



## VERKKOKAUPPA.COM OYJ

### DISCLOSURE POLICY

This Disclosure Policy (the “**Policy**”) has been adopted by the Board of Directors (the “**Board**”) of Verkkokauppa.com Oyj (“**Verkkokauppa.com**” or the “**Company**”) on 12 September 2025.

#### 1. Introduction and purpose

The purpose of this Policy is to describe the key principles that the Company follows in its investor communication and financial reporting and when communicating with its shareholders and other capital market parties, media, and other stakeholders.

In its communication and disclosure, the Company complies with the applicable EU and Finnish legislation, such as the EU Market Abuse Regulation (the “**MAR**”), the rules and guidelines of Nasdaq Helsinki Ltd, the regulations and guidelines of the European Securities Markets Authority and the Finnish Financial Supervisory Authority as well as the Company’s internal policies and guidelines.

#### 2. General principles

The key principles of the communication and disclosure of the Company are timeliness, consistency, impartiality, and transparency.

The purpose of the Company’s investor relations function is to support the fair value of Verkkokauppa.com’s financial instruments by providing the financial market with consistent, correct, relevant, and reliable information on the Company to ensure that capital market participants have transparent and clear picture of the Company, its operations, objectives, strategy, and financial situation. The aim is to guarantee that all market participants receive the information that the Company communicates simultaneously.

#### 3. Disclosure of inside information

Verkkokauppa.com discloses inside information that directly concerns the Company by means of a stock exchange release as soon as possible unless the disclosure of inside information is delayed. In accordance with the MAR, Verkkokauppa.com may on its own responsibility delay disclosure of inside information to the public provided that all the following conditions are met:

- immediate disclosure is likely to prejudice the legitimate interests of the Company;
- delay of disclosure is not likely to mislead the public; and
- the Company is able to ensure the confidentiality of the information.

The Company shall assess on a case-by-case basis whether the aforementioned conditions for delaying disclosure are met. If all the conditions listed above are not met, the Company must publicly disclose the inside information as soon as possible by means of a stock exchange release.



## **4. Financial reporting**

### **4.1. Periodic disclosure**

Verkkokauppa.com discloses regularly information on the Company's operating income, balance sheet, and financial position, future outlook and other similar matters and their development primarily in its Financial Statements Release, Half-Year Report (H1) and Interim Reports (Q1 and Q3). The Company may also publish an Annual Report. In addition, Verkkokauppa.com publicly discloses the Financial Statements, the Report of the Board of Directors (including the Sustainability Statement), the Auditor's Report, the Corporate Governance Statement, and the Remuneration Report.

Verkkokauppa.com publishes its financial reports according to a previously announced schedule. The publishing dates for the next financial year are disclosed prior to the start of each financial year and are available on the Company's website. The financial year of the Company is a calendar year.

### **4.2. Outlook**

Verkkokauppa.com publishes, if so decided by the Board of Directors, an assessment of the Company's outlook and possible financial guidance in the Financial Statements Release. Verkkokauppa.com presents an assessment of the key factors and risks affecting the Company's outlook in the Financial Statements Release, the Half-Year Report and the Interim Reports. The estimates presented by the Company are based on the Company's view at the time of release on the likely future development of the Company. The Company will update its outlook and profit guidance if necessary in connection with the publication of the results, or in a profit warning issued as a separate stock exchange release.

### **4.3. Profit warnings**

Verkkokauppa.com continuously monitors the Company's financial result, position, and outlook. A profit warning is disclosed as a stock exchange release when the Company reasonably expects that the outlook deviates from the previously released guidance and such deviation is likely to have a significant effect on the price of Verkkokauppa.com's financial instruments. The Board primarily decides on the issuance of a profit warning. The disclosure of a profit warning cannot be delayed.

## **5. Communication channels and types of releases**

### **5.1. Communication channels**

The primary communication channel for up-to-date information for all stakeholders is Verkkokauppa.com's website (<https://investors.verkkokauppa.com/en>). Verkkokauppa.com aims to provide on its website reliable and extensive information to enable investors to form an accurate understanding of the Company. The Company publishes also materials used in investor and analyst meetings on its website. The website includes information on, among other things, strategy and operating environment of the Company, the Company as an investment, governance, General Meetings, and the most important current events concerning the Company.

Verkkokauppa.com discloses information by means of stock exchange releases and press releases. The category of the release is determined based on the applicable regulations and this Policy. Verkkokauppa.com's stock exchange releases are published through a professional news



distribution service provider (which entails distribution to e.g. Nasdaq Helsinki and key media), as well as on the Company's website where they will be made available in connection with the publication or other disclosure. The Company's press releases are published to key media and on the Company's website. Subscriptions for the Company's releases can be made on the Company's website. The releases are archived for at least five years and financial and other reports under regular disclosure obligation for at least ten years.

Verkkokauppa.com's official reporting language is Finnish. The stock exchange releases and financial reports, which are published under the disclosure obligation, are published in Finnish and English. Press releases are published in Finnish and possibly in other languages.

## **5.2. Releases published by Verkkokauppa.com**

### **5.2.1. Stock exchange releases**

A stock exchange release is published to disclose information on facts, matters, and circumstances that the Company believes are likely to have a significant effect on the price of Verkkokauppa.com's shares and other financial instruments. A stock exchange release is also used to publish other regulated information that is required to be disclosed by means of a stock exchange release pursuant to the rules of Nasdaq Helsinki.

Verkkokauppa.com publishes, among other things, the following information by means of a stock exchange release:

- Inside information;
- Financial Statements Releases, Half-Year Reports and Interim Reports;
- Annual reports including the Financial Statements, the Report of the Board of Directors, the Auditor's Report, the Corporate Governance Statement, and the Remuneration Report;
- changes in the amount of the Company's treasury shares;
- changes in the Company's previously communicated outlook and/or in the financial result and position;
- strategy and changes therein;
- material mergers, acquisitions, divestments, demergers, and other transactions involving the Company as well as other material contractual arrangements;
- proposals to the General Meeting by the Board of Directors and the Shareholders' Nomination Board, notices to the General Meeting, and resolutions of the General Meeting;
- changes in the Board of Directors, CEO, CFO and Management Team of the Company;
- flagging releases;
- decisions on the introduction of share-based incentive plans;
- dates for the publication of the results;
- managers' transactions in accordance with MAR;
- information on material reorientation of the Company's business operations, restructuring schemes, and profit improvement programs;



- material transactions with related parties;
- material litigations and material regulatory proceedings and decisions or judgements given therein; and
- issues of shares or other financial instruments of the Company, public tender offers, share splits, or other changes in the number of shares.

Issuing a stock exchange release and disclosure of inside information generally follows the review and determination of an obligation of disclosure. This review is conducted simultaneously with the process of assessing the prerequisites to delay disclosure, if relevant.

#### **5.2.2. Press releases**

The Company publishes press releases on events related to the business of the company that do not meet the requirements set for a stock exchange release but are nonetheless regarded as being newsworthy or of general interest to media and the Company's stakeholders. The Company may also publish press releases on regional news.

Also invitations to publication of the results and capital market days (if any) are published as press releases.

#### **5.3. Silent period**

Verkkokauppa.com applies a silent period of three weeks (21 days) before the publication of Financial Statements Releases, Half-Year Reports, and Interim Reports. During this time the representatives of the Company do not meet with the capital market representatives or give interviews or comment on the financial standing of the Company or the Company's outlook. The dates of the publication of the results and silent periods are disclosed on the investor calendar on the Company's website. Exceptions to this principle include the General Meetings, which may be held during a silent period, and the publication of stock exchange releases required by regulations, and related communications.

If during a silent period an event requires immediate disclosure, Verkkokauppa.com publishes the information without delay according to regulations regarding duty of disclosure and decides on a case-by-case basis whether to give interviews, while limiting such communication to the relevant event only.

### **6. Practices**

#### **6.1. Communication with investors and analysts**

Verkkokauppa.com aims to actively meet with capital market and media representatives and, apart from the silent period, to answer enquiries from investors, analysts, and media without delay.

During meetings, information is provided within the limits of previously publicly disclosed information and accurately in accordance with such information. New undisclosed information, or complementary information that in conjunction with previously disclosed information could constitute inside information, shall not be provided at these meetings. Investor presentations are available on Verkkokauppa.com's website.



Verkkokauppa.com monitors market expectations continuously. The Company may review upon request models made by analysts but merely for factual accuracy and for public information. Verkkokauppa.com does not comment or take any responsibility for estimates or expectations made by capital market representatives. The Company does not comment on its valuation or share price development.

## **6.2. Persons responsible and spokespersons**

The Company's CEO, CFO and Head of Investor Relations comment on the financial situation and published outlook of the Company. Furthermore, members of the Management Team may give statements regarding their business areas, e.g. regarding product launch, in accordance with given instructions. The Chair of the Board primarily represents the Board. The CEO or other managers of the Company will not comment on matters belonging to the Board.

The Company's CFO is responsible for investor relations as a function. The CFO and the Head of Investor Relations are together responsible for the investor relations related compliance and disclosures. Verkkokauppa.com's investor relations function prepares and coordinates all meetings, events (such as capital market days), and presentations directed to shareholders, investors, and analysts and is responsible for the preparation of financial reports and stock exchange releases. The Head of Investor Relations manages enquiries from shareholders, investors, and analysts and comments on the operations and development of the Company, if needed.

## **6.3. Crisis situations**

The Company's CEO is responsible for the management of crisis communication. Depending on the situation, communication can be centralized to a named person. The validity and quality of the information to be published, honesty and quickness are emphasized in crisis communication. If, according to the Company's estimate, a crisis situation is of material significance to investors, the Company will disclose the matter by means of a stock exchange release or a press release, depending on the situation.

## **6.4. Rumors, market speculation and information leaks**

As a general policy, Verkkokauppa.com does not comment on market rumors or speculations, share price performance, competitors' or clients' actions, or analysts' assessments unless it is necessary to correct materially incorrect information that is likely to have a significant effect on the price of the company's financial instruments.

In the event that a rumor concerns inside information the publication of which has been delayed and if the information is so precise that it cannot be guaranteed to remain confidential anymore, the Company will disclose the matter as a stock exchange release as soon as possible and in accordance with applicable rules and policies regarding market abuse and public disclosure of inside information.



## **7. Insider Policy**

Verkkokauppa.com's Insider Policy and insider administration is based on the MAR and other related rules and regulations, the regulations and guidelines of the Finnish Financial Supervisory Authority and the rules and guidelines of Nasdaq Helsinki. The Insider Policy addresses matters related to public disclosure of inside information and forms an integral part of this Policy.

## **8. Deviations**

Within the framework of applicable laws and regulations, the Company has the right to, in particular circumstances, for compelling reasons, deviate from this Policy in which case the Company's CEO shall decide on the deviation.

## **9. Validity**

This Policy has been approved by the Board on 12 September 2025 and enters into force on the same date.

This Policy replaces and supersedes the Disclosure Policy approved by the Board on 15 July 2021.

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