

PROPOSAL OF THE NOMINATION AND REMUNERATION COMMITTEE FOR

The number of members of the Board of Directors and 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 number of Board members be increased by one and that nine members be elected to the Board.

The Nomination and Remuneration Committee of the Board of Directors proposes that all current members of the Board **Christian Clausen, Fiona Clutterbuck, Georg Ehrnrooth, Jannica Fagerholm, Johanna Lamminen, Risto Murto, Markus Rauramo** and **Björn Wahlroos** be re-elected for a term continuing until the close of the next Annual General Meeting. In addition, the Committee proposes that **Steve Langan** be elected as a new member to the Board.

Steve Langan was born in 1960 and has a degree in history and economic history from the University of Glasgow. He has had a highly successful general management and marketing career with Diageo, Coca-Cola, Nestlé and Bass Brewers in the UK, Europe and South America. He has also acted as CEO of the Hiscox UK & Ireland, Asia and USA Groups and Chief Marketing Officer at Hiscox. Steve Langan's complete CV is enclosed to this proposal.

When proposing the composition of the Board of Directors, the aim of the Nomination and Remuneration Committee is to ensure that the Board

of Directors as a whole for the purpose of its work possesses the requisite knowledge of and experience in the social, business and cultural conditions of the regions and markets in which the main activities of the Group are carried out. A broad set of qualities is sought for and it is recognised that diversity, including age, gender, geographical provenance and educational and professional background, is an important factor to take into consideration. According to the target set by the Board, each gender shall be represented by at least 37.5 per cent of the members of the Board.

The Committee has assessed that due to the strategic development of Sampo Group, the composition of Sampo plc's Board of Directors shall in addition to the current knowledge emphasise knowledge of the P&C market and the UK's geographical market. Thus, it is proposed to increase the number of Board members to nine members. As a consequence, the composition of the Board would temporarily not fulfil the target of each gender being represented by at least 37.5 per cent of the members of the Board. The Board of Directors remains committed to reaching its target of having both genders represented in the Board and will continue its endeavours to reach the target when proposing candidates for Board membership next time.

All the proposed Board members have been determined to be independent of the company and its major shareholders under the rules of the Finnish Corporate Governance Code 2020.

The CVs of all persons proposed as Board members are available at www.sampo.com/aggm.

The Nomination and Remuneration Committee proposes that the Board members elect Björn Wahlroos from among its number as the Chair of the Board and Jannica Fagerholm as its Vice Chair. It is proposed that Christian Clausen, Risto Murto, Markus Rauramo and Björn Wahlroos (Chair) be elected to the Nomination and Remuneration Committee as well as Fiona Clutterbuck, Georg Ehrnrooth, Jannica Fagerholm (Chair), Johanna Lamminen and Steve Langan be elected to the Audit Committee. The compositions of the Committees fulfil the Finnish Corporate Governance Code 2020's requirement for independence.

Helsinki, 9 February 2022

SAMPO PLC
Nomination and Remuneration Committee

Annex
CV of Steve Langan

Curriculum vitae

Steve Langan

Born 1960



Education

University of Glasgow

- Upper second-class honours (history and economic history) 1982

Career

Hiscox Ltd

- CEO of Hiscox USA 2018–2021
- CEO of Direct Asia Motor Insurance 2014–2016
- CEO of Hiscox Ins. Coy (UK & Europe) 2005–2018
- Group Chief Marketing Officer 2005–2021
- Head of Hiscox Art collection 2017–2021

Diageo plc

- Managing Director 2002–2005
- Global Baileys Leadership Team member 2002–2005
- Global Guinness Leadership Team member 1998–2002
- Marketing Director, Guinness UDV Ireland 2000–2002
- Marketing Director, Guinness Ireland Group 1998–2000

The Coca-Cola Co.

- Marketing Director, Coca-Cola Brazil 1997–1998

Bass Brewers Ltd.

- Ales Brand Director 1993–1996

Scottish & Newcastle plc

- Several positions including European Commercial Director, Take Home Trade Marketing Director and Group Marketing Manager 1988–1993

Rowntree Mackintosh plc

- Brand Manager 1983–1988

Previous positions of trust

Hiscox Underwriting Europe Ltd

- Chair of the Board 2013–2018

Hiscox Underwriting Ltd

- Chair of the Board 2008–2014

Hiscox Connect (Brand)

- Chair of the Board 2005–2018