SRV GROUP PLC

PROPOSED RESOLUTIONS FOR THE ANNUAL GENERAL MEETING ON 26 MARCH 2026

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

The Board of Directors proposes that no dividend is distributed for the financial period ended on 31 December 2025 based on the balance sheet to be adopted.

Adoption of the remuneration report for governing bodies

The Board of Directors proposes that the remuneration report for 2025 be adopted. The resolution is advisory in accordance with the Finnish Limited Liability Companies Act.

The remuneration report is available on SRV Group Plc's website at www.srv.fi/agm-2026.

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

The Shareholders' Nomination Board proposes that the remuneration of members of the Board of Directors would remain unchanged and that would be paid as follows:

- Chair of the Board, an annual fee of EUR 72,000,
- Vice Chair of the Board, an annual fee of EUR 48,000,
- Board member, an annual fee of EUR 36,000, and
- Chair of the Audit Committee, an annual fee of EUR 48,000, if he/she does not simultaneously act as Chair or Vice Chair of the Board of Directors.

In addition, the Nomination Board proposes EUR 700 meeting fee per member for each participated Board and Committee meetings (year 2025: EUR 700). Travel expenses relating to the Board of Directors work shall be reimbursed in accordance with the company's travel policy.

In addition, the Nomination Board proposes the annual remuneration of the Board to be paid as a combination of company shares and cash in such a manner that 40% of the annual remuneration is paid in the company's shares, which will be purchased from the market on behalf of the members of the Board of Directors at a price determined in public trading, and 60% is paid in cash. The company will pay for the transaction costs and capital transfer tax in connection with the purchase of the remuneration shares. The shares will be purchased within a period of two weeks beginning from the date following the publication of the quarterly result for the period 1 January - 31 March 2026. Meeting fees are proposed to be paid in cash.

Resolution on the number of members of the Board of Directors

The Nomination Board proposes that six members will be elected to the Board of Directors.

Election of the members and Chair of the Board of Directors

The Nomination Board proposes that present members Matti Ahokas, Heli Iisakka, Ari Lehtoranta, Anna Hyvönen and Tuomas Kokkila be re-elected as members of the Board of Directors and Pertti Vanhanen be elected as a new member of the Board of Directors. In addition, Nomination Board proposes that Ari Lehtoranta be elected as the Chair of the Board of Directors.

The nominees have given their consent to the position, and they are independent of the company and of the company's significant shareholders except for Tuomas Kokkila who is not independent of the company because he has been employed by SRV Group Plc until 31 July 2023 and not independent of significant shareholders because he is a Board member in Pontos Oy which exercises control in the company's significant shareholder AS Pontos Baltic.

Presentation of the proposed new member Pertti Vanhanen is available on SRV's website: www.srv.fi/agm-2026
The proposed current members of the Board of Directors are presented on SRV's website:
www.srv.fi/en/srv-as-a-company/investor/governance/board-directors/members-board-directors/introductions-board.

Resolution on the remuneration of the Auditor

Following the recommendation of the Audit Committee, the Board of Directors proposes that the Auditor be reimbursed as per an approved invoice.

Election of the Auditor

Following the recommendation of the Audit Committee, the Board of Directors proposes that PricewaterhouseCoopers Oy, a firm of authorized public accountants, be re-elected as the company's Auditor for a term continuing until the close of the Annual General Meeting 2027. PricewaterhouseCoopers Oy has notified the company that APA Jukka Torkkeli will be the responsible auditor.

Resolution on the remuneration of the Sustainability Reporting Assurer

Following the recommendation of the Audit Committee, the Board of Directors proposes that the Sustainability Reporting Assurer be reimbursed as per an approved invoice.

Election of the Sustainability Reporting Assurer

Following the recommendation of the Audit Committee, the Board of Directors proposes that PricewaterhouseCoopers Oy, a sustainability audit firm be re-elected as the company's Sustainability Reporting Assurer for a term continuing until the close of the Annual General Meeting 2027. PricewaterhouseCoopers Oy has notified the company that ASA Jukka Torkkeli will be the responsible sustainability reporting assurer.

Authorizing the Board of Directors to resolve on acquiring the company's own shares

The Board of Directors proposes that the Annual General Meeting authorizes the Board of Directors to resolve on the acquisition of the company's own shares using the company's unrestricted equity as follows:

The Board of Directors is authorized to acquire a maximum of 1,700,000 shares in the company so that the number of shares acquired on the basis of the authorization, when combined with the shares already owned by the company and its subsidiaries, does not at any given time exceed a total of 10 percent of all shares in the company.

Own shares may be acquired at the market price quoted on their trading venue at the time of the acquisition or otherwise at the market price. Own shares may be acquired otherwise than in proportion to the existing holdings of the shareholders. Shares may be acquired in one or several instalments.

The company's own shares may be acquired, inter alia, for use as payment in corporate acquisitions, when the company acquires assets relating to its business, as part of the company's incentive programmes or the management's incentive schemes or to be otherwise conveyed, held, or cancelled. The Board of Directors is authorized to resolve on all other terms and conditions of the acquisition of the shares.

The authorization is valid until 30 June 2027. It revokes the authorization granted to the Board of Directors at the Annual General Meeting on 27 March 2025 to resolve on the acquisition of the company's own shares.

Authorizing the Board of Directors to resolve on the issuance of shares and special rights entitling to shares

The Board of Directors proposes that the Annual General Meeting authorizes the Board of Directors to resolve on the issuance of shares and issuance of special rights entitling to shares as follows:

The Board of Directors may resolve on the issuance of new shares, or the reissuance of shares held by the company and/or granting of other special rights entitling to shares as referred to in Chapter 10, Section 1 of the Finnish Limited Liability Companies Act either for consideration or free of consideration in one or several instalments. The Board of Directors may also resolve on the issuance of new shares free of consideration to the company itself in one or more instalments.

Under the authorization, the number of shares to be issued or the number of reissued shares held by the company, shall not exceed 1,700,000 shares. Any shares issued on the basis of special rights entitling to shares are included in the aforementioned aggregate amount.

New shares may be issued, the company's own shares held by the company reissued and/or other special rights entitling to shares pursuant to Chapter 10, Section 1 of the Finnish Limited Liability Companies Act may be granted in deviation from the pre-emption rights of shareholders only if there exists a weighty financial reason for the company. A directed share issue may be free of consideration only if there exists, for the company and taking into account the interests of all its shareholders, a particularly weighty financial reason.

The authorization may be used, inter alia, when issuing new shares or conveying shares as consideration in corporate acquisitions, when the company acquires assets relating to its business, in order to strengthen the company's capital structure and for implementing incentive programmes.

The Board of Directors is authorized to resolve on all other terms and conditions of the issuance of shares and special rights entitling to shares.

The authorization is valid until 30 June 2027. It revokes the authorization granted to the Board of Directors at the Annual General Meeting on 27 March 2025 to resolve on share issues and granting of special rights.