

PROPOSALS OF THE MAJOR SHAREHOLDERS TO EVLI BANK PLC'S ANNUAL GENERAL MEETING OF SHAREHOLDERS ON MARCH 9, 2022

Shareholders who represent approximately 80 percent of the voting rights of the shares in Evli Bank Plc propose the following to the Annual General Meeting of Shareholders on March 9, 2022:

1. Resolution on the remuneration of the members of the Board of Directors

The Company's extraordinary general meeting held on 22 December 2021 resolved, conditionally to the execution of the merger of the Company and Fellow Finance Plc, on the remuneration to be paid to the members of the Board of Directors. The aforementioned remuneration shall enter into force as of the execution of the merger.

It is proposed that this Annual General Meeting shall resolve on the remuneration of the members of the Board of Directors for the period until the execution of the aforementioned merger. Shareholders who represent approximately 80 percent of the voting rights of the shares in the Company propose that the amount of the remuneration payable to the Members of the Board, the Chairmen of the Board Committees and the Chairman of the Board would remain unchanged. The amounts payable to Members of the Board would be EUR 5,000.00 per month, to the Chairmen of the Board Committees EUR 6,000.00 per month and to the Chairman of the Board of Directors EUR 7,500.00 per month.

2. Resolution on the number of members of the Board of Directors

The Company's extraordinary general meeting held on 22 December 2021 resolved, conditionally to the execution of the merger of the Company and Fellow Finance Plc, on the number of members of the Board of Directors. The number of members of the Board of Directors shall enter into force as of the execution of the merger.

It is proposed that this Annual General Meeting shall resolve on the number of members of the Board of Directors for the period, which begins at the closing of the Annual General Meeting and ends on the execution of the merger. Shareholders who represent approximately 80 percent of the voting rights of the shares in the Company propose that a total of five (5) members be confirmed as the number of members in the Company's Board of Directors.

3. Election of members of the Board of Directors

The Company's extraordinary general meeting held on 22 December 2021 resolved, conditionally to the execution of the merger of the Company and Fellow Finance Plc, on the election of the members of the Board of Directors. The elected members of the Board of Directors shall start their duties as of the execution of the merger.

It is proposed that this Annual General Meeting shall elect member of the Board of Directors for the period, which begins at the closing of the Annual General Meeting and ends on the execution of the merger. Shareholders who represent approximately 80 percent of the voting rights of the shares in the Company propose that the present members Henrik Andersin, Fredrik Hacklin, Sari Helander, Robert Ingman and Teuvo Salminen be re-elected as members of the Board of Directors.

All candidates have given their consent to the election. The nominees' biographical details are available on the Company's website www.evli.com/agm-2022.

4. Supplementation of the Board of Directors of Evli Plc

The extraordinary general meeting approved the composition for the Board of Directors of Evli Plc on 22 December 2021. Shareholders who represent approximately 80 percent of the voting rights of the shares in the Company propose that the Board of Directors of Evli Plc shall be supplemented with one additional member so that the number of members of the Board of Directors shall be six (6). It is proposed that Antti Kuljukka shall be elected as the new member of the Board of Directors. The appointment is conditional to the execution of the partial demerger.

After the execution of the partial demerger, the Board of Directors of Evli Plc shall consist of Henrik Andersin, Fredrik Hacklin, Sari Helander, Robert Ingman, Antti Kuljukka and Teuvo Salminen.