

SAMPO PLC  
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DECISIONS OF GENERAL MEETING

9 July 2024 at 2:00

### **Decision of Sampo plc's Extraordinary General Meeting**

The Extraordinary General Meeting of Sampo plc, held on 9 July 2024, authorised the Board of Directors to resolve on a share issue in accordance with the proposal of the Board of Directors.

In order to enable the issuance Sampo plc A shares to holders of Topdanmark shares as consideration for the acquisition of shares in Topdanmark in the exchange offer announced on 17 June 2024 (including in the exchange offer, in a subsequent compulsory acquisition of the remaining minority Topdanmark shares pursuant to sections 70 to 72 of the Danish Companies Act and otherwise), the Board of Directors was authorised to resolve, on one or several occasions, upon the issuance of up to a maximum of 57,468,782 new Sampo A shares which corresponds to approximately 11.5 per cent of all Sampo A shares on the date of the General Meeting's notice, 17 June 2024, in deviation from the shareholders' pre-emptive rights (directed share issue).

The authorisation may be used only for the issuance Sampo A shares to the holders of and against conveyance of Topdanmark shares. The Board of Directors was authorised to decide on all other terms relating to the issuance of new Sampo A shares, including the distribution of shares against consideration in kind or set-off.

The authorisation remains valid until 30 June 2025, and it does not revoke the authorisation to resolve upon a share issue without payment granted to the Board of Directors of Sampo plc by the Annual General Meeting held on 25 April 2024.

Including proxy representatives, there were altogether 319,844,802 shares (63.7 per cent of shares) and 320,644,802 votes (63.8 per cent of all votes) in the company represented at the Extraordinary General Meeting.

### **EGM materials**

The Notice to EGM, which includes the proposal approved by the EGM in its entirety, is available at Sampo's website at [www.sampo.com/egm](http://www.sampo.com/egm).

The minutes of the Extraordinary General Meeting will be available for viewing at [www.sampo.com/egm](http://www.sampo.com/egm) and at Sampo plc's head office at Fabianinkatu 27, Helsinki, Finland, by the end of 23 July 2024.

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