

Company release, January 17 2024

The proposal of Vincit's Shareholders' Nomination Board for the composition and remuneration of the Board of Directors

Vincit's shareholders' Nomination Board has in its meeting decided to propose the following to the Annual General Meeting, which is planned to be held on 20 March 2024:

Proposal for the composition of the Board of Directors

Shareholders' Nomination Board proposes that the number of members of the Board of Directors will be five (5).

Nomination Board proposes that current Board members Mervi Airaksinen, Mikko Kuitunen, Arto Martonen, Pekka Vähähyyppä, Frank Korsström and Arto Martonen will be re-elected to the Board of Directors. All proposed members have given their consent to the nomination. All nominees are independent of the company and its significant shareholders, except for Mikko Kuitunen. Kuitunen is the company's largest shareholder and served as the company's CEO until 2021.

The proposed Board members have informed the company that, if elected, they will elect Mikko Kuitunen as Chair of the Board and Pekka Vähähyyppä as Vice Chair of the Board.

The members of the Board of Directors are presented on Vincit's website:

https://investors.vincit.com/en/investors/corporate_governance/board_of_directors

Proposal for the remuneration of the Board of Directors

The Nomination Board proposes that the Board remuneration will remain unchanged and will be paid as follows:

A monthly fee of EUR 7,000 for the Chairman of the Board of Directors

An annual fee of EUR 30,000 for the Vice Chairman

An annual fee of EUR 18,000 for each member of the Board of Directors.

In addition, Nomination Board proposes that a meeting fee of EUR 500 per meeting will be paid for meetings of the Board's Audit Committee.

The Nomination Board proposes that the members of the Board of Directors are reimbursed for reasonable travel expenses for the meetings.

The Nomination Board proposes that the remuneration of the Chairman of the Board of Directors is paid monthly in cash and 50% of the annual remuneration of the Vice-Chairman and members of the Board of Directors is paid in shares in Vincit Plc held by the company or, if this is not possible, in Vincit Plc shares purchased on the market and 50% is paid in cash. The shares will be transferred to the members of the Board of Directors and, if necessary, acquired on the market directly on behalf of the members of the Board of Directors within one month of the decision of the General Meeting.

The meeting fees of the members of the Audit Committee are proposed to be paid in cash.

The Shareholders' Nomination Board

In accordance with the decision of Vincit Plc's Annual General Meeting held on 26 April 2023, a Shareholders' Nomination Committee was established. The Nomination Committee was set up for the time being until the Annual General Meeting decides otherwise. The members of the Nomination Committee shall be appointed each year, and their term ends upon the appointment of new members. The committee will be formed from representatives of Vincit's largest shareholders, and its selection has been announced in a company release on 6 October 2023.

The chairman of the nomination committee is Lauri Puolanne, Chairman of the Board of BCore and the members are Mikko Kuitunen, Vincit's Chairman of the Board, Timo Sallinen, Director of Head of Listed Securities at Varma, Niko Syrjänen, Head of Equities at Elo and Karoliina Lindroos, Head of Responsible Investment and Sustainability at Ilmarinen.

Vincit's Board of Directors will include these proposals into the notice of the Annual General Meeting of 2024.

Additional information:

Chairman of the Nomination Committee Lauri Puolanne, phone: + 358 50 442 0007

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Vincit Plc in brief:

Vincit is a digital business agency that helps customers accelerate digital development and transform their business to make Mondays better for us all. Vincit Plc's shares are listed on the Nasdaq First North Growth Market Finland marketplace maintained by Nasdaq Helsinki Ltd, trading code VINCIT. www.vincit.com