-term Performance Share Plan (PSP) 2021 were paid in 2024. The plan had a three-year-long performance period with three separate one-year-long measurement periods. There were separate targets for each measurement period, and the criterion for all measurement periods (2021, 2022 and 2023) was comparable EPS. Items affecting comparability of the EPS included defined restructuring costs, mergers and acquisitions related transaction costs and other unusual items. The outcome for the PSP 2021 was 70.4 percent. The previous President & CEO did not participate in the PSP 2021, but the Deputy CEO was delivered 11,261 gross shares, of which 50 percent was paid in shares and 50 percent in cash.

The Performance Share Plan 2022 consists of a three-year-long performance period consisting of three one-year-long measurement periods with separate targets decided by the Board of Directors. The criterion for all measurement periods (2022, 2023 and 2024) was comparable earnings per share (EPS). The outcome for the measurement period 2022 was 11.1 percent, the outcome for the measurement period 2023 was 100 percent and the outcome for the measurement period 2024 was 100 percent.

The three-year-long performance period for the PSP 2022 ended in December 2024, and the total outcome was 70.4 percent. The PSP 2022 rewards are due to be paid in 2025, and the Deputy CEO will be delivered 15,484 gross shares, of

which 50 percent will be paid in shares and 50 percent in cash. The President & CEO did not participate in the PSP 2022.

The President & CEO Anders Svensson joined Konecranes in October 2022. For retention purposes, at the time of joining the company, he was allocated 17,170 Restricted Share Unit 2017 (RSU) gross shares, of which 40 percent vested on December 31, 2023, with a share delivery of 6,868 shares in January 2024,

which were settled fully in shares, 60 percent vested on December 31, 2024, with a share delivery of 10,302 gross shares in January 2025. The Board of Directors decided to settle 50% of the award in shares and 50% in cash to cover taxes.

In 2024, the total remuneration paid to the President and CEO amounted to EUR 1,905,216, and for the Deputy CEO to EUR 1,187,903.

### Remuneration elements and terms of employment of the President and CEO and Deputy CEO

	President and CEO Anders Svensson	Deputy CEO Teo Ottola
<b>Base salary</b>	Fixed salary with fringe benefits Monthly salary: EUR 70,912.54	Fixed salary with fringe benefits Monthly salary: EUR 29,001.14
<b>Short-term incentives</b>	Based on financial performance Max. 100% of annual base salary	Based on financial performance Max. 100% of annual base salary
<b>Long-term incentives</b>	Performance Share Plan 2023 and 2024 RSU Restricted Share Unit 2017 plan (17,170 gross shares, 40% vested on Dec 31, 2023, and 60% on Dec 31, 2024) Employee Share Savings Plans 2023 and 2024	Performance Share Plans 2022, 2023 and 2024  Employee Share Savings Plans 2022 and 2023
<b>Proportion of fixed and variable pay (as % of total target remuneration)</b>	32% base salary 16% STI* 52% LTI*  * Target opportunity, long-term incentive includes only Performance Share Plan	32% base salary 16% STI* 52% LTI*  * Target opportunity, long-term incentive includes only Performance Share Plan
<b>Pensions</b>	Finnish Statutory pension Defined contribution plan at 20% of annual salary	Finnish Statutory pension Defined contribution plan at 1% of salary
<b>Shareholding requirements</b>	Must hold min. 100% of any net shares given based on reward plans until the value of shareholding equals annual salary, thereafter 50% until the value of shareholdings equals 150% of annual salary, and membership in the Konecranes Leadership Team continues	Must hold min. 50% of any net shares given based on reward plans until the value of shareholding equals annual salary, and membership in the Konecranes Leadership Team continues
<b>Period of notice</b>	6 months' notice by the President and CEO and by the company	6 months' notice by the Deputy CEO or 9 months' notice by the company
<b>Severance pay</b>	Equals to 12 months' salary and fringe benefits in case of termination prior to the age of 63, in addition to the salary for the notice period	Equals to 9 months' salary and fringe benefits, in addition to the salary for the notice period
<b>Retirement age</b>	63 years	65 years 6 months

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### Short-term incentives

2024	Target levels				STI outcome				
	KPI	Weight	Low (12.5%)	Target (50%)	Max (100%)	Performance outcome	Total performance outcome	President and CEO	Deputy CEO
	Sales Growth (%)	25%	0.0%	4.0%	8.0%	86%			
	Adjusted EBITA (%)	65%	10.8%	11.6%	12.4%	100%	91.6%	EUR 748,992	EUR 300,344
	ESG (2 separate KPIs*)	10%	12.5%	50%	100%	50%			

2023	Target levels				STI outcome				
	KPI	Weight	Low (12.5%)	Target (50%)	Max (100%)	Performance outcome	Total performance outcome	President and CEO	Deputy CEO
	Sales Growth (%)	25%	7.3%	11.4%	15.0%	100%			
	Adjusted EBITA (%)	65%	9.5%	10.1%	10.6%	100%	97.3%	EUR 778,480	EUR 312,654
	ESG (3 separate KPIs**)	10%	12.5%	50%	100%	73%			

\* CO<sub>2</sub> emissions from own operations and safety.

\*\* CO<sub>2</sub> emissions from own operations, safety, and diversity and inclusion.

### Long-term incentives

Plan	Performance period	KPI*	Weight	Target levels**			Performance outcome	Total performance outcome	Payment/vesting schedule	Allocated shares***		Awarded shares***	
				Low (10%)	Target (50%)	Max (100%)				President and CEO	Deputy CEO	President and CEO	Deputy CEO
PSP 2020	2020	Comparable EPS	33.3%	€1.65	€1.92	€2.19	96.0%	69.1%	Paid in 2023	-	16,000	-	11,061
	2021	Comparable EPS	33.3%	€2.01	€2.18	€2.46	100%						
	2022	Comparable EPS	33.3%	€2.63	€2.98	€3.23	11.4%						
PSP 2021	2021	Comparable EPS	33.3%	€2.01	€2.18	€2.46	100%	70.4%	Paid in 2024	-	16,000	-	11,261
	2022	Comparable EPS	33.3%	€2.63	€2.98	€3.23	11.1%						
	2023	Comparable EPS	33.3%	€2.64	€2.99	€3.25	100%						
PSP 2022	2022	Comparable EPS	33.3%	€2.63	€2.98	€3.23	11.1%	70.4%	To be paid in 2025	-	22,000	-	15,484
	2023	Comparable EPS	33.3%	€2.64	€2.99	€3.25	100%						
	2024	Comparable EPS	33.3%	€3.80	€4.22	€4.64	100%						
PSP 2023	2023-2025	Sales Growth CAGR	40%	-	-	-	-	-	To be paid in 2026	55,000	22,000	-	-
		Cumulative Comparable EPS	60%	-	-	-	-						
PSP 2024	2024-2026	Sales Growth CAGR	35%	-	-	-	-	-	To be paid in 2027	49,500	19,800	-	-
		Cumulative Comparable EPS	55%	-	-	-	-						
		CO <sub>2</sub> emissions from Konecranes' own operations (tCO <sub>2</sub> )	10%	-	-	-	-						

\* The comparable EPS used as the performance KPI in the performance share plans deviates from Konecranes' reported EPS. The items affecting comparability include e.g. defined restructuring costs, mergers and acquisitions related transaction costs and other unusual items.

\*\* Compared to the previous year's remuneration report, transparency has been increased by disclosing the thresholds and target levels of the vested programs.

\*\*\* Gross shares, including the reward paid in cash.

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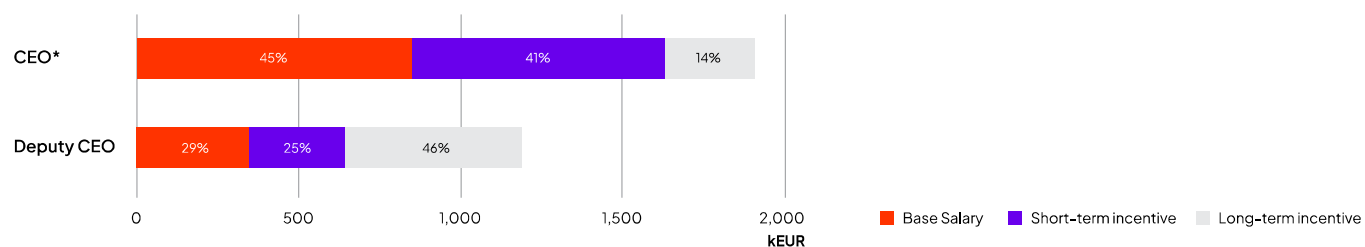
Shares and shareholders

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## Remuneration of the President and CEO and Deputy CEO in 2024 and 2023

	2024	2024	2023	2023
	Anders Svensson	Teo Ottola	Anders Svensson	Teo Ottola
	President & CEO	Deputy CEO	President & CEO	Deputy CEO
<b>Fixed Salary (Salaries and fringe benefits)</b>	850,950	348,014	814,208	295,910
Short-term incentives paid (based on previous year performance)	778,480	298,960	-	46,430
One-time bonus	-	-	-	-
Value of long-term incentive rewards paid	275,786	540,929	-	338,218
<b>Total Variable Pay</b>	1,054,266	839,889	-	384,648
<b>Total Remuneration paid</b>	<b>1,905,216</b>	<b>1,187,903</b>	<b>814,208</b>	<b>680,557</b>
Proportion of fixed and variable pay	45% / 55%	29% / 71%	100% / 0%	43% / 57%
Estimated short-term incentives due payment (based on previous year performance)	748,992	300,344	778,480	312,654
Gross shares delivered	6,868	11,261	-	11,061
Performance share rights allocated (# of share rights)	104,500	63,800	55,000	60,000
Restricted share rights allocated (# of share rights)	10,302	-	17,170	-
Shareholding in Konecranes Plc (# of shares)	7,938	56,801	324	51,075
Expense of statutory/voluntary pension plans	456,458	110,013	296,565	60,818

## Proportions of realized remuneration elements of the President and CEO and Deputy CEO in 2024



\* As Konecranes' President and CEO Anders Svensson started in the company on October 19, 2022, he did not participate in the PSP (LTI) program which was paid out in 2024. The LTI paid to the President and CEO Anders Svensson is the RSU that vested in January 2024.

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## Long-term Incentives

### Performance Share Plan (PSP)

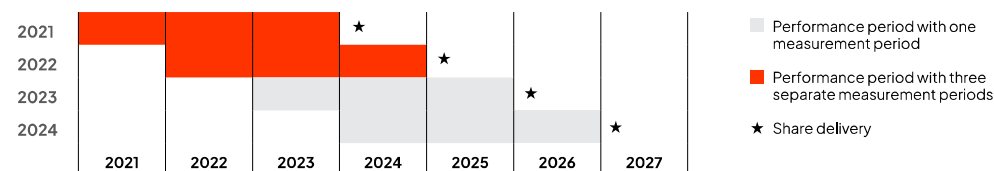
The aim of Konecranes' Performance Share Plans is to align the objectives of shareholders and Konecranes' key employees to increase the value of the Company, to commit key employees to the Company and to reward employees for achieving set targets. The actual grant is directly linked to Key Performance Indicators supporting long-term shareholder return and is based on a multi-year performance period.

All the active PSP plans in 2024 had three-year performance periods, but the measurement periods vary. The PSP plans launched in 2021 and 2022 have three separate one-year-long measurement periods within the three-year performance period. Due to the uncertainty caused by the COVID-19 pandemic in 2020, 2021, the war in Ukraine in 2022, as well as the planned merger announcement made in 2020\*, the Board of Directors decided to apply one-year-long measurement periods instead of three-year-long periods for the Plans started in 2021 and 2022 to enable efficient and relevant target-setting. Despite the one-year-long measurement periods of PSP plans 2021 and 2022, remuneration is paid only after the three-year-long performance period. The PSP 2023 and PSP 2024 plans have one earnings and measurement period covering three years.

The potential rewards from the PSP plans will be paid partly in shares and partly in cash. The cash proportion is intended to cover taxes and tax-related costs arising from the rewards to the plan participants. As a rule, no reward will be paid if the plan participant's employment or service ends before the reward payment.

\* The planned merger with Cargotec was cancelled in March 2022.

## Performance Share Plan



Performance Share Plan (year)	PSP 2021	PSP 2022	PSP 2023	PSP 2024
Performance period	2021-2023	2022-2024	2023-2025	2024-2026
Number of participants **	152	150	153	158
Measure	Comparable EPS for years 2021, 2022 and 2023 ***	Comparable EPS for years 2022, 2023 and 2024 ***	Cumulative Comparable EPS and Sales Growth CAGR %	Cumulative Comparable EPS, Sales Growth CAGR % and CO <sub>2</sub> emissions from Konecranes' own operations (tCO <sub>2</sub> )
Performance share rights allocated (# of share rights)	542,210	534,410	604,500	537,700
Grant date share value, €/Share	38.77	22.13	35.34	52.95
Total share value, based on the grant date value	€21,021,482	€11,826,493	€21,363,030	€28,471,215
Total gross shares delivered	192,662	n/a	n/a	n/a
<b>Gross shares delivered to CEO &amp; Deputy CEO</b>				
Anders Svensson, CEO since October 19, 2022	0	n/a	n/a	n/a
Teo Ottola, Deputy CEO (Interim CEO, from October 7, 2019, to January 31, 2020, and from January 1 to October 18, 2022)	11,261	n/a	n/a	n/a

\*\* At the end of December 2024

\*\*\* PSP 2021 and PSP 2022 have three separate 1-year measurement periods with separate targets for each 1-year period. Measure for years 2021, 2022 and 2023 was comparable EPS.

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### 2021–2023 Performance Share Plan (paid in 2024)

The 2021–2023 PSP plan had a three-year-long performance period with three separate one-year-long measurement periods. The Board of Directors has annually resolved the criterion and separate targets for each measurement period, and the criterion for all measurement periods (2021, 2022 and 2023) was comparable EPS. Items affecting comparability of the EPS included defined restructuring costs, mergers and acquisitions related transaction costs and other unusual items. The target group of the plan for the performance period 2020–2022 consisted of a maximum of 170 key employees of the Konecranes Group. The rewards paid on the basis of the performance period corresponded to the value of a maximum total of 634,921 Konecranes shares, including the proportion paid in cash. The outcome for the measurement period 2021 was 100 percent, the outcome for the measurement period 2022 was 11 percent and the outcome for the measurement period 2023 was 100 percent. As a result, the total outcome of the plan was 70 percent.

### 2022–2024 Performance Share Plan (payable in 2025)

The 2022–2024 plan has a three-year-long performance period with three separate one-year-long measurement periods and separate targets for 2022, 2023 and 2024. The criterion for the measurement periods 2022, 2023 and 2024 is comparable EPS. Items affecting comparability of the EPS include defined restructuring costs, mergers and acquisitions related transaction costs and other unusual items. The target group of the plan for the performance period 2022–2024 consists of a maximum of 170 key employees of the Konecranes Group. The rewards to be paid on the basis of the performance period correspond to the value of a maximum total of 600,000 Konecranes shares, including the proportion to be paid in cash. The outcome for

the measurement period 2022 was 11 percent, the outcome for the measurement period 2023 was 100 percent and the outcome for the measurement period 2024 was 100 percent. As a result, the total outcome of the plan was 70 percent. The rewards will be paid in 2025.

### 2023–2025 Performance Share Plan (payable in 2026)

The 2023–2025 plan has a three-year performance period from 2023 to 2025. The plan has two performance criteria: the cumulative comparable Earnings per Share (EPS) for the financial years 2023–2025 with a 60 percent weighting and the compound annual growth rate (CAGR) for Sales for the financial years 2023–2025 with a 40 percent weighting. Items affecting comparability of the EPS include defined restructuring costs, mergers and acquisitions related transaction costs and other unusual items. The target group of the Plan consists of a maximum of 170 Konecranes key employees. The rewards to be paid on the basis of the performance period 2023–2025 correspond to the value of a maximum total of 700,000 Konecranes Plc shares. The potential rewards will be paid in 2026 if the plan's terms and conditions are met.

### 2024–2026 Performance Share Plan (payable in 2027)

The 2024–2026 plan has a three-year performance period from 2024 to 2026. The plan has three performance criteria: the cumulative comparable Earnings per Share (EPS) for the financial years 2024–2026 with a 55 percent weighting, the compound annual growth rate (CAGR) for Sales for the financial years 2024–2026 with a 35 percent weighting and CO2 emissions, own operations, with a 10 percent weighting. Items affecting comparability of the EPS include defined restructuring costs, mergers and acquisitions related transaction costs and other unusual items. The target group of the Plan consists of a maximum of 170 Konecranes

key employees. The rewards to be paid on the basis of the performance period 2024–2026 correspond to the value of a maximum total of 600,000 Konecranes Plc shares. The potential rewards will be paid in 2027 if the plan's terms and conditions are met.

### Restricted Share Unit Plan 2017 (RSU)

In addition to the Performance Share Plan, Konecranes has a Restricted Share Unit Plan (RSU), which can be used for retention purposes under special conditions. The vesting periods can last from 12 to 36 months. The prerequisite for reward payment is that a key employee's employment or service continues until the end of the vesting period. The rewards to be allocated on the basis of the entire plan will amount to a maximum total of 200,000 Konecranes shares, including the proportion to be paid in cash. The Board of Directors may decide to settle the full award in shares, taxable by the participant.

Recently, there was only one participant in the RSU 2017 plan: the Konecranes President and CEO Anders Svensson, who joined the Company in October 2022. He was allocated 17,170 gross shares, of which 40 percent vested on December 31, 2023, and 60 percent vested on December 31, 2024, with a share delivery of 10,302 gross shares in January 2025. The first 40% was paid in shares and the remaining 60% was settled in shares (50%) and in cash (50%) to cover taxes. The President and CEO was the only participant in the RSU plan, and as he has now received the RSU-based compensation, there are no other participants in the plan.

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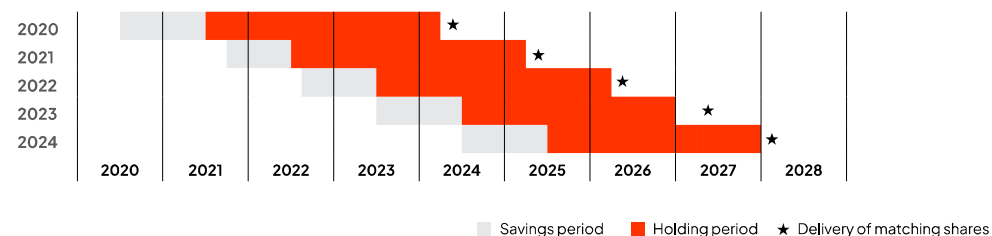
### Employee Share Savings Plan (ESSP)

In 2012, Konecranes launched an Employee Share Savings Plan for all employees, including the Management, except in those countries where the plan could not be offered for legal or administrative reasons. The Board has decided to launch a new ESSP plan annually since the start of the program.

Participants can monthly save a sum of up to 5 percent of their gross salary, which is used to buy Konecranes shares from the market on behalf of the participants. If participants are still in possession of these shares after an approximately three-year-long holding period, they will receive one matching share for every two initially purchased shares.

This ESSP plan is also available to the President and CEO, as well as the Deputy CEO. The President and CEO participates in the ESSP 2024 plan, which is currently in its savings period, with potential rewards due in 2028. Both the President and CEO and the Deputy CEO participate in the ESSP 2023, which is currently in its holding period, with potential rewards due in 2027. The Deputy CEO also participated in the ESSP 2022 plan, which is currently in its holding period, with potential rewards due in 2026.

### Employee Share Savings Plan



Employee Share Savings Plan (year)	ESSP 2020	ESSP 2021	ESSP 2022	ESSP 2023	ESSP 2024
Savings period	October 1, 2020– June 30, 2021	July 1, 2021– June 30, 2022	August 1, 2022– June 30, 2023	July 1, 2023– June 30, 2024	July 1, 2024– June 30, 2025
Number of participants *	1,906	1,873	2,057	2,383	2,573
Number of shares acquired	81,970	137,453	124,706	112,257	20,915 (Ongoing)
Delivered or expected matching shares to be delivered *	40,985	68,727	62,353	56,129	10,458 (Ongoing)
Share price by delivery date or by the end of December 2024 (for non-vested plans), €/share	46.60	61.20	61.20	61.20	61.20
Value of the delivered or expected matching shares **	€1,909,901	€4,206,062	€3,816,004	€3,435,064	€ 639,999 (Ongoing)

\* At the end of December 2024

\*\* Share value by delivery date or by the end of December 2024 (for non-vested plans)

## SHAREHOLDERS' NOMINATION BOARD'S PROPOSAL FOR THE REMUNERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS

The Shareholders' Nomination Board proposes to the Annual General Meeting that annual remuneration is paid to the members of the Board of Directors, other than the employee representative, as follows:

- the remuneration to the Chair of the Board of Directors EUR 160,000 (2024: EUR 150,000),
- the remuneration to the Vice Chair of the Board of Directors EUR 100,000 (2024: EUR 100,000, in the event that a Vice Chair would have been elected), and
- the remuneration to the other members of the Board of Directors EUR 72,000 (2024: EUR 70,000).

In case the term of office of a member of the Board of Directors ends before the closing of the Annual General Meeting in 2026, he or she is entitled to the prorated amount of the annual remuneration calculated on the basis of his or her actual term in office.

The Shareholders' Nomination Board proposes that 40 per cent of the annual remuneration be paid in Konecranes shares to be acquired on behalf of the members of the Board of Directors at a price determined in public trading on Nasdaq Helsinki. The purchase of shares shall be carried out in four equal instalments; each instalment being purchased within the two-week period beginning on the date following each of the Company's interim report announcements and the Company's financial statements bulletin for 2025. The Company will pay the transaction costs and transfer tax in connection with the purchase of remuneration shares. In case the remuneration cannot be paid in shares due to legal or other regulatory restrictions or due to other reasons related to the Company or a member of the Board of Directors, the annual remuneration will be paid fully in cash.

The Shareholders' Nomination Board proposes that members of the Board of Directors are eligible for a meeting fee of EUR 1,000 for each meeting that they attend. For meetings of the committees of the Board of Directors, the Chair of the Audit Committee is paid a meeting fee of EUR 5,000, the Chair of the Human Resources Committee is paid a meeting fee of EUR 3,000, and the other committee members are paid a meeting fee of EUR 1,500 per each attended committee meeting. No meeting fee is paid for decisions that are confirmed in writing without a meeting. The proposed meeting fees remain unchanged from the previous year.

No remuneration will be paid to members of the Board of Directors employed by the Company, in accordance with the agreement on employee representation between Konecranes and its employees.

Travel expenses for all members of the Board of Directors, including the employee member of the Board of Directors, will be compensated against receipt.

## SHAREHOLDERS' NOMINATION BOARD'S PROPOSAL FOR THE COMPOSITION OF THE BOARD OF DIRECTORS

The Shareholders' Nomination Board proposes to the Annual General Meeting that the number of members of the Board of Directors shall be eight (8). However, should any of the candidates proposed by the Shareholders' Nomination Board withdraw their candidacy before the Annual General Meeting, the proposed number of Board members shall automatically be decreased correspondingly.

The Shareholders' Nomination Board proposes that of the current Board members Pauli Anttila, Pasi Laine, Ulf Liljedahl, Gun Nilsson, Sami Piittisjärvi, Päivi Rekonen, Thomas Schulz and Birgit Seeger be re-elected for a term of office ending at the closing of the Annual General Meeting in 2026. The Shareholders' Nomination Board proposes that Pasi Laine be elected as Chair of the Board of Directors and Ulf Liljedahl as Vice Chair of the Board of Directors.

CVs, photographs and the evaluation regarding the independence of the current members of the Board of Directors are presented on the Company's website at [investors.konecranes.com/board-directors](https://investors.konecranes.com/board-directors). Based on the evaluation of the Shareholders' Nomination Board, the proposed candidates are deemed independent of Konecranes and of Konecranes' significant shareholders, with the exception of Pauli Anttila who is deemed independent of Konecranes but not independent of its significant shareholder Solidium, and Sami Piittisjärvi who is deemed not to be independent of Konecranes but is deemed independent of its significant shareholders.

Sami Piittisjärvi is proposed to be elected from candidates put forward by the employees of Konecranes in accordance with the agreement on employee representation between Konecranes and its employees.

With regard to the selection procedure for the members of the Board of Directors, the Shareholders' Nomination Board recommends that shareholders take a position on the proposal as a whole at the General Meeting. The Shareholders' Nomination Board, in addition to ensuring that individual nominees for membership of the Board of Directors possess the required competences, is also responsible for confirming that the proposed Board of Directors as a whole has the best possible expertise and experience for the Company and that the composition of the Board of Directors also meets the other requirements of the Finnish Corporate Governance Code for listed companies.



## PROPOSAL BY THE BOARD OF DIRECTORS FOR AMENDMENT OF THE ARTICLES OF ASSOCIATION

The Board of Directors proposes that the Annual General meeting would decide to amend the Company's Articles of Association to read in its entirety as presented in [Appendix 1](#).

The purpose of the proposed amendments to the Articles of Association is to update the Articles of Association to better reflect currently applicable regulations. In addition, the provisions of the Articles of Association concerning the term of office of the auditor and the sustainability reporting assurance provider will enable the election of the auditor and the sustainability reporting assurance provider more flexibly than currently, also for a term of office commencing later, as proposed in items 17 and 20 of the notice to the Annual General Meeting.

The material amendments proposed to the Articles of Association are:

- amending § 6 concerning the representation of the Company to the effect that the Company may also be represented by the Chair of the Board of Directors alone, as well as two members of the Board of Directors jointly;
- updating the current § 8 concerning the auditor to better reflect the market practice and currently applicable regulations, as well as amending the provision concerning the auditor's term of office;
- adding a new § 9 concerning the sustainability reporting assurance provider and its term of office;
- amending § 11 (current § 10) concerning the Annual General Meeting to better reflect the market practice and currently applicable regulations; as well as
- removing Swedish as a language for arbitration proceedings from § 12 (current § 11), for such provision of the Articles of Association to better reflect the Company's earlier decision to discontinue the use of Swedish as a reporting language starting from 1 January 2024, as well as the resolution by the Annual General Meeting 2024 to change the language of the Articles of Association from Swedish to Finnish.

The proposal of the Board of Directors for the amended Articles of Association is presented in [Appendix 1](#). The proposed amended Articles of Association as well as a comparison against the current Articles of Association are available in their entirety on the Company's website at [konecranes.com/agm2025](https://konecranes.com/agm2025).

Appendix 1

ARTICLES OF ASSOCIATION

**§ 1 Business name and domicile of the company**

The company's business name is Konecranes Oyj.

In Swedish, the company's business name is Konecranes Abp, and in English it is Konecranes Plc.

The company's domicile is Hyvinkää.

**§ 2 The company's branch of industry**

The company's branch of industry is to carry on purchasing, sales, imports, exports, planning, manufacture and repairs of equipment for materials handling and to let on lease and rent such equipment, and to provide consulting, research, product development and marketing services. The company's branch of industry is also to carry on factory maintenance and maintenance services. For its branch of industry the company may own and rent real estate and own securities and carry on trade in securities and in real estate. The business can be carried on directly in the company, in subsidiary and affiliated companies and in joint ventures. In its capacity as parent company, the company may attend to administration of the group, consolidated financing, marketing and other consolidated duties and it may own immaterial rights and carry on licensing of these.

**§ 3 Book-entry securities system**

The company's shares belong to the book-entry securities system.

**§ 4 Board of directors and term of office**

The company has a board of directors consisting of no less than five (5) and no more than ten (10) director members.

The term of office of the members of the board of directors expires at the end of the first annual general meeting of shareholders following the election.

The managing director may be a member of the board of directors, but he/she cannot be elected to be chair of the board of directors.

**§ 5 Managing director and his/her deputy**

The company has a managing director elected by the board of directors. The board of directors may elect a deputy for the managing director and may elect vice managing directors.

**§ 6 Representation of the company**

The company is represented by the chair of the board of directors and the managing director, each alone, as well as by two members of the board of directors jointly.

The board of directors decides on any granting of proxies, so that the proxy-holder together with another proxy-holder has the right to represent the company.

**§ 7 Accounting period**

The company's accounting period begins on 1 January and ends on 31 December.

**§ 8 Auditor**

As the company's auditor for each term of office, the general meeting of shareholders shall elect one (1) auditing corporation, with an APA auditor as the responsible auditor.

An auditor can be elected to its office for a term of office commencing at the end of the general meeting of shareholders deciding on the election, or a term of office commencing later in accordance with a decision by the general meeting of shareholders. The term of office of an auditor expires at the end of the annual general meeting of shareholders following the time of commencement of the term of office.

**§ 9 Sustainability reporting assurance provider**

As the company's sustainability reporting assurance provider for each term of office, the general meeting of shareholders shall elect one (1) Authorized Sustainability Audit Firm, with an Authorized Sustainability Auditor as referred to in the Finnish Auditing Act as the responsible sustainability auditor. The company's auditor with a special qualification as an Authorized Sustainability Auditor can also be elected to this office.

A sustainability reporting assurance provider can be elected to its office for a term of office commencing at the end of the general meeting of shareholders deciding on the election, or a term of office commencing later in accordance with a decision by the general meeting of shareholders. The term of office of a sustainability reporting assurance provider expires at the end of the annual general meeting of shareholders following the time of commencement of the term of office.

**§ 10 Notice convening the general meeting of shareholders**

The board of directors shall convene the general meeting of shareholders by publishing a notice on the company's Internet pages or in one or more national dailies chosen by the board of directors or by sending a written notice to the shareholders by mail no more than three (3) months before the closing date for entries mentioned in the notice and no less than three (3) weeks before the general meeting of shareholders. However, the notice shall be issued no less than nine (9) days before the record date of the meeting.

To be allowed to take part in the general meeting of shareholders, the shareholder shall report to the company in the manner and within the time stated in the notice.

The closing date for entries, which may be no more than ten (10) days before the general meeting of shareholders in question, must not be a Saturday, Sunday or any other holiday.

The general meeting of shareholders may be held either at the company's domicile or in Helsinki, Espoo or Vantaa.

**§ 11 Annual general meeting of shareholders**

The annual general meeting of shareholders is to be held each year within six (6) months after the end of the accounting period on a day determined by the board of directors.

At the annual general meeting of shareholders, the following are presented:

1. the financial statements and the consolidated financial statements;
2. the auditor's report;

the following decisions are taken:

3. on confirmation of the financial statements and of the consolidated financial statements;
4. on how to use the profit or other unrestricted equity shown by the balance sheet;
5. on discharge from liability of the members of the board of directors and the managing director;
6. when required, on the remuneration policy;
7. on the approval of the remuneration report;
8. on the remuneration of members of the board of directors and on the grounds for compensation of their travelling expenses;
9. when required, on the remuneration of the auditor and the sustainability reporting assurance provider;
10. on confirmation of the number of members on the board of directors and, when required, of their term of office as well as, when required, on the confirmation of the terms of office of the auditor and the sustainability reporting assurance provider;

the following are elected:

11. the members of the board of directors;
12. when required, the auditor;
13. when required, the sustainability reporting assurance provider;

the following issues are dealt with:

14. other issues mentioned in the notice convening the general meeting.

### **§12 Settlement of disputes**

Any disputes between the company, the shareholders, the board of directors or its member, the managing director and/or an auditor shall be finally settled by arbitration in accordance with the Arbitration Rules of the Finland Chamber of Commerce. The seat of arbitration shall be Helsinki, Finland. The arbitration proceedings are to be held in Finnish, if no party demands that the arbitration proceedings are to be held in English.

PROPOSAL BY THE BOARD OF DIRECTORS FOR THE  
REMUNERATION OF THE AUDITOR FOR THE TERMS OF  
OFFICE 2025 AND 2026

Upon recommendation of the Audit Committee, the Board of Directors proposes to the Annual General Meeting that the remuneration for the auditor to be elected in items 16 and 17, each respectively, be paid according to an invoice approved by the Company.

Ernst & Young Oy and its affiliated audit companies received EUR 3,829,000 in fees for auditing Konecranes Group Companies in 2024, and fees of EUR 482,000 for non-audit services.

## PROPOSAL BY THE BOARD OF DIRECTORS FOR THE ELECTION OF THE AUDITOR FOR THE TERM OF OFFICE 2025

Upon recommendation of the Audit Committee, the Board of Directors proposes to the Annual General Meeting that Ernst & Young Oy be re-elected as the auditor for a term of office expiring at the closing of the Annual General Meeting 2026.

Ernst & Young Oy has informed the Company that APA Toni Halonen is going to act as the auditor with the principal responsibility.

The Audit Committee confirms that its recommendation is free from influence by a third party and that no clause of the kind referred to in paragraph 6 of Article 16 of the EU Audit Regulation (537/2014), which would restrict the choice by the Annual General Meeting as regards the appointment of the auditor, has been imposed upon it.

## PROPOSAL BY THE BOARD OF DIRECTORS FOR THE ELECTION OF THE AUDITOR FOR THE TERM OF OFFICE 2026

Konecranes has an obligation to organize an audit firm election procedure in accordance with the EU Audit Regulation (537/2014, as amended) concerning the audit for the financial year 2026 (mandatory auditor rotation). As the EU Audit Regulation requires to include a minimum of two candidates in the recommendation of the Audit Committee and the candidates' possibilities to provide services to Konecranes until the General Meeting deciding on the election is restricted, the Board of Directors proposes for practical reasons that the auditor would be elected for the term of office 2026 already in this Annual General Meeting 2025. The election of an auditor for the term of office 2026 already in this Annual General Meeting would also provide the elected audit firm time to prepare for the new audit engagement.

Based on the above and upon recommendation of the Audit Committee, the Board of Directors proposes to the Annual General Meeting that Deloitte Oy be elected as the auditor for a term of office commencing at the closing of the Annual General Meeting 2026 and expiring at the closing of the Annual General Meeting 2027. Deloitte Oy has informed the Company that APA Marika Nevalainen is going to act as the auditor with the principal responsibility.

The proposal concerning the election of the auditor for the term of office 2026 is conditional upon the Annual General Meeting deciding to amend § 8 of the Articles of Association in accordance with the proposal of the Board of Directors presented in item 14 of the notice to the Annual General Meeting. The resolution in accordance with this proposal concerning the election of the auditor for the term of office 2026 shall enter into force once the amended Articles of Association have been registered in the Finnish Trade Register.

### *Recommendation of the Audit Committee*

The Audit Committee has prepared its proposal in accordance with the EU Audit Regulation and organized a statutory audit firm selection procedure. The Audit Committee has comprehensively assessed the received offers against predefined selection criteria. In their offers, the candidates were requested to include information about their firms, their understanding of the Konecranes Group, resourcing of potential services, their procedures and transitional period, details of independence and governance, other consultation services, fees, as well as certain other details.

Based on its evaluation and both qualitative and quantitative analysis, the Audit Committee has recommended to the Board of Directors that Deloitte Oy, as the primary candidate, be elected as the auditor for a term of office commencing at the closing of the Annual General Meeting 2026 and expiring at the closing of the Annual General Meeting 2027. The secondary alternative was PricewaterhouseCoopers Oy.

The Audit Committee confirms that its recommendation is free from influence by a third party and that no clause of the kind referred to in paragraph 6 of Article 16 of the EU Audit Regulation, which would restrict the choice by the Annual General Meeting as regards the appointment of the auditor, has been imposed upon it.

PROPOSAL BY THE BOARD OF DIRECTORS FOR THE  
REMUNERATION OF THE SUSTAINABILITY REPORTING  
ASSURANCE PROVIDER FOR THE TERMS OF OFFICE  
2025 AND 2026

Upon recommendation of the Audit Committee, the Board of Directors proposes to the Annual General Meeting that the remuneration for the sustainability reporting assurance provider to be elected in items 19 and 20, each respectively, be paid according to an invoice approved by the Company.



PROPOSAL BY THE BOARD OF DIRECTORS FOR  
ELECTION OF THE SUSTAINABILITY REPORTING  
ASSURANCE PROVIDER FOR THE TERM OF OFFICE  
2025

Upon recommendation of the Audit Committee, the Board of Directors proposes to the Annual General Meeting that Ernst & Young Oy be elected as the sustainability reporting assurance provider for a term of office expiring at the closing of the Annual General Meeting 2026.

Ernst & Young Oy has informed the Company that APA, Authorized Sustainability Auditor (ASA) Toni Halonen is going to act as the sustainability auditor with the principal responsibility.

PROPOSAL BY THE BOARD OF DIRECTORS FOR  
ELECTION OF THE SUSTAINABILITY REPORTING  
ASSURANCE PROVIDER FOR THE TERM OF OFFICE  
2026

Upon recommendation of the Audit Committee, the Board of Directors proposes to the Annual General Meeting that Deloitte Oy be elected as the sustainability reporting assurance provider for a term of office commencing at the closing of the Annual General Meeting 2026 and expiring at the closing of the Annual General Meeting 2027. Deloitte Oy has informed the Company that APA, Authorized Sustainability Auditor (ASA) Marika Nevalainen is going to act as the sustainability auditor with the principal responsibility.

The proposal concerning the election of the sustainability reporting assurance provider for the term of office 2026 is conditional upon the Annual General Meeting deciding to add a new § 9 into the Articles of Association in accordance with the proposal of the Board of Directors presented in item 14 of the notice to the Annual General Meeting. The resolution concerning the election of the sustainability reporting assurance provider for the term of office 2026 in accordance with this proposal shall enter into force once the amended Articles of Association have been registered in the Finnish Trade Register.

## PROPOSAL BY THE BOARD OF DIRECTORS FOR THE AMENDMENT TO THE CHARTER OF THE SHAREHOLDERS' NOMINATION BOARD

On the initiative of the Shareholders' Nomination Board, the Board of Directors proposes to the Annual General Meeting that paragraph 2 of the Charter of the Shareholders' Nomination Board is amended to the effect that the shareholders entitled to appoint a member to the Shareholders' Nomination Board shall be determined on the basis of the shareholders' register of the Company maintained by Euroclear Finland Oy on 31 May (on 31 August in accordance with the current Charter) each year. Corresponding technical amendments are also proposed to other dates and deadlines in paragraph 2 of the Charter.

In addition, paragraph 10 of the Charter is proposed to be amended so that the mention of the Charter being prepared in Swedish is removed.

The Charter of the Shareholders' Nomination Board in its proposed amended form as well as a comparison against the current Charter are available in their entirety on the Company's website [konecranes.com/agm2025](https://konecranes.com/agm2025).

27 March 2025

## The Charter of the Shareholders' Nomination Board

### 1. Purpose of the Shareholders' Nomination Board

Konecranes Plc's (hereinafter "Konecranes" or the "Company") Shareholders' Nomination Board (hereinafter the "Nomination Board") is a body of the Company's shareholders, responsible for preparing proposals to the Annual General Meeting, and, if necessary, to an Extraordinary General Meeting, for the election and remuneration of the members of the Board of Directors and for identifying potential Board member candidates.

The Nomination Board shall ensure that the Board of Directors and its members maintain and represent a sufficient level of expertise, knowledge and competence as well as diversity. In its duties, the Nomination Board shall comply with applicable laws and regulations including the stock exchange rules and the Finnish Corporate Governance Code.

This Charter regulates the nomination and composition of the Nomination Board and defines the tasks and duties of the Nomination Board.

### 2. Nomination and composition of the Nomination Board

The Nomination Board comprises one member appointed by each of the four largest shareholders of the Company. The Chair of the Company's Board of Directors shall serve as an expert in the Nomination Board without being a member, and shall not have a vote nor be counted in the quorum of the Nomination Board. The shareholders entitled to appoint a member are determined on the basis of the shareholders' register of the Company maintained by Euroclear Finland Ltd. on 31 May each year. The Chair of the Board of Directors shall request the four largest shareholders of the Company each to appoint one member to the Nomination Board. In case two shareholders hold an equal number of shares and the representatives of both such shareholders cannot be appointed to the Nomination Board, the decision shall be made by drawing lots.

If a shareholder who has an obligation under the Finnish Securities Market Act to take holdings of shares e.g. in several funds or group companies into account when disclosing changes in share ownership or who holds nominee registered shares makes a written request to the Chair of the Board of Directors no later than on 30 May, such holdings of the shareholder will be taken into account when determining the appointment right.

Should a shareholder not wish to use his/her appointment right, the right transfers to the next largest holder of shares who would otherwise not have an appointment right.

The Chair of the Board of Directors convenes the first meeting of the Nomination Board and acts as a Chair of the Nomination Board until the Nomination Board has elected a Chair from

among its members. The representative of the largest shareholder will be the Chair of the Nomination Board, unless the Nomination Board decides otherwise. Other meetings are convened by the elected Chair of the Nomination Board.

The composition of the Nomination Board and any changes to it are published by the Company through a stock exchange release.

The member appointed by a shareholder shall resign from the Nomination Board, if the shareholder concerned later transfers more than half of the shares he/she held on 31 May that entitled him/her to appoint a member and as a result thereof is no longer amongst the Company's ten largest shareholders. The right to appoint a member to replace the resigned member shall be offered to the shareholder who, immediately after the settlement of the relevant share transfer, is the largest holder of shares who has not yet appointed a member to the Nomination Board. If such shareholder does not wish to use his/her appointment right, the right transfers to the next largest holder of shares who would otherwise not have an appointment right.

An eligible shareholder who has appointed a representative to the Nomination Board has the right to replace its representative at any time.

The Nomination Board is established until the General Meeting of the Company decides otherwise. The members shall be appointed annually and their term of office shall end when new members are appointed to replace them.

### **3. Duties of the Nomination Board and remuneration**

The duties of the Nomination Board are:

- a. to prepare and present to the Annual General Meeting, and, if necessary, to an Extraordinary General Meeting, a proposal for the number of the members of the Board of Directors;
- b. to prepare and present to the Annual General Meeting, and, if necessary, to an Extraordinary General Meeting, a proposal for the election of the members of the Board of Directors taking into account the possible employee representative election described in section 6.2 below;
- c. the Nomination Board may also prepare and present to the Annual General Meeting, and if necessary, to an Extraordinary General Meeting, a proposal for the Chair of the Board and, if deemed necessary, the Vice Chair of the board;
- d. to prepare and present to the Annual General Meeting, and, if necessary, to an Extraordinary General Meeting, a proposal for the remuneration of the members of the Board of Directors;
- e. to seek prospective successors for the members of the Board of Directors; and
- f. to participate in the future development of the Board diversity policy.

The members of the Nomination Board shall not be entitled to any remuneration from the Company on the basis of their membership. The travel expenses of the members will be compensated against receipt.

#### **4. Duties of the Chair of the Nomination Board**

The Chair of the Nomination Board shall direct the activities of the Nomination Board in order for the Nomination Board to achieve its objectives efficiently and take duly into account the expectations of the shareholders and the interests of the Company.

The Chair of the Nomination Board shall convene meetings of the Nomination Board when the duties of the Nomination Board so require and within 14 days from a request by another member of the Nomination Board.

#### **5. Decision-making**

The Nomination Board constitutes a quorum when more than half of its members are present. No decision may be made unless all members have been reserved the possibility to consider the matter and to participate in the meeting.

Decisions of the Nomination Board shall be unanimous. If consensus cannot be reached, the Nomination Board shall inform the Board of Directors that it is not able to make a proposal to the General Meeting.

Minutes shall be held of all decisions of the Nomination Board, and the minutes shall be dated, numbered and retained by the Company. The minutes shall be signed by the Chair of the Nomination Board together with at least one member of the Nomination Board.

#### **6. Preparation of the proposal concerning the composition of the Board of Directors**

##### **6.1 Preparation of the proposal**

The Nomination Board shall prepare a proposal to be presented to the General Meeting concerning the composition of the Board of Directors, including the possible employee representative selected in accordance with section 6.2 below. The Nomination Board may also prepare a proposal to the General Meeting regarding the Chair of the Board of Directors and, if needed, Vice Chair of the Board of Directors. Any shareholder of the Company may also make proposals directly to the General Meeting in accordance with the Finnish Companies Act.

When preparing its proposal concerning the composition of the Board of Directors, the Nomination Board shall take into account also the independence requirements under the Finnish Corporate Governance Code, the results of the annual performance assessment of the Board of Directors conducted in accordance with the Finnish Corporate Governance Code, the Board diversity policy and any other applicable rules and regulations. The Nomination Board may, at the Company's approved expense, make use of outside experts to identify and evaluate potential new candidates to the Board of Directors.

The Nomination Board is entitled to receive from the Company and the Board member candidates the results of the annual performance assessment of the Board of Directors,

information relevant to the evaluation of the Board candidates' independence, and other information reasonably required by the Nomination Board in preparing its proposals.

## **6.2 Employee representative election**

If the Company has an agreement concerning employee participation in force with its relevant employee representative body or bodies concerning the election of an employee representative to the Board of Directors as full member or otherwise, the proposal of the Nomination Board concerning the composition of the Board of Directors made to the General Meeting shall take into account such agreement.

If an employee representative needs to be included in the Nomination Board's proposal in accordance with the above, he/she shall be selected by the Nomination Board from the candidates put forward by the Finnish employee representative body or bodies of the Company in accordance with the Company's employee participation agreement, provided that the Nomination Board is informed of such candidates in good time before making its proposals and is provided such information concerning the candidates as is reasonably required by the Nomination Board in preparing its proposals.

The Nomination Board may only deviate from the requirements set out in this section 6.2, including the obligation to include an employee representative in its proposal, or request that the employee representative body or bodies put forward new candidates, if there are weighty reasons to do so taking into account the overall interest of the Company.

The proposal of the Nomination Board does not limit the power of the General Meeting to ultimately decide on the election or non-election of any candidate put forward by the Nomination Board, including the proposed employee representative. The employee representative shall not be entitled to remuneration payable to the other members of the Board of Directors unless the General Meeting decides otherwise but the Nomination Board shall propose that the expenses of the employee representative are to be compensated in accordance with the same principles as for the other members of the Board of Directors.

## **7. Competence of the members of the Board of Directors**

The Board of Directors of the Company shall have sufficient expertise, knowledge of and competence in the Company's field of business, technology and industry. In particular, the Board of Directors as a whole shall have sufficient knowledge of and competence in:

- a. the Company's business activities, technology and industry;
- b. the management of a public limited company of corresponding size;
- c. group and financial management;
- d. strategy and corporate acquisitions and restructurings;
- e. internal control and risk management; and
- f. corporate governance.

Board selections are based on candidates' background and competence to understand Konecranes' current and future markets, strategy, employees and customers, including sound understanding of financials and business dynamic. Collectively the Board of Directors should have combined experience in different markets, geographies and important topics like digitalization and corporate responsibility. The most important nomination criteria for the Board candidates is competency, knowledge, personal qualities and integrity. Both genders shall be represented on the Board of Directors.

## **8. Proposals to the General Meeting**

The Nomination Board submits its proposals concerning Annual General Meetings to the Board of Directors at the latest on 31 January preceding the relevant Annual General Meeting. Proposals concerning Extraordinary General Meetings shall be presented when needed and in sufficient time to enable the Company to comply with applicable rules and regulations. The proposals of the Nomination Board shall be published through a stock exchange release and included in the notice to the Annual General Meeting. The Nomination Board shall also present its proposals and the reasoning for the proposals to the General Meeting.

## **9. Confidentiality**

The members of the Nomination Board and the shareholders they represent shall keep the information regarding the proposals to the Annual General Meeting confidential until the Nomination Board has made the final proposals and said proposals have been published by the Company. The duty of confidentiality of the members of the Nomination Board and of the shareholders represented by them encompasses also other confidential information received in connection with the work of the Nomination Board. The duty of confidentiality remains in force with respect to each piece of information until the Company has published it. The Chair of the Nomination Board or the Chair of the Board of Directors may, when he/she considers it necessary, propose to the Board of Directors of the Company that the Company should enter into separate non-disclosure agreements with the shareholders or their representatives in the Nomination Board.

## **10. Amending the Charter**

The Nomination Board shall review this Charter annually and, when necessary, the Nomination Board or the Board of Directors shall propose possible amendments to the next General Meeting for adoption. The Nomination Board is authorized to execute necessary technical updates to this Charter.

In case any fixed date prescribed in this Charter does not fall on a business day, the Charter shall be construed to refer to the business day immediately preceding such fixed date.

This Charter has been prepared in Finnish and English.



**PROPOSAL BY THE BOARD OF DIRECTORS FOR  
AUTHORIZING THE BOARD OF DIRECTORS TO DECIDE  
ON THE REPURCHASE AND/OR ON THE ACCEPTANCE  
AS PLEDGE OF THE COMPANY'S OWN SHARES**

The Board of Directors proposes to the Annual General Meeting that the Board of Directors be authorized to decide on the repurchase of the Company's own shares and/or on the acceptance as pledge of the Company's own shares as follows.

The number of own shares to be repurchased and/or accepted as pledge based on this authorization shall not exceed 7,500,000 shares in total, which corresponds to approximately 9.5 per cent of all of the shares in the Company as at the date of the notice to the Annual General Meeting.

The Company together with its subsidiaries cannot at any moment own and/or hold as pledge more than 10 per cent of all the shares in the Company. Only the unrestricted equity of the Company can be used to repurchase own shares on the basis of the authorization.

Own shares can be repurchased at a price formed in public trading on the date of the repurchase or otherwise at a price formed on the market.

The Board of Directors shall decide how own shares will be repurchased and/or accepted as pledge. Own shares can be repurchased using, inter alia, derivatives. Own shares can be repurchased otherwise than in proportion to the shareholdings of the shareholders (directed repurchase).

Own shares can be repurchased and/or accepted as pledge to limit the dilutive effects of issuances of shares carried out in connection with possible acquisitions, to develop the Company's capital structure, to be transferred for financing or realization of possible acquisitions, investments or other arrangements belonging to the Company's business, to pay remuneration to the members of the Board of Directors, to be used in incentive arrangements or to be cancelled, provided that the repurchase and/or acceptance as pledge is in the interest of the Company and its shareholders.

The authorization is effective until the closing of the next Annual General Meeting, but no longer than until 27 September 2026.

PROPOSAL BY THE BOARD OF DIRECTORS FOR  
AUTHORIZING THE BOARD OF DIRECTORS TO DECIDE  
ON THE ISSUANCE OF SHARES AS WELL AS ON THE  
ISSUANCE OF SPECIAL RIGHTS ENTITLING TO SHARES

The Board of Directors proposes to the Annual General Meeting that the Board of Directors be authorized to decide on the issuance of shares as well as the issuance of special rights entitling to shares referred to in Chapter 10 Section 1 of the Finnish Companies Act as follows.

The number of shares to be issued based on this authorization shall not exceed 7,500,000 shares, which corresponds to approximately 9.5 per cent of all of the shares in the Company as at the date of the notice to the Annual General Meeting.

The Board of Directors shall decide on all the conditions of the issuance of shares and of special rights entitling to shares. The issuance of shares and of special rights entitling to shares may be carried out in deviation from the shareholders' pre-emptive rights (directed issuance). The authorization can also be used to issue shares or special rights for incentive arrangements, however, not more than 1,350,000 shares in total together with the authorization in item 24 of the notice to the Annual General Meeting.

The authorization is effective until the closing of the next Annual General Meeting, but no longer than until 27 September 2026. However, the authorization for incentive arrangements is effective until 27 March 2030. This authorization revokes the authorization for incentive arrangements given by the Annual General Meeting 2024.

## PROPOSAL BY THE BOARD OF DIRECTORS FOR AUTHORIZING THE BOARD OF DIRECTORS TO DECIDE ON THE TRANSFER OF THE COMPANY'S OWN SHARES

The Board of Directors proposes to the Annual General Meeting that the Board of Directors be authorized to decide on the transfer of the Company's own shares as follows.

The authorization is limited to a maximum of 7,500,000 shares, which corresponds to approximately 9.5 per cent of all the shares in the Company as at the date of the notice to the Annual General Meeting.

The Board of Directors shall decide on all the conditions of the transfer of own shares. The transfer of shares may be carried out in deviation from the shareholders' pre-emptive rights (directed issuance). The Board of Directors can also use this authorization to grant special rights concerning the Company's own shares referred to in Chapter 10 of the Finnish Companies Act. The authorization can also be used to transfer shares for incentive arrangements, however, not more than 1,350,000 shares in total together with the authorization in item 23 of the notice to the Annual General Meeting.

This authorization is effective until the closing of the next Annual General Meeting, but no longer than until 27 September 2026. However, the authorization for incentive arrangements is effective until 27 March 2030. This authorization revokes the authorization for incentive arrangements given by the Annual General Meeting 2024.

## PROPOSAL BY THE BOARD OF DIRECTORS FOR AUTHORIZING THE BOARD OF DIRECTORS TO DECIDE ON A DIRECTED ISSUANCE OF SHARES WITHOUT PAYMENT FOR AN EMPLOYEE SHARE SAVINGS PLAN

The Board of Directors proposes to the Annual General Meeting that the Board of Directors be authorized to decide on a directed issuance of shares without payment needed for the continuation of the Share Savings Plan that the Annual General Meeting 2012 decided to launch.

The Board of Directors proposes that the Annual General Meeting authorize the Board to decide on the issuance of new shares or on the transfer of own shares held by the Company to such participants of the Share Savings Plan who, according to the terms and conditions of the Plan, are entitled to receive shares without payment, as well as to decide on the issuance of shares without payment also to the Company itself. The Board of Directors proposes that the proposed authorization includes a right, within the scope of this Share Savings Plan, to transfer own shares currently held by the Company, which have earlier been limited to other purposes than incentive plans.

The number of new shares to be issued or own shares held by the Company to be transferred may in the aggregate amount to a maximum total of 500,000 shares, which corresponds to approximately 0.6 per cent of all of the Company's shares as at the date of the notice to the Annual General Meeting.

The Board of Directors considers that there is an especially weighty financial reason for the directed issuance of shares without payment, both for the Company and in regard to the interests of all shareholders, since the Share Savings Plan is intended to form part of the incentive and commitment program for the Konecranes Group's personnel.

The Board of Directors is entitled to decide on other matters concerning the issuance of shares. The authorization concerning the issuance of shares is effective until 27 March 2030. This authorization is effective in addition to the authorizations in items 23 and 24 of the notice to the Annual General Meeting. This authorization replaces the authorization for the Share Savings Plan given by the Annual General Meeting 2024.

## PROPOSAL BY THE BOARD OF DIRECTORS FOR AUTHORIZING THE BOARD OF DIRECTORS TO DECIDE ON DONATIONS

The Board of Directors proposes that the Annual General Meeting authorize the Board of Directors to decide on granting donations of up to a total amount of EUR 400,000 in one or more instalments for purposes of general interest or similar purposes, and to decide on the recipients, more specific uses, as well as the amount of each donation and other terms of the donations.

In addition, the Board of Directors proposes that the Annual General Meeting authorize the Board of Directors to decide on granting donations of up to a total amount of EUR 400,000 in one or more instalments for occasional emergency aid or similar purposes as needed, and to decide on the recipients, more specific uses, as well as the amount of each donation and other terms of the donations.

The authorizations are valid until the closing of the next Annual General Meeting.