

14 September 2023

CHARTER OF THE AUDIT COMMITTEE OF KONECRANES PLC

Purpose

The purpose of the Audit Committee is to assist the Board in its responsibilities relating to the appropriate arrangement of the control of the company accounts and finances pursuant to the Companies Act. The intention is not to extend the duties of the Board from what is expressly stipulated in the Finnish Companies Act. The Audit Committee shall assist the Board specified in this Charter and shall perform certain preparatory tasks. The Audit Committee shall not make independent decisions and it may rely on the information provided to it. The tasks and responsibilities of the Committee are defined in this Charter, which is approved by the Board.

Composition

The Audit Committee shall have at least three non-executive Board members who are independent of and not affiliated with the Company. At least one member must be independent of significant shareholders. The Board elects the chair and the members of the Committee. The members must have the qualifications necessary to perform the responsibilities of the audit committee and at least one member shall have expertise specifically in accounting, bookkeeping or auditing.

Any Committee member may be removed and replaced at any time by the Board. The Board shall fill vacancies on the Audit Committee by appointing new members from among its members so that the Committee will have the minimum number of members.

Main tasks

The Audit Committee shall assist the Board in

1. Financial Statements and Financial Reporting process

- monitoring and assessing the financial reporting process;
- monitoring the financial position of the company by reviewing Annual Financial Statements and to the extent appropriate Interim Financial Statements;
- discussing quarterly with financial management and auditors of the financial statements and Interim Financial statements and the stock exchange release before the Board approval
- overseeing the quality and integrity of the Financial Statements and related Disclosures;
- reviewing the Report of the Board of Directors
- handling of the company's corporate governance statement and non-financial report
- Evaluation of the use and presentation of alternative performance measures
- reviewing and recommending the CSRD report for Board approval and overseeing the CSRD reporting process taking into account reporting requirements controls related thereto as well as assurance

2. Internal control and internal Audit

- monitoring and assessing the efficiency and adequacy of the company's internal control and internal audit systems;
- reviewing the description of the main features of the internal control and risk management systems pertaining to the financial reporting process, which is included in the company's corporate governance statement;
- approving the annual plan, and reviewing the operations and reports of the Internal Audit function;
- Approving the operating instructions for internal audit

3. External Audit

- evaluating the independence of the statutory auditor or audit firm, particularly the provision of related services to the company to be audited;
- preparing the proposal for resolution on the election of external auditors
- reviewing the external Audit Plan;
- monitoring the statutory audit of the financial statements and consolidated financial statements and reviewing all material reports from the auditor addressed to Konecranes Plc and its subsidiary companies;
- Other communications with the auditor in addition to the duties required by regulations

4. Risk Management

- monitoring the efficiency and adequacy of the company's risk management systems
- monitoring the adequacy and development of the company's information and cyber security;

5. Treasury

- Reviewing the Company's Treasury policy
- Monitoring of the company's funding and funding risks

6. Tax

- Reviewing the Company's tax policy
- Monitoring the company's tax position and tax risks

7. Legal, Compliance and governance

- reviewing major legal disputes and other legal matters together with the General Counsel of the Company
- overseeing development and quality of the company's compliance and ethics processes and reviewing regular summaries of significant investigations
- assisting the Board in the establishment of principles concerning the monitoring and evaluation of related party transactions;

- monitoring and assessing how agreements and other legal acts between the company and its related parties meet the requirements of the ordinary course of business and arm's length terms

8. Other responsibilities

- preparing and making recommendations and proposals for action to the Board resulting from listed tasks to the extent Audit Committee finds necessary.
- other responsibilities required of the Audit Committee by applicable laws or stock exchange rules

Operating principles

The Committee shall develop an annual work plan to identify and set timeframes for the duties under its responsibility. The Committee shall regularly monitor its compliance with the plans.

Reporting to the Board

The Chair of the Committee presents a report on each Audit Committee meeting to the Board and the Board will be provided access to the minutes of Audit Committee meetings.

Meetings

The Audit Committee shall have five regular meetings a year. Additional meetings may be held whenever needed. The agenda for the Audit Committee meetings and the supporting material will be sent to the Audit Committee members sufficient time before the meetings. The Audit Committee may invite to the meetings representatives of the management and external auditors, as the Committee considers appropriate. The Head of Compliance & Ethics will report regularly to the Audit Committee directly.

The Quorum for the Audit Committee is the majority of the Committee members. A meeting of the Audit Committee may be called by the Chair or any other member of the Committee, the Chair of the Board or the President and CEO. The secretary of the Board acts as Secretary to the Committee unless the Chair of the Committee decides otherwise.

The Audit Committee meets ordinarily through a combination of physical meetings and remote meetings. Minutes shall be held of the meetings of the Committee and the minutes shall be dated, numbered, and retained by the Company. The minutes shall be signed by the Chair of the Committee and at least one member of the Committee.

Access to management and outside advisors

The Audit Committee, under the direction of the Chair of the Committee, is allowed to use, at the Company's expense, external consultants and experts as the Committee may deem appropriate in its sole discretion for the fulfillment of the Committee's mandate.

The Audit Committee may invite any advisor, member of the management, employee or another person to attend any of its meetings when necessary.

Review

The Audit Committee shall review and reassess the adequacy of its Charter periodically and proposes any changes it considers necessary to the Board of Directors for approval.