

Proposal of the Board of Directors for Authorisation to resolve upon a share issue without payment (share split)

The Board of Directors proposes to the Annual General Meeting that the Annual General Meeting resolves to authorise the Board of Directors to resolve upon a share issue without payment in proportion to shares owned by shareholders (share split) based on the following terms in order to enhance share liquidity. The Board of Directors could then resolve upon the timing and execution of the share issue without payment at its discretion and based on the then prevailing market conditions, for example also considering the potential completion of the partial demerger of Sampo plc, as proposed by the Board of Directors to the Annual General Meeting.

Based on the proposed authorisation, the Board of Directors could resolve to issue new shares to all shareholders without payment in proportion to their holdings so that a maximum of five (5) new A shares would be issued for each current A share and a maximum of five (5) new B shares would be issued for each current B share. The Board of Directors would be authorised to decide the exact amount of new shares issued for each A share and each B share within the limits of the proposed maximum number of new shares such that the ratio of current shares to new shares would be the same for both classes of shares. Based on the number of shares on the date of publication of the Board's proposal, a maximum of 2,581,897,560 new A shares and a maximum of 1,000,000 new B shares would be issued. The shares would be issued to shareholders who would be registered in the Company's register of shareholders maintained by Euroclear Finland Oy on the record date of the share issue.

The share issue without payment would be executed in the book-entry system and would not require any action from the shareholders. The new A shares would be converted into Swedish Depositary Receipts ("SDR") in accordance with sections 7.1 and 7.2 of the General Terms and Conditions for the SDRs and would not require any action from SDR holders. The new shares would generate shareholders rights as of when they have been registered in the trade register.

The Board of Directors would be authorised to decide on the record date of the share issue in accordance with applicable and valid legislation. The authorisation is proposed to remain valid until the next Annual General Meeting of Sampo plc, however at the latest until 30 June 2024.

A resolution on the share issue requires amendment of 4 § of the Company's Articles of Association as proposed to the Annual General Meeting.

29 March 2023

SAMPO PLC
Board of Directors