This document is an unofficial English-language translation of the Finnish original and in case of any discrepancies between the Finnish text and the English translation the Finnish text shall prevail.

EXEMPTION DOCUMENT PURSUANT TO ARTICLE 1(4)(DB) OF REGULATION (EU) 2017/1129 CONCERNING THE RIGHTS OFFERING OF SUOMINEN CORPORATION

IMPORTANT INFORMATION

This document ("**Exemption Document**") has been prepared in connection with Suominen Corporation's ("**Suominen**" or the "**Company**") rights offering, in which Suominen will offer to its shareholders for subscription a maximum of 77,121,272 new shares (the "**New Shares**") primarily in accordance with the shareholders' pre-emptive subscription rights in proportion to their existing holdings of shares in the Company and secondarily to other shareholders and other persons (the "**Share Issue**"). This Exemption Document does not constitute a prospectus within the meaning of Regulation (EU) 2017/1129 of the European Parliament and of the Council, as amended, on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC (the "**Prospectus Regulation**"), and the Exemption Document has been prepared in accordance with Article 1(4)(db) of the Prospectus Regulation and the requirements of Annex IX to the Prospectus Regulation. The Exemption Document has been submitted to the Finnish Financial Supervisory Authority on 8 June 2026. The Exemption Document has not been reviewed or approved by the Finnish Financial Supervisory Authority.

In a number of jurisdictions, in particular in the United States, Australia, Canada, Hong Kong, Japan, New Zealand, Singapore and South Africa, the distribution of this Exemption Document as well as the participation in the Share Issue may be subject to statutory restrictions (related to, for example, registration, admission, qualification and other regulations). The Company does not assume any responsibility for the acquisition of appropriate information on said restrictions or for observing said restrictions. This Exemption Document may not be distributed or published in connection with the Share Issue in any jurisdiction or under any other circumstances in which offering or selling of the New Shares would be unlawful or would require actions in accordance with any other than Finnish law. The Exemption Document does not constitute an offer or solicitation to buy or subscribe for the New Shares in any jurisdiction where it would be unlawful to make such offer or solicitation. Neither the Company nor its representatives have any legal responsibility for such violations, whether or not such restrictions were known to prospective investors in the New Shares. The Company reserves the right, in its sole and absolute discretion, to reject any subscription that it or its representatives justifiably suspect may give rise to a breach or violation of any law, rule or regulation.

This Exemption Document does not constitute an offer to sell New Shares to any person in any jurisdiction where it would be illegal to make such an offer to such a person, nor does it constitute a solicitation of a subscription for New Shares from any person in any jurisdiction where making such a solicitation would be unlawful. The Company has not taken and will not take any measures in order to allow for the public offering of the New Shares outside Finland. New Shares may, however, be offered to experienced investors in a Member State of the European Economic Area (the "**EEA**") or in the United Kingdom in circumstances where a regulatory exemption applies. In the United Kingdom, the Exemption Document may only be published, distributed or communicated to persons who are "experienced investors" as defined in paragraph 15 of Schedule 1 to the Public Offers and Admissions to Trading Regulations 2024, and who have professional experience in matters relating to investments within the meaning of Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "**Order**") and to persons falling within Article 49(2) of the Order (all such persons together "**Relevant Persons**"). Any person who is not a Relevant Person should not act on or rely on this document or any of its contents. The New Shares have not been and will not be registered under the United States Securities Act of 1933, as amended (the "**US Securities Act**"), or the securities laws of any state of the United States, and accordingly the New Shares may not be offered or sold, directly or indirectly, in or into the United States, subject to certain exceptions. The New Shares are being offered and sold outside the United States in compliance with Regulation S under the US Securities Act.

The Share Issue is governed by the laws of Finland. Any disputes arising in connection with the Share Issue shall be settled by the court of competent jurisdiction in Finland.

Information about the Issuer

Suominen is a limited liability company established under the laws of Finland. Suominen is registered in the Trade Register maintained by the Finnish Patent and Registration Office under the business ID 1680141-9, and it was registered in the Trade Register on 30 September 2001. The legal entity identifier (LEI) of Suominen is 743700Z1BNFYR9PRDF52. Suominen has its registered office in Helsinki, its registered address is at Keilaranta 13 A, FI-02150 Espoo, and its telephone number +358 10 214 300. The Company's website can be found at https://www.suominen.fi/.

Responsibility Statement by the Board of Directors

The Board of Directors of Suominen accepts sole responsibility for the information contained in this Exemption Document. To the best of the knowledge of the Board of Directors of the Company, the information contained in this Exemption Document is in accordance with the facts and makes no omission likely to affect its import.

Competent Authority

This Exemption Document does not constitute a prospectus within the meaning of the Prospectus Regulation. The Finnish Financial Supervisory Authority, being the competent authority of the home Member State of Suominen, has neither reviewed nor approved this Exemption Document. Each investor must make its own assessment as to the suitability of an investment in the Company.

Compliance with Reporting and Disclosure Obligations

The Board of Directors of Suominen hereby confirms that the Company continuously complies with its reporting and disclosure obligations throughout the period of the Company's securities being admitted to trading, including its obligations under Directive 2004/109/EC and, where applicable, Regulation (EU) No 596/2014 and Commission Delegated Regulation (EU) 2017/565.

Regulated information published by the Company pursuant to its ongoing disclosure obligations and the Company's most recent prospectus dated 11 June 2021 are available on the Company's website at https://www.suominen.fi/investors/.

In addition, the Board of Directors of Suominen hereby confirms that, as at the time of the Share Issue, the Company has not delayed the disclosure of inside information pursuant to Regulation (EU) No 596/2014.

Reasons for the Share Issue and Use of Proceeds

The objective of the Share Issue is to secure funding for the execution of profitability-enhancing improvements as part of the Company's strategic Full Potential Program and to strengthen the Company's capital structure. With the proceeds from the Share Issue, the Company plans, as part of the Full Potential Program, to make targeted investments in low-risk assets underpinned by robust demand prospects and strong customer relationships. Moreover, the Company intends to implement structural profitability measures focused on reducing low-profitability volumes and cutting fixed costs, as well as to strengthen the Company's capital structure.

The Company estimates that it will raise gross proceeds of approximately EUR 28 million from the Share Issue (assuming that all of the Company's 77,121,272 New Shares are subscribed for). The Company expects to receive net proceeds of approximately EUR 25.6 million from the Share Issue after deduction of the fees and expenses payable by the Company in connection with the Share Issue, which are estimated to amount to approximately EUR 2.2 million in aggregate. The Company's main shareholders, Ahlstrom Capital B.V., separately, and Etola Group Oy and Oy Etra Invest Ab, acting jointly, have each issued an undertaking to the Company to vote in favour of the share issue authorisation at the extraordinary general meeting and to subscribe for their pro rata share of the issuance, and have entered into conditional subscription guarantee commitments collectively covering any shares that may remain unsubscribed in the Share Issue. No compensation will be paid to the shareholders for providing their commitments. Further information is set out in the section entitled "*Terms and Conditions of the Share Issue – Subscription Undertakings and Underwriting*".

Risk Factors

An investment in the New Shares involves risks. Prospective investors are advised to carefully review the following risk factors, which are considered material for Suominen. The risk factors listed below are limited to the risks that Suominen considers to be significant and material to Suominen as at the date of this Exemption Document. Should any of the risk factors described below materialise, it could have a material adverse effect on Suominen's business, financial position, results of operations and future prospects. Investors are encouraged to make an independent assessment of the Company and the terms of the Share Issue, including the current circumstances and risks. Prior to making an investment decision, prospective investors are encouraged to consult their own advisers and to carefully evaluate and consider the investment decision.

A. Risks relating to Suominen's operating environment and the prevailing macroeconomic situation

Global macroeconomic conditions and the geopolitical environment affect Suominen's business

Suominen's business is significantly affected by domestic and global macroeconomic conditions and the geopolitical environment. Macroeconomic factors relevant to the Company include the domestic unemployment rate, interest rate developments, consumer confidence and developments in global and domestic economic and financial markets. Current geopolitical tensions causing uncertainty in the global economy include trade tensions between the US, the European Union (EU), China and other countries, US administration policies, Russia's war of aggression in Ukraine, conflicts in the Middle East, including the Israeli-Palestinian conflict and military actions and tensions in Iran and its surrounding regions, and China's strained relations with its neighbours. Other changes in world politics, such as significant changes in the political environment in South America, may also have a material adverse effect on Suominen's operations. The geopolitical tensions described above have caused and may continue to cause disruptions in the global economy, financial markets and Suominen's business environment, especially if sanctions and trade restrictions are tightened, energy prices rise significantly, maritime traffic is blocked, geopolitical tensions escalate or widen, or hybrid warfare harmful to the economy is waged against Finland.

Global economic developments remain uncertain, and financial market uncertainty could cause significant economic disruption. High levels of national debt in some countries, including Finland, and growing expectations of increased defence spending by European NATO members could lead to a global economic downturn. In addition, weak economic development may affect the liquidity of Suominen's customers and lead to an increase in Suominen's credit losses. Economic conditions may also be affected by events beyond the Company's control, such as natural disasters and global pandemics. Digitalisation and unbalanced economic development can also accelerate social inequalities, which can deepen social divisions and lead to uneven recovery from economic shocks. Despite continuously monitoring the risks

described above, Suominen may not be able to adjust its business or prevent the adverse consequences of these risks. Materialisation of any of the above risks could have a material adverse effect on Suominen's business, financial position, results of operations or future prospects.

Ongoing and threatened trade disputes and tariff uncertainties could have an adverse effect on Suominen's business
In April 2025, the United States imposed tariffs on goods from several jurisdictions, including the EU, the United Kingdom, Canada and Mexico. In February 2026, the United States Supreme Court ruled these tariffs to be unlawful, after which the US administration announced a universal tariff of 10 per cent applicable to all countries for a period of 150 days (24 February 2026 to 24 July 2026), unless a country has been expressly exempted from the tariff. Political decisions restricting free trade may significantly impair global trade, drive up price levels, lead to retaliatory tariffs and accelerate inflationary pressures. Such decisions may also have a significant impact on the availability and price of certain raw materials. Developments related to US trade tariffs contributed to volatility in the Company's global supply chains and temporarily disrupted demand patterns in 2025, particularly during the first half of the year. The US trade policy remains susceptible to rapid and unpredictable changes. Materialisation of any of the above risks could increase defaults, credit losses and value adjustments and have a material adverse effect on Suominen's business, financial position, results of operations or future prospects.

Intense competition in Suominen's markets could have an adverse effect on the Company's profitability and market share
Suominen has numerous regional, national and international competitors in its various product groups. Products based on new technologies or alternative materials, or imported from countries with lower production costs, as well as fierce price competition, may increase the pressure to lower the prices of the Company's products. If Suominen is unable to compete with an attractive product offering or price, it may lose some of its market share or suffer losses in some of its business areas. Suominen's existing or new competitors may enter one or more of Suominen's key markets or seek to increase their market share through aggressive pricing strategies, which may lead to lower prices and adversely affect Suominen's profitability. While Suominen is a major player in its sector, it may have limited bargaining and purchasing power, and there can be no assurance that it will be able to successfully maintain its market position.

B. Risks relating to Suominen's business and field of operation
Production disruptions or damage at Suominen's production facilities could have an adverse effect on Suominen's business
Suominen's operations depend on the continued operation of its production facilities in Europe, the United States and Brazil. Machinery breakdowns, errors by employees and contractors and other production facility disruptions can cause production losses and delivery problems. While systematic maintenance and investment are a key part of ensuring the operational efficiency of production lines, the risk of machinery breakdown cannot be excluded. Suominen's operations may also be disrupted by events beyond its control, such as power outages, fires, accidents, transportation disruptions or system failures. In 2025, Suominen's US production facilities experienced two significant disruptions that limited the Company's ability to deliver and negatively impacted both sales and profitability. Significant operational problems may lead to a reduction in turnover, loss of key customers and damage to reputation, which may have a material adverse effect on Suominen's business, financial position, results of operations or future prospects.

Suominen has comprehensive property and business interruption insurance. Suominen may nevertheless suffer losses that exceed the limits of coverage under its insurance policies or fall outside the scope of such policies, including liabilities relating to environmental remediation. Some insurance categories may not be available on commercially acceptable terms or may not be available at all. Furthermore, obtaining insurance compensation may be slow, which may delay financial recovery in the event of a loss. Losses that exceed the limits of or fall outside the coverage of insurance contracts could have a material adverse effect on the Company's production activities and financial position.

Supply interruptions or increase in costs of raw materials that the Company may be unable to pass on to its customers could have an adverse effect on Suominen's business
Suominen purchases significant quantities of pulp and oil-based raw materials annually. Raw materials are the largest single cost item for operations. In particular, the sharp rise in prices of oil-based raw materials, such as polyester and polypropylene, that began in March 2026 may have a significant impact on Suominen's costs, as changes in raw material costs are reflected in the Company's expenses and selling prices with a delay. Suominen's raw material inventory equals two to four weeks' consumption, and passing on the price changes of raw materials to the selling prices takes two to five months. The Company seeks to pass on increased costs to customer prices within the terms of its contracts, but may not always be able to do so in full. Rapid changes in raw material prices may also affect the Company's working capital as unit prices rise. In addition, extended interruptions in the supply of Suominen's main raw materials could disrupt production. Even though Suominen sources its raw materials from a number of different international suppliers, there can be no assurance that this would ensure the availability of raw materials in all circumstances. Moreover, there can be no assurance that the payment terms granted by the Company's suppliers will remain unchanged. Should credit insurers

reduce the credit limits they have granted, this could lead, amongst other things, to shorter payment terms for the Company or to demands for advance payment. Any of the factors described above, if materialised, could have a material adverse effect on Suominen's business, financial position, results of operations or future prospects.

Energy prices and availability could affect Suominen's operations

Energy costs constitute a significant proportion of Suominen's production costs, and natural gas in particular accounts for a considerable share of total energy consumption. Energy prices have fluctuated significantly in recent years, and the Company's energy costs are affected by factors such as the geopolitical environment, energy market prices, and national and global regulatory decisions. In particular, conflicts in the Middle East are exerting upward pressure on energy prices, and gas prices have been rising sharply in spring 2026. Should the conflicts in the Middle East escalate, expand or become prolonged, this could have a significant impact on the price and availability of energy. Furthermore, power outages and other disruptions relating to the availability or distribution of energy could interrupt operations at the Company's production facilities. It cannot be ensured, either, that backup power would be sufficient in all circumstances. Significant increases in energy prices or disruptions in energy supply could have a material adverse effect on Suominen's business, financial position, results of operations or future prospects.

Suominen's potential failure to implement its strategy and new operating model could weaken its profitability

In January 2026, Suominen announced the launch of a comprehensive three-year transformation program, the Full Potential Program, which aims to achieve the Company's full potential. The program focuses on improving profitability by improving production efficiency, optimising the use of raw materials and strengthening commercial skills and procurement. The aim is to deliver a 10% EBITDA and a 2x–3x leverage ratio (net debt/EBITDA) in the next three years. At the same time, the Company is developing its long-term strategy and financial targets. On 1 February 2026, Suominen introduced a new functional operating model to strengthen focus on strategic priorities, sharpen accountability across the organisation, and create a tighter connection between customer needs, technology development and operational performance. In the new model, commercial functions are brought together to reinforce focus on growth and business development, and the role of Chief Operating Officer (COO) is broadened to command all factories, safety, manufacturing engineering, procurement, and supply chain. The changes aim to strengthen profit and loss accountability, enhance execution discipline, and improve decision-making across both operations and commercial functions. There can be no assurance that the Company succeeds in implementing and/or developing its strategy and new operating model. The successful implementation of the Company's strategy depends on a number of factors, some of which are wholly or partly outside the Company's sphere of influence, such as changes in market conditions or the operating environment, slow responsiveness to changes in customer behaviour, or failures in management or partnership governance. Furthermore, the implementation of the program may require structural measures, such as the reorganisation of production capacity or structure (excluding structural capacity expansions), which may involve one-off costs and/or have an impact on cash flow and the balance sheet. Materialisation of the above risks could have a material adverse effect on the Company's business, financial position, results of operations or future prospects.

Concentrated customer base and customer-related credit risks could have an adverse effect on Suominen's business

Suominen's customer base is concentrated. In 2025, the Group's top ten customers accounted for 69.5% of the Group's turnover. While efforts are made to enter into long-term agreements with the largest customers, there can be no assurance that the Company will be able to maintain its existing major customer relationships and/or establish new ones. The loss of one or more major customers could have a material adverse effect on the Company's business, financial position, market share and future prospects.

Customer relationships involve credit risks. Although credit risks are managed in accordance with the credit policy approved by the Company's Board of Directors, the materialisation of significant credit risks cannot be excluded. Suominen's customers may have difficulties in obtaining financing, for example due to global economic uncertainty, which may result in customers being unable to make agreed payments to Suominen. Materialisation of the risk described above could have a material adverse effect on Suominen's business, financial position, results of operations or future prospects.

Changes in customer preferences or product specifications could have an adverse effect on Suominen's business

Suominen's nonwovens are used in a wide range of end products manufactured by its customers and a prerequisite for any customer relationship is Suominen's ability to manufacture a nonwoven in accordance with the specifications provided by the customer. Changes in the products or processes of customers, the discovery of alternative products, Suominen's inability to meet product specifications, changes in consumer preferences, changing requirements for product recyclability and new products from competitors could decrease demand for Suominen's nonwovens. Any of the factors described above, if materialised, could have a material adverse effect on Suominen's business, financial position, results of operations or future prospects.

Changes in end-consumer purchasing behaviour could have an adverse effect on Suominen's business

Changes in end-consumers' purchasing behaviour affect the demand for Suominen's products. Historically, such changes have increased demand for products made from nonwovens, but sudden growth in demand may lead to overcapacity in the market and price competition, as was the case with the COVID-19 pandemic particularly in China. In addition, consumer attitudes towards products containing oil-based raw materials or the harmfulness of single-use products may change purchasing habits and high consumer price inflation may lead to a decline in demand for wiping products. Suominen monitors consumer trends proactively and develops its product portfolio accordingly, but there can be no assurance that the Company's products and services will in all circumstances meet consumer expectations, nor that the Company's research and development efforts are sufficient. Failure to meet consumer expectations may result in loss of reputation or business opportunities, which could have a material adverse effect on Suominen's business, financial position, results of operations or future prospects.

Failure to successfully develop or introduce new products and production technologies could have an adverse effect on Suominen's business

Suominen's business performance depends on its ability to develop commercially viable new products and production technologies. Because of the lengthy development cycles and intense competition, there can, however, be no assurance that any of the products developed by Suominen will enter the market or achieve substantial commercial success. The speed to market is important for Suominen's competitiveness, and competitors can develop and launch new products and production technologies before Suominen, which may weaken Suominen's competitive position. Suominen has invested in certain technologies, and it cannot be excluded that the technology choices prove to be wrong and additional investment will be required. Furthermore, Suominen may not have sufficient resources to keep pace with technological developments in the future. The Company's net sales and margins may also deteriorate if the Company does not bring new products to market quickly enough or if the Company's new products do not meet the evolving needs of its customers. Materialisation of the above risks could have a material adverse effect on the Company's business, financial position, results of operations or future prospects.

Disruptions in the Company's information technology systems could have an adverse effect on Suominen's business

Suominen's operations are dependent on the integrity, security and stable operation of its information and communication systems and software. The operation of the systems can be disrupted by factors such as power cuts, software errors, potential software upgrades or updates, viruses, crime targeted at IT systems, or human error. If the systems were to become inoperable or cyber threats were to materialise, this could have adverse effects on Suominen's production processes, ability to deliver products and inventory management. Systems-related problems could also result in increased costs, damage to reputation, leakage of sensitive information and theft of intellectual property, which could have a material adverse effect on Suominen's business, financial position, results of operations or future prospects.

Environmental and climate change-related risks could have an adverse effect on Suominen's business

The Company's environmental risks have been identified as part of the ISO 14001 environmental management system. The most significant environmental risks include binder or chemical spills, fires at production sites and issues related to wastewater management. However, there can be no assurance that no as-of-yet undiscovered pollution or spill has occurred. If discovered, such pollution or spill could result in significant administrative and criminal penalties, remediation costs, production facility shutdowns, third party claims and significant reputational damage. Suominen's operations could also be impacted by risks related to climate change. In its double materiality assessment, the Company has identified climate-related transition risks, such as increasing regulatory requirements, increasing customer expectations and rising energy prices, as well as physical risks, such as supply chain disruptions and damage to sites caused by extreme weather events. In the resilience analysis conducted in 2025, the most impactful physical risks identified were heat waves and their impact on operational cooling, increasing water stress, and the impact on the supply chain from wildfires. While Suominen's operations are resilient to many physical risks in the short term, the impact of all assessed physical risks is estimated to increase by 2050. For transition risks, the most impactful risks are corporate responsibility legislation, tightening regulation of single-use products, and growing demand for fibres from renewable sources.

Suominen manages climate risks with precautions, contingency plans and insurance, as well as by diversifying its operations geographically and working with multiple international raw material suppliers. However, there can be no assurance that Suominen will not be exposed to risks arising from climate change and weather events that could have a material adverse effect on its business, financial position, results of operations or future prospects.

Suominen's Code of Conduct and anti-bribery policy may not always be adequate or up-to-date, and the Company may not be able to ensure that they are complied with across its supply chain

Suominen has group companies in five countries and sells its products in over 30 countries, which exposes the Company to compliance risks, including those related to corruption, fraud, competition compliance, trade compliance and human rights. Suominen is committed to conducting its business in a lawful and ethical manner, in compliance with applicable laws and regulations, and in accordance with its Code of Conduct and Gift, Entertainment and Anti-bribery Policy, and

expects the same from all third parties acting on its behalf. Suominen has set up several channels for reporting suspected non-compliance and aims to ensure compliance through continued communication, training and monitoring. However, there can be no assurance that Suominen's employees or suppliers will comply with regulations, the Company's Code of Conduct, guidelines or policies, or that internal control measures will detect and prevent misconduct. Furthermore, the Company's internal guidelines and policies may not always be up-to-date or adequate. Any failure by Suominen or any of its directors, officers, employees, agents, business partners or suppliers to comply with laws, regulations or internal Company policies could expose the Company to civil and criminal prosecution, sanctions, penalties and reputational damage that could have a material adverse effect on the Company's business, financial position, results of operations or future prospects.

Potential write-downs could have an adverse effect on Suominen's business

Suominen performs goodwill impairment testing annually, in which the recoverable amounts are determined using discounted projected future cash flows. Projected future cash flows include uncertainties, such as the long economic useful life of the assets and changes in sales prices, production costs and discount rates. It is possible that the recoverable amounts will be insufficient to cover the carrying amounts of assets, particularly goodwill, in which case it will be necessary to recognise an impairment loss that will reduce the result and equity.

C. Risks related to Suominen's financing

Suominen may not be able to receive new financing or refinance its existing debt on competitive terms or at all, and its costs of financing may increase

The Group is exposed to several financial risks, such as foreign exchange, interest rate, counterparty, liquidity and credit risks, as well as the risk that the Company may be unable to receive adequate financing or to refinance or repay its existing loans and bond. The Group's financial risks are managed in line with a policy confirmed by the Board of Directors. Financial markets have experienced, and may continue to experience, uncertainty as a result of geopolitical tensions, the United States trade policy or other macroeconomic factors. These factors, or stricter banking regulation, may adversely affect the availability, pricing and terms of the Company's financing.

The Company's outstanding bond matures in 2027, and the Company will need to refinance it or raise alternative financing in order to repay it. There can be no assurance that the Company will succeed in refinancing its bond on competitive terms or at all. Failure to repay the Company's existing debt or to refinance it, or to receive new financing on competitive terms, may have a material adverse effect on the Company's business, financial position, results of operations or prospects.

Suominen may face difficulties in complying with the covenants relating to its loan facility

In June 2025, Suominen entered into a new syndicated credit facility agreement which consists of a EUR 50 million term loan and a EUR 50 million revolving credit facility with a maturity of three years. The term loan and revolving credit facility include leverage ratio and gearing as financial covenants as well as a minimum liquidity covenant. The parties to the loan facility have conducted renegotiations to amend the terms of the loan facilities, and the agreed amendments extend the maturity of the facility and ease the financial covenants included therein. The entry into force of the amendments is conditional on, among other things, Suominen raising gross proceeds of EUR 25 million in the Share Issue or in another equity offering. If Suominen fails to meet its obligations, the banks shall have the right to accelerate the loans. There can be no assurance that Suominen will be able to comply with the terms of its loan facility in the future, which may have a material adverse effect on the Company's business, financial position, results of operations or prospects.

Deployment and costs of investments

Suominen continuously invests in its manufacturing facilities and information systems. The Full Potential Program, launched in January 2026, will involve an estimated investment of approximately EUR 30 million over the three years, of which transformation costs are estimated at EUR 10 million and capital expenditures to upgrade manufacturing capabilities at around EUR 20 million. The Full Potential Program does not contemplate investment in capacity expansion. The deployment of the investments may be delayed, the costs of the investments may increase from what has been expected or the investments may create less business benefits than anticipated. For example, the Company's investment in a new production line in Alicante, Spain, has been delayed from its original schedule, as a result of which the additional capacity will be reflected in the Company's financial figures later than planned. The materialisation of any aforementioned risks could have a material adverse effect on the Company's business, financial position, results of operations or prospects.

Suominen is exposed to foreign exchange risk

Suominen Group operates internationally and is therefore exposed to transaction and translation risks arising from fluctuations in foreign exchange rates. Transaction risks mainly arise from cash flows generated by the sale of products and the purchase of materials, and translation risks arise from converting the statements of profit or loss and the statements of financial position of non-euro subsidiaries into euro. In addition to the US dollar, which generates the most significant currency impact, the Brazilian real also affects the Group's foreign exchange risk. Foreign exchange risks are hedged on a case-by-case basis through the use of derivative contracts and through the terms of sales and purchase contracts.

However, hedging instruments are used to a limited extent only, and there can be no assurance that the Company will succeed in managing its foreign exchange risk effectively. Fluctuations in the foreign exchange rates may have a material adverse effect on Suominen's business, financial position, results of operations or prospects.

Suominen is exposed to risks arising from fluctuations in interest rates

Suominen is exposed to interest rate risk when it funds its operations with both floating and fixed rate debt. Interest rate risk arises from the repricing of floating rate debt, and fixed rate debt is subject to fair value risk. The loans drawn from Suominen's syndicated credit facility are floating rate loans. The average interest duration can vary between 12 and 48 months, and at the end of 2025, the duration excluding the lease liabilities was 23 months. At the end of the financial year 2025, the carrying amount of the Group's loans with fixed interest rates was EUR 49.8 million and EUR 49.8 million with floating interest rates. Increase or decrease in interest rates could have a material adverse effect on Suominen's current interest expenses and its future refinancing costs, which may have a material adverse effect on Suominen's business, financial position, results of operations or prospects.

Suominen is exposed to tax risks

Suominen is subject to income taxes in numerous jurisdictions, and significant judgement is required to determine the total amount of income tax. Tax risks relate to changes in tax rates or tax legislation and misinterpretations arising in particular from the international character of the Company's business. The materialisation of the risks could result in increased payments or sanctions by the tax authorities, which in turn could have a material adverse effect on Suominen's business, financial position, results of operations or prospects.

Suominen is dependent on its ability to recruit and retain key personnel

Competition for management and technical professionals is very intense in Suominen's industry. There can be no assurance that the Company will be able to attract and retain the necessary personnel. Suominen may also be unable to recruit, retain, train and/or motivate qualified management and technical personnel, which could have a material adverse effect on the Company's business, financial position, results of operations or future prospects.

D. Legal and Regulatory Risks

Suominen is exposed to legal risks in the course of its operations

In the course of its ordinary business activities, Suominen may become involved in litigation or administrative proceedings relating to, for example, contractual liabilities, its supplier network, the processing of personal data or criminal matters. Litigation and administrative proceedings may result in liability for damages, fines, the prohibition of certain activities and reputational damage, which could have a material adverse effect on the Company's business, financial position, results of operations or future prospects.

Labour disputes, work stoppages, disputes in the transportation sector or increased labour costs could have an adverse effect on Suominen's business

In the course of its operations, the Company is exposed to employment law risks, which may relate to, for example, disputes concerning the terms or termination of employment. It is also possible that the Company may in the future be required to carry out personnel restructuring, which entails a risk of various claims being brought against the Company. There can be no assurance that Suominen or employers' organisations succeed in negotiating new satisfactory collective agreements once the currently valid agreements expire, and currently valid collective agreements may not necessarily prevent strikes or work stoppages at Suominen's production facilities. In addition, labour disputes in the transport sector may prevent the distribution of Suominen's products, and labour disputes affecting Suominen's important suppliers or customers may result in variations in the supply of products and materials. Any sustained labour dispute or personnel restructuring leading to a substantial interruption in Suominen's business or increased labour costs may have a material adverse effect on the Company's business, financial position, results of operations or prospects.

Non-compliance with environmental, health and safety and other national and international laws and regulations could have a material adverse effect on Suominen

Suominen strives to comply with all applicable environmental, health and safety laws and regulations. The Company's business can be affected by political decisions and legislative changes, for example in areas such as environmental policy or waste management, such as changes made pursuant to the EU's Single-Use Plastics Directive. Although the Company considers itself to be well-positioned to meet the growing demand for more responsible products, there can be no assurance that Suominen would always be in full compliance with all laws and regulations in every jurisdiction. Failure to comply with environmental laws could result in fines or other sanctions, and any additional investments required to achieve compliance may have a material adverse effect on the Company's business, financial position, results of operations or prospects.

E. Risks related to the Share Issue

A shareholder's shareholding may be diluted if the shareholder does not exercise their subscription rights, and the Share Issue may lead to increased concentration of ownership, which may reduce the liquidity of the Shares

Shareholders who do not exercise their subscription rights in the Share Issue, either in full or in part, will see their relative shareholding and proportion of voting rights diluted upon the issue of the New Shares, and such dilution may be significant. If the Company's other shareholders do not exercise their subscription rights in full in the Share Issue, Ahlstrom Capital B.V.'s, separately, and Etola Group Oy's and Oy Etra Invest Ab's, acting jointly, holdings of the Company's shares and votes may increase due to the Subscription Undertakings and Underwriting, which may lead to a concentration of ownership in the Company. As a result, Ahlstrom Capital B.V. together with Etola Group Oy and Oy Etra Invest Ab, acting jointly, may hold the majority required to pass resolutions at general meetings, which may have a material adverse effect on the position of other shareholders. Concentration of ownership may also have other adverse effects, such as triggering the change of control clauses in the Company's agreements. Furthermore, a significant increase in the shareholdings of Ahlstrom Capital B.V., separately, and Etola Group Oy and Oy Etra Invest Ab, acting jointly, may reduce the liquidity of the Shares (as defined below) and result in the Shares failing to meet the free float requirement under Nasdaq Helsinki's rules, which may lead to the delisting of the Shares from Nasdaq Helsinki.

Terms and Conditions of the Share Issue

Important dates

Event		Date
First trading date without Subscription Rights		9 June 2026
Record date of the Share Issue		10 June 2026
The subscription period for the Share Issue commences		15 June 2026
Trading in the Subscription Rights commences on Nasdaq Helsinki		15 June 2026
Trading in the Interim Shares commences on Nasdaq Helsinki	estimated	16 June 2026
Trading in the Subscription Rights ends on Nasdaq Helsinki		23 June 2026
The subscription period for the Share Issue ends and unused Subscription Rights become void	estimated	29 June 2026
Announcement of the initial results of the Share Issue	estimated	30 June 2026
Announcement of the final results of the Share Issue	estimated	2 July 2026
Trading in the Interim Shares ends on Nasdaq Helsinki	estimated	3 July 2026
The New Shares subscribed for in the Share Issue are registered in the Trade Register	estimated	3 July 2026
Interim Shares are converted into New Shares	estimated	3 July 2026
Trading in the New Shares commences on Nasdaq Helsinki	estimated	6 July 2026

General information on the Share Issue

Suominen Corporation ("**Suominen**" or the "**Company**") intends to raise gross proceeds of up to approximately EUR 28 million through the Share Issue (as defined below). As a result of the Share Issue, the number of shares in the Company may increase from 58,259,219 existing shares (the "**Existing Shares**" and, together with the New Shares (as defined below), the "**Shares**") to a maximum of 135,380,491 Shares. Assuming that the Share Issue is fully subscribed, the New Shares will represent approximately 57.0 per cent of all Shares following completion of the Share Issue. Danske Bank A/S, Finland Branch and Nordea Bank Abp are acting as joint global coordinators in the Share Issue (the "**Joint Global Coordinators**").

Subscription Undertakings and Underwriting

The Company's main shareholders, Ahlstrom Capital B.V., separately, and Etola Group Oy and Oy Etra Invest Ab, acting jointly, have undertaken to subscribe for their pro rata share of the New Shares in the Share Issue (the "**Subscription Undertakings**").

In addition, Ahlstrom Capital B.V., separately, and Etola Group Oy and Oy Etra Invest Ab, acting jointly, have provided subscription guarantee commitments collectively covering the remainder of the Share Issue (the "**Underwriting**").

No compensation will be paid to the shareholders for providing their Subscription Undertakings or Underwriting.

Share Issue authorisation granted by the extraordinary general meeting and the Share Issue decision of the Board of Directors of the Company

The extraordinary general meeting of the Company resolved on 8 June 2026 to authorise the Board of Directors of the Company to resolve on the issuance of a maximum of 500 million new shares by way of a rights issue.

Pursuant to the authorisation, the Board of Directors of the Company may resolve on a share issue in which the Company's shareholders shall have a pre-emptive right to the shares to be issued in the same proportion as they already hold shares in the Company. If shares remain unsubscribed on this basis, the Board of Directors shall be entitled to decide on offering the unsubscribed shares for subscription to the Company's shareholders or other persons in such proportions as it deems fit. The Board of Directors was authorised to resolve on all other terms and conditions of the share issue, including the subscription and payment period and the grounds for determining the subscription price, as well as to attend to the practical

measures relating to the share issue. In the event that shares are issued on the basis of a secondary subscription right, such shares may first be issued to the Company itself without consideration and subsequently transferred to the subscribers, in order to enable delivery of the shares to the subscribers against payment.

Pursuant to the authorisation granted by the general meeting, the Board of Directors of the Company resolved on 8 June 2026 to carry out a share issue in accordance with shareholders' pre-emptive subscription rights, pursuant to which the Company will issue a maximum of 77,121,272 new shares (the "**New Shares**") (the "**Share Issue**").

Right to subscribe for New Shares

Right to subscribe for New Shares with subscription rights (Primary Subscription)

The New Shares are offered for subscription by the Company's shareholders in the same proportion as they already hold shares in the Company on the record date of the Share Issue on 10 June 2026 (the "**Record Date**").

Each holder of Existing Shares who is registered in the Company's shareholder register maintained by Euroclear Finland Ltd ("**Euroclear Finland**") on the Record Date shall, except as set out below, receive one (1) book-entry form subscription right (a "**Subscription Right**") for each one (1) Existing Share held on the Record Date. See also "— *Shareholders Residing in Certain Restricted Jurisdictions*". The Subscription Rights will be credited to the book-entry accounts of shareholders in the book-entry system maintained by Euroclear Finland no later than 11 June 2026.

Each holder of Subscription Rights is entitled to subscribe for four (4) New Shares at the Subscription Price for each three (3) Subscription Rights held (the "**Primary Subscription**"). No fractions of New Shares will be issued, and a Subscription Right may not be exercised in part. Any Subscription Rights that remain unexercised after the expiry of the subscription period will lapse without value and will be removed from the holders' book-entry accounts without separate notice or compensation. If the Share Issue is not completed, the Subscription Rights cannot be exercised and will be without value. In order not to lose the value of a Subscription Right, a holder of the Subscription Rights must either subscribe for New Shares using the Subscription Rights no later than 29 June 2026 (unless the Subscription Period (as defined below) is extended) in accordance with the instructions received, or sell any unexercised Subscription Rights no later than the last trading day of the Subscription Rights on 23 June 2026. If an Existing Share entitling the holder to a Subscription Right has been pledged or is subject to any other restriction, the Subscription Right may not be exercisable without the consent of the pledgee or other holder of a right.

Right to subscribe for New Shares not subscribed for in the Primary Subscription without Subscription Rights (Secondary Subscription)

If not all of the New Shares are subscribed for in the Primary Subscription, the Company's shareholders and other investors shall have the right to subscribe for any New Shares that remain unsubscribed for without Subscription Rights (the "**Secondary Subscription**") at the Subscription Price. The Board of Directors of the Company shall decide on the offering of any New Shares that may remain unsubscribed for on the basis of Subscription Rights secondarily to the Company's shareholders and/or other investors who have submitted a subscription order to subscribe for New Shares without Subscription Rights. See also "— *Subscription and payment of the Subscription Price — Subscription of New Shares without Subscription Rights in the Secondary Subscription*".

Approval of Subscriptions

The Board of Directors of the Company will approve the subscriptions made in accordance with these terms and conditions of the Share Issue and applicable laws and regulations approximately on 2 July 2026 (unless the Subscription Period is extended). The Company will publish a stock exchange release approximately on 2 July 2026 (unless the Subscription Period is extended) announcing the outcome of the Share Issue and the total number of New Shares subscribed for.

No separate confirmation will be sent in respect of the approval of Primary Subscriptions made on the basis of Subscription Rights. In respect of approved Secondary Subscriptions, the investor's investment service provider may decide to send a separate confirmation notice following the Share Issue.

Subscription Price and Subscription Period

The subscription price per New Share is EUR 0.36 (the "**Subscription Price**"). The Subscription Price of the New Shares will be recorded in the Company's reserve for invested non-restricted equity. The Subscription Price is based on the Subscription Undertakings and Underwriting received by the Company and has been defined through negotiations between the Company's main shareholders, investors, the Joint Global Coordinators and the Company. The Subscription Price incorporates a discount customary for rights issues to the theoretical ex-rights price, based on the closing price of the Share on Nasdaq Helsinki on the last trading day immediately preceding the decision on the Share Issue.

The subscription period for the New Shares will commence on 15 June 2026 at 9:30 (EEST) and will end on 29 June 2026 at 16:30 (EEST) (the "**Subscription Period**"). The Board of Directors of the Company is entitled to reject subscriptions received after the expiry of the Subscription Period. The Board of Directors of the Company is entitled to

extend the Subscription Period. The Company will announce any extension of the Subscription Period by means of a stock exchange release no later than 29 June 2026. The investment service provider used by an investor may require that a subscription order be submitted on a specific date prior to the end of trading in the Subscription Rights or the expiry of the Subscription Period.

Subscriptions are binding and may not be amended or revoked. Incomplete or erroneous subscription orders may be rejected. If the Subscription Price is not paid in accordance with these terms and conditions, the subscription order may be rejected. However, the Board of Directors of the Company may decide to accept a subscription order or payment of the Subscription Price made in a manner deviating from these terms and conditions. If a subscription is rejected, the Subscription Price paid will be refunded to the subscriber. No interest will be paid on amounts refunded.

Trading in Subscription Rights

The Subscription Rights will be subject to trading on Nasdaq Helsinki Ltd ("**Nasdaq Helsinki**") during the period from 15 June 2026 at 10:00 (EEST) to 23 June 2026 at 18:30 (EEST) (unless the Subscription Period is extended), subject to Nasdaq Helsinki approving the Company's listing application. The ISIN code of the Subscription Rights is FI4000606041 and their trading code on Nasdaq Helsinki is SUY1VU0126.

Subscription and payment of the Subscription Price

Exercise of Subscription Rights in the Primary Subscription

Subject to the restrictions set out in the section *"— Shareholders Residing in Certain Restricted Jurisdictions*", a shareholder or other investor may participate in the Share Issue by subscribing for New Shares using the Subscription Rights on their book-entry account and paying the Subscription Price multiplied by the number of New Shares to be subscribed for. The Subscription Price must be paid in full upon submission of the subscription order and in accordance with the instructions given by the subscriber's investment service provider.

Subscription of New Shares without Subscription Rights in the Secondary Subscription

Shareholders and other investors may subscribe for New Shares without Subscription Rights by submitting a subscription order and simultaneously paying the Subscription Price (multiplied by the number of New Shares to be subscribed for) in full and in accordance with the instructions given by the investment service provider. The investment service provider must receive the subscription order and payment no later than 29 June 2026 (unless the Subscription Period is extended) or such earlier time as specified in the instructions given by the investment service provider.

Not all investment service providers may permit Secondary Subscriptions to be made through an equity savings account. In such cases, an investor must make the Secondary Subscription through a book-entry account other than an equity savings account.

If New Shares are to be issued pursuant to the Underwriting, (a) the investor that has given the Underwriting shall be deemed to have subscribed for the New Shares pursuant to the Underwriting, (b) the Company may first issue such New Shares to itself without consideration and thereafter to such investor, in which case such investor shall pay the Subscription Price for such New Shares to the Company against delivery through Euroclear Finland, and (c) the Subscription Price for such New Shares shall be paid within fifteen (15) business days of the Company having notified the acceptance of the subscription made pursuant to the Underwriting.

Important information regarding payment and validity of subscription orders in the Primary Subscription and the Secondary Subscription

A subscription shall be deemed to have been made only once the subscription order has been received by the investment service provider in accordance with its instructions and the Subscription Price has been paid in full. Incomplete or erroneous subscription orders may be rejected. If the Subscription Price is not paid in accordance with these terms and conditions, the subscription order may be rejected. If a subscription is rejected, the Subscription Price paid will be refunded to the subscriber. No interest will be paid on amounts refunded. **Investors should note that the subscription of New Shares, whether with or without Subscription Rights, is irrevocable, and the subscription order may not be revoked or amended.**

Allocation of New Shares subscribed for in the Secondary Subscription

If not all of the New Shares have been subscribed for in the Primary Subscription, the Company's Board of Directors shall decide on the allocation of the New Shares subscribed for in the Secondary Subscription as follows:

1. First, to those who have also subscribed for New Shares on the basis of Subscription Rights in the Primary Subscription. If such subscribers oversubscribe the Share Issue, the allocation to such subscribers shall be determined on a book-entry account basis in proportion to the number of Subscription Rights used to subscribe for New Shares and, if this is not possible, by lot.
2. Second, to those who have subscribed for New Shares solely without Subscription Rights in the Secondary Subscription. If such subscribers oversubscribe the Share Issue, the allocation to such subscribers shall be

determined on a book-entry account basis in proportion to the number of New Shares subscribed for by such investors and, if this is not possible, by lot.

3. Third, to Ahlstrom Capital B.V., Etola Group Oy and Oy Etra Invest Ab in accordance with the Underwriting.

Registration of New Shares and Interim Shares in book-entry accounts and trading in New Shares and Interim Shares
The New Shares subscribed for in the Share Issue will be issued as book-entry securities in the book-entry system maintained by Euroclear Finland.

New Shares subscribed for on the basis of Subscription Rights will be entered into investors' book-entry accounts as interim shares (the "**Interim Shares**") corresponding to the New Shares following the submission and payment of the subscriptions. The ISIN code of the Interim Shares is FI4000606058, and their trading code on Nasdaq Helsinki is SUY1VN0126. The Interim Shares are freely transferable, and trading in the Interim Shares on Nasdaq Helsinki is expected to commence approximately on 16 June 2026 (unless the Subscription Period is extended) as a separate share class, subject to Nasdaq Helsinki approving the Company's listing application. The Interim Shares will be merged with the Company's Existing Shares (ISIN code FI0009010862 and trading code SUY1V) once the New Shares have been registered in the Trade Register. The merger is expected to take place approximately on 3 July 2026 (unless the Subscription Period is extended), subject to Nasdaq Helsinki approving the Company's listing application.

New Shares subscribed for without Subscription Rights will be entered into the subscriber's book-entry account as Shares approximately on 6 July 2026 (unless the Subscription Period is extended). Trading in the New Shares on Nasdaq Helsinki is expected to commence approximately on 6 July 2026 (unless the Subscription Period is extended). In the event that New Shares are issued pursuant to the Underwriting, the dates may differ.

Shareholders Residing in Certain Restricted Jurisdictions
The grant of Subscription Rights to the Company's shareholders, the issue of New Shares to subscribers who have exercised Subscription Rights, and the subscription of New Shares in the Secondary Subscription may be affected by the securities legislation of the subscriber's country of residence if the subscriber resides in a country other than Finland. Consequently, subject to certain exceptions, shareholders whose registered address is in the United States, Australia, Canada, Hong Kong, Japan, New Zealand, Singapore or South Africa, or in any other jurisdiction where participation in the Share Issue would not be permitted, may not receive Subscription Rights or be entitled to subscribe for New Shares. Each such shareholder registered in the Company's shareholder register in Finland may, through the investment service provider with which its Existing Shares are held in custody, sell some or all of the Subscription Rights administered on its behalf, to the extent permitted by contractual arrangements and applicable laws, and receive the proceeds of sale (net of expenses) into its account.

Shareholder rights
The New Shares will carry entitlement to any dividends and other distributions of funds, as well as other shareholder rights in the Company, once the New Shares have been registered in the Trade Register and delivered to the investor's book-entry account maintained with Euroclear Finland. Thereafter, the New Shares will carry the same shareholder rights as the Existing Shares. Each New Share entitles the holder to one (1) vote at general meetings. The Shares, including the New Shares, are freely transferable.

Fees and expenses
Neither the Company nor the Joint Global Coordinators, in their capacity as Joint Global Coordinators, will charge any commission fees for the subscription of New Shares. Investment service providers may charge fees and expenses for measures relating to Subscription Rights in accordance with their own terms of service. Investment service providers may also charge fees for other custody and brokerage arrangements in accordance with their terms of service.

Information made available
The documents referred to in Chapter 5, Section 21 of the Finnish Companies Act are available on the Company's website at https://www.suominen.fi/egm/ and on the Joint Global Coordinators' websites at www.danskebank.fi/suominen-en and nordea.com/fi/suominen.

Lock-up period
The Company undertakes that, subject to certain customary conditions, it shall not, during the period ending 180 days after the completion of the Share Issue, issue, offer, pledge, sell, agree to any of the foregoing, or otherwise transfer or dispose of, directly or indirectly, any Shares or securities entitling the holder to Shares or that are convertible or exchangeable into Shares, or enter into any other arrangements that have a similar economic effect. The lock-up shall not apply to measures related to the implementation of the Share Issue or to remuneration programmes.

Applicable law and dispute resolution; other matters

The Share Issue is governed by the laws of Finland. Any disputes arising in connection with the Share Issue shall be settled by the court of competent jurisdiction in Finland. In the event of any discrepancies between the Finnish-language version of these terms and conditions and the English-language translation, the Finnish-language version shall prevail.

The Board of Directors of the Company shall decide on other technical matters related to the issuance of the New Shares and the Share Issue, as well as the practical measures arising therefrom. The Board of Directors of the Company may decide not to approve subscriptions and not to carry out the Share Issue.

By subscribing for New Shares in the Share Issue, each subscriber authorises its investment service provider to disclose necessary personal data, the number of its book-entry account and details relating to the subscription, to the parties involved in the execution of the subscription order or in the allocation and settlement of the New Shares.

Description of the securities

As at the date of this Exemption Document, the share capital of Suominen amounts to EUR 11,860,056 and the total number of issued Shares is 58,259,219. As at the date of this Exemption Document, the Company holds a total of 418,263 treasury shares. Suominen has one class of shares. Each Share carries equal voting rights and the Shares carry equal rights to dividends of the Company. There are no voting restrictions attached to the Shares. The Shares have no par value. The Shares have been issued in accordance with Finnish law and all Shares are fully paid up. The Shares are denominated in euro. The ISIN code of the Shares is FI0009010862. The Shares are listed on the Nasdaq Helsinki regulated market under the trading code SUY1V.

Dilution of ownership and shareholding following the Share Issue

The total number of issued and outstanding Shares as at the date of this Exemption Document is 57,840,956, and a maximum of 77,121,272 New Shares may be issued in connection with the Share Issue, assuming the Share Issue is fully subscribed. As a result, the total number of Shares may, as a consequence of the Share Issue, increase to a maximum of approximately 135,380,491 Shares, assuming that the maximum number of New Shares were to be subscribed for. This would result in a dilution of approximately 57.0 per cent in the aggregate shareholding of those shareholders not subscribing for New Shares.