

Marimekko Corporation

PROPOSALS OF THE BOARD OF DIRECTORS TO THE ANNUAL GENERAL MEETING ON 16 APRIL 2024

Resolution on the use of the profit shown on the balance sheet and the payment of dividend

On 31 December 2023, the parent company's distributable funds amounted to EUR 60,604,858.19 of which EUR 25,359,472.05 was profit for the financial year 2023. The Board of Directors proposes to the Annual General Meeting that a regular dividend of EUR 0.37 per share. The total amount of the proposed dividend is approximately EUR 15.0 million, and the remaining funds are to be retained in equity.

The Board of Directors proposes that the dividend will be paid to shareholders who are registered on the dividend payout record date of 18 April 2024 in the company's shareholder register held by Euroclear Finland Ltd on behalf of the Board of Directors of the company. The Board of Directors proposes 25 April 2024 as the dividend payout date. No substantial changes in the company's financial position have occurred after the end of the financial year. The company's liquidity is good and, in the view of the Board of Directors, the proposed dividend payout does not jeopardize the company's solvency.

Consideration of the remuneration report for governing bodies

The remuneration report for the year 2023 prepared in accordance with the remuneration policy adopted on 8 April 2020 by the company's Annual General Meeting will be published by way of a stock exchange release and will be available on the company's website at <https://company.marimekko.com/investors/management/general-meeting/annual-general-meeting-2024/> on 26 March 2024 at the latest.

The Board of Directors proposes that the Annual General Meeting adopt the company's remuneration report for governing bodies as an advisory resolution.

Consideration of the remuneration policy for governing bodies

The Annual General Meeting of 2020 adopted the remuneration policy for the governing bodies. The remuneration policy must be presented to the Annual General Meeting at least every four years or whenever material changes are made to it.

The Board of Directors proposes that the Annual General Meeting adopt the company's updated remuneration policy for governing bodies as an advisory resolution.

The changes in the proposed remuneration policy for the governing bodies include increasing the maximum annual amount of the President and CEO's short-term incentive to 50% of the annual salary to ensure the competitiveness of the remuneration (the previous maximum amount equaled to four months' gross salary) and incorporating sustainability-related targets into the operational evaluation criteria. Other changes compared to the remuneration policy confirmed at the Annual General Meeting of 2020 are of technical nature. The remuneration policy for the governing bodies is available on 26 March 2024 at the latest on the company's website at <https://company.marimekko.com/investors/management/general-meeting/annual-general-meeting-2024/>.

Resolution on the remuneration of the auditor and the authorized sustainability auditor

In accordance with the recommendation of the Audit and Remuneration Committee, the Board of Directors proposes to the Annual General Meeting that the auditor's remuneration be paid as per invoice approved by the company. The same is proposed to be applied to the auditor's remuneration for the assurance of the company's sustainability reporting for the financial year 2024.

Election of the auditor and the authorized sustainability auditor

In accordance with the recommendation of the Audit and Remuneration Committee, the Board of Directors proposes to the Annual General Meeting that KPMG Oy Ab, Authorized Public Accountants, be re-elected as the company's auditor.

In addition, in accordance with the recommendation of the Audit and Remuneration Committee, the Board of Directors proposes to the Annual General Meeting that the company's auditor be elected for the assurance of the company's sustainability reporting for the financial year 2024.

Authorization of the Board of Directors to decide on the acquisition of the company's own shares

The Board of Directors proposes that the Board be authorized by the Annual General Meeting to decide on the acquisition of a maximum of 150,000 of the company's own shares, which represents approximately 0,4 percent of the total number of the company's shares at the time of the proposal, in one or more instalments. The shares would be acquired with funds from the company's non-restricted equity, which means that the acquisition would reduce funds available for distribution. The shares would be acquired otherwise than in proportion to the shareholdings of the shareholders through public trading on Nasdaq Helsinki Ltd at the market price prevailing at the time of acquisition and in accordance with the rules and regulations of Nasdaq Helsinki Ltd. The shares would be acquired to be used as a part of the company's incentive compensation program, to be transferred for other purposes or to be cancelled. The authorization is proposed to include the right of the Board of Directors to decide on all of the other terms and conditions of the acquisition of the shares. The authorization is proposed to be valid for eighteen (18) months from the decision of the Annual General Meeting and to supersede the authorization granted by the 2023 Annual General Meeting.

Authorization of the Board of Directors to decide on the issuance of new shares and transfer of the company's own shares

The Board of Directors proposes that the Board be authorized by the Annual General Meeting to decide on the issuance of new shares and the transfer of the company's own shares in one or more instalments. The total number of shares to be issued or transferred pursuant to the authorization may not exceed 200,000 (new or the company's own) shares, which represents approximately 0.5 percent of the total number of the company's shares at the time of the proposal. Pursuant to the authorization, the Board may decide on a directed share issue in deviation from the shareholders' pre-emptive rights for a weighty financial reason, such as the company's incentive system, personnel share issue, developing the company's capital structure, using the shares as consideration in possible company acquisitions or carrying out other business transactions. The share issue may be subject to a charge or free. A directed share issue can be free of charge only if there is a particularly weighty financial reason for the company and taking into account the interests of all of the company's shareholders. The subscription price of the new shares and the amount paid for the company's own shares would be recorded in the company's reserve for invested non-restricted equity. The authorization is proposed to include the right of the Board of Directors to decide on all of the other terms and conditions of the share issue. The authorization is proposed to remain in force for a period of eighteen (18) months from the resolution of the Annual General Meeting and to supersede the authorization granted by the 2023 Annual General Meeting.