

Proposal for the remuneration of the members of the Board of Directors

The Nomination and Remuneration Committee of the Board of Directors proposes to the Annual General Meeting that the following annual fees be paid to the members of the Board of Directors until the close of the next Annual General Meeting:

- EUR 243,000 for the Chair of the Board (prev. EUR 235,000);
- EUR 140,000 for the Vice Chair of the Board (prev. EUR 135,000);
- EUR 108,000 for each member of the Board (prev. EUR 104,000);
- EUR 30,000 for the Chair of the Audit Committee as an additional annual fee (prev. EUR 29,000); and
- EUR 6,800 for each member of the Audit Committee as an additional annual fee (prev. EUR 6,600).

In determining the proposed fees, the Committee performs regular benchmarking against companies similar to Sampo Group. Based on this comparison, the Committee has concluded that the proposed annual fees are on a level comparable to the average annual fees paid to Board members of international peers. The Committee has also considered how regulations applicable to Sampo Group add to the demands and scope of the Board's work.

Sampo plc will cover any statutory social and pension costs incurred by Board members that have permanent residence outside of Finland, in accordance with the relevant national legislation. Additionally, all expenses related to the Board membership, including actual travel and accommodation costs, as well as potential consulting, legal, and administrative expenses, will either be paid directly on behalf of or reimbursed to the respective Board member.

A Board member must acquire Sampo plc A shares at the price paid in public trading with 50 per cent of his/her annual fee after the deduction of taxes, payments and potential statutory social and pension costs. Notwithstanding this, a Board member is not required to purchase any additional Sampo plc A shares if the Board member owns such amount of said shares that their value is equivalent to twice the respective Board member's gross annual fee. The company will pay any possible transfer tax related to the acquisition of the shares.

A Board member shall make the purchase of shares during 2025 after the publication of the Interim Statement for January-September 2025 or, if this is not feasible due to applicable regulations, on the first possible date thereafter.

A Board member shall be obliged to retain the Sampo plc A shares purchased pursuant to this proposal under his/her ownership for two years from the purchasing date. The disposal restriction on the Sampo shares shall, however, be removed earlier in case the director's Board membership ends prior to the release of the restricted shares i.e. the shares will be released simultaneously when the term of the Board membership ends. If the director's Board membership ends prior to the close of the next Annual General Meeting, the annual fees paid to such Board member may be recovered in proportion to the term of the Board membership left unserved.

9 December 2024

SAMPO PLC
Nomination and Remuneration Committee