

Annual General Meeting 2026 of QPR Software Plc (Business ID: 0832693–7)

Date: June 17, 2026, at 12:30 p.m. (EEST).

Place: QPR Software Plc's headquarters at Keilaranta 1, FI-02150 Espoo, Finland.

Present: Shareholders present or represented at the meeting appear from the list of votes ([Appendix 2](#)) adopted for the meeting.

In addition, the new proposed member of the Board of Directors Patrik Sallner, the Company's CEO Matti Erkheikki, CFO Taru Mäkinen, the Company's principal auditor Maria Onniselkä, Heikki Veijola, attorney-at-law Tarja Wist and technical personnel were present at the meeting.

1 Opening of the General Meeting

The Chairman of the Board of Directors Pertti Ervi opened the meeting, welcomed the shareholders and others present and gave the opening speech of the Chairman of the Board of Directors.

2 Matters of order for the General Meeting

Tarja Wist, attorney-at-law, was elected Chairman of the General Meeting, and she called Taru Mäkinen to act as secretary.

The Chairman explained certain procedures and matters of order related to the meeting. It was noted that the General Meeting approved the procedures and matters of order.

3 Election of a person to scrutinise the minutes and a person to supervise the counting of votes

Sanna Salo and Teemu Lehto were elected to scrutinise the minutes and to supervise the counting of the votes.

4 Recording the legality of the meeting

It was noted that the Company's Annual Report 2025, including the report of the Board of Directors, the financial statements and the auditor's report, and the Company's corporate governance statement as well as the remuneration report for the year 2025 had been available on the Company's website as of March 27, 2026, and separately published by way of a stock exchange release on the same date. The notice to the General Meeting, including all proposals made thereto, had been published by way of a stock exchange release as well as on the Company's website on May 21, 2026. The notice to the General Meeting was also available at the meeting.

It was noted that the General Meeting had been convened in accordance with the Finnish Companies Act and the provisions of the Articles of Association and was therefore legally convened and constituted a quorum.

The notice to the General Meeting was attached to the minutes ([Appendix 1](#)).

5 Recording the attendance at the meeting and adoption of the list of votes

A list of shareholders who were present or represented at the beginning of the General Meeting and who had the right to participate in the meeting in accordance with Chapter 5, Sections 6 and 6a of the Finnish Companies Act was presented. It was recorded that at the beginning of the meeting, a total of 16 shareholders were present or represented at the meeting, representing a total of 8,289,750 shares and votes.

The list of votes was adopted and attached to the minutes ([Appendix 2](#)). It was noted that the list of votes would be adjusted to correspond to the attendance at the beginning of a possible vote.

It was further noted that the new proposed member of the Board of Directors Patrik Sallner, the Company's CEO Matti Erkheikki and CFO Taru Mäkinen, the Company's principal auditor Maria Onniselkä, Heikki Veijola, attorney-at-law Tarja Wist and technical personnel were present at the meeting.

6 Presentation of the Financial Statements, the report of the Board of Directors and the Auditor's Report for the year 2025

The Company's CEO Matti Erkheikki presented a review of the Company's activities. Further, Mr. Erkheikki presented the financial statements for the financial year 2025. The Company's principal auditor Maria Onniselkä presented the auditor's report.

It was noted that the financial statements documents had been available on the Company's website as of March 27, 2026, in addition to which they were also available at the meeting venue.

Shareholders presented questions and CEO Matti Erkheikki answered the shareholders' questions.

The financial statements documents were attached to the minutes ([Appendix 3](#)).

7 Adoption of the Financial Statements

The General Meeting resolved to adopt the Company's financial statements for the financial year January 1 – December 31, 2025.

8 Resolution on the use of the profit shown on the balance sheet

It was noted that the Board of Directors had proposed to the General Meeting that no dividend be paid based on the balance sheet to be adopted for the financial year ended on December 31, 2025.

The General Meeting resolved that no dividend be paid for the financial year ended on December 31, 2025, in accordance with the proposal by the Board of Directors.

9 Resolution on the discharge of the members of the Board of Directors and the CEO from liability for the financial period January 1 – December 31, 2025

It was noted that the resolution on the discharge from liability for the financial year January 1 – December 31, 2025, would concern the following persons:

- Pertti Ervi, Chairman of the Board of Directors
- Maija Hovila, member of the Board of Directors (as of June 18, 2025)
- Antti Koskela, member of the Board of Directors
- Linda von Schantz, member of the Board of Directors (until June 18, 2025)
- Jukka Tapaninen, member of the Board of Directors; and
- Heikki Veijola, CEO.

The General Meeting resolved to discharge the persons who had served as members of the Board of Directors and as the CEO during the financial year January 1 – December 31, 2025, from liability.

10 Adoption of the Company's Remuneration Report

It was noted that the Board of Directors had proposed to the General Meeting that it adopt the Company's remuneration report through an advisory resolution.

The General Meeting resolved to adopt the Company's remuneration report that was published on company's website on March 27, 2026. The resolution was advisory.

The Company's remuneration report was attached to the minutes ([Appendix 4](#)).

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

It was noted that the Shareholders' Nomination Board of the Company had proposed to the General Meeting that the remuneration of the Board members be kept unchanged. According to the proposal, the Chairman of the Board of Directors would be paid EUR 45,000 per year and the other members of the Board of Directors EUR 25,000 per year. Approximately 40 percent of the above-mentioned remuneration would be paid in shares and 60 percent in cash. The shares would be transferred as soon as possible after the General Meeting election when permitted by insider trading regulations.

Furthermore, the Shareholders' Nomination Board had proposed that the members of the Board of Directors be reimbursed for travel and other expenses incurred while managing the Company's affairs.

The General Meeting resolved that the remuneration of the Board members be paid in accordance with the proposal of the Shareholders' Nomination Board of the Company.

12 Resolution on the number of members of the Board of Directors

In accordance with Article 4 of the Company's Articles of Association, the Board of Directors shall consist of three to six (3–6) ordinary members. The term of the members of the Board of Directors shall terminate at the end of the Annual Shareholders' Meeting following the election of the Board of Directors.

It was noted that the Shareholders' Nomination Board of the Company had proposed to the General Meeting that the number of Board members be confirmed as four (4).

The General Meeting resolved, in accordance with the proposal by the Shareholders' Nomination Board of the Company, that the number of Board members be confirmed as four (4).

13 Election of the members of the Board of Directors

It was noted that the Shareholders' Nomination Board of the Company had proposed to the General Meeting that Pertti Ervi, Maija Hovila and Antti Koskela be re-elected as members of the Board of Directors and that Patrik Sallner be elected as a new member of the Board of Directors. All of the nominees had given their consent to the nominations.

Furthermore, the Shareholders' Nomination Board had proposed that Pertti Ervi be re-elected as the Chairman of the Board of Directors.

The General Meeting resolved, in accordance with the proposal by the Shareholders' Nomination Board of the Company, to re-elect Pertti Ervi, Maija Hovila and Antti Koskela as members of the Board of Directors, to elect Patrik Sallner as a new member of the Board of Directors, and, further, to re-elect Pertti Ervi as the Chairman of the Board of Directors.

14 Resolution on the remuneration of the Auditor

It was noted that the Board of Directors had proposed to the General Meeting that the fee of the auditor be paid according to a reasonable invoice.

The General Meeting resolved that the remuneration of the auditor be paid in accordance with the proposal by the Board of Directors.

15 Election of the Auditor

It was noted that the Board of Directors had proposed to the General Meeting that Authorised Public Accountants Ernst & Young Oy be re-elected as the Company's auditor. Ernst & Young Oy had announced that Maria Onniselkä, Authorised Public Accountant, would act as the principal auditor.

The General Meeting resolved, in accordance with the proposal by the Board of Directors, to re-elect Authorised Public Accountants Ernst & Young Oy as the Company's auditor. It was noted that Maria Onniselkä, Authorised Public Accountant, would act as the principal auditor.

16 Authorisation of the Board of Directors to decide on share issues and on the issues of special rights entitling to shares

It was noted that the Board of Directors had proposed to the General Meeting that the General Meeting authorise the Board of Directors to decide on the issuance of new shares and the conveyance of own shares held by the Company (share issue) either in one or more tranches. Such share issues may be carried out against payment or without consideration on terms to be determined by the Board of Directors. This authorisation also includes the right to issue special rights, as defined in Chapter 10, Section 1 of the Finnish Companies Act, which entitle their holders to the Company's new shares or own shares held by the Company against payment.

Based on the authorisation, the maximum number of new shares that may be issued and own shares held by the Company that may be conveyed in share issues and/or on the basis of special rights is 1,985,057 shares. The proposed maximum number of shares corresponded to approximately 10.0 percent of the Company's registered number of shares at the time of the proposal. The authorisation encompasses the right to deviate from the shareholders' pre-emptive subscription right.

The authorisation may be utilised, for instance, to develop the Company's capital structure, to broaden the Company's shareholder base, as consideration in corporate acquisitions or when the Company acquires assets relating to its business and as part of the Company's personnel incentive schemes or for any other weighty financial reason for the Company. The authorisation also encompasses the right to decide on the price of the shares and the criterion based on which the price is determined, as well as on the distribution of shares against consideration in kind or set-off.

The authorisation also encompasses the right to decide on share issues without consideration to the Company itself so that the number of own shares held by the Company after the share issues does not exceed one-tenth (1/10) of all shares of the Company. Pursuant to Chapter 15, Section 11, Subsection 1 of the Finnish Companies Act, all own shares held by the Company and its subsidiaries shall be included in this amount.

The Board of Directors is authorised to decide on all other terms and conditions regarding the share issues and the issues of special rights entitling to shares. The authorisation shall be in force until the next Annual General Meeting.

The General Meeting resolved to authorise the Board of Directors to decide on share issues and on issues of special rights entitling to shares in accordance with the proposal by the Board of Directors.

17 Authorisation of the Board of Directors to decide on the acquisition of own shares

It was noted that the Board of Directors had proposed to the General Meeting that the General Meeting authorise the Board of Directors to decide on the acquisition of the Company's own shares. Based on the authorisation, an aggregate maximum number of 500,000 own shares may be acquired, either in one or more tranches. The proposed maximum number of shares corresponded to approximately 2.5 percent of the Company's registered number of shares at the time of the proposal. The authorisation encompasses the right to acquire own shares otherwise than in proportion to the existing shareholdings of the Company's

(Unofficial English translation of the Finnish original)

shareholders, utilising the Company's non-restricted equity, at the market price quoted at the time of purchase on the trading venues where the Company's shares have been admitted to trading.

The Company's own shares may be acquired for the purpose of developing the Company's capital structure, to be used as consideration in corporate acquisitions or when the Company acquires assets relating to its business and as part of the Company's personnel incentive schemes in a manner and to the extent decided by the Board of Directors, or to be conveyed for other purposes or to be cancelled.

The Board of Directors is authorised to decide on all other terms and conditions regarding the acquisition of the Company's own shares. The authorisation shall be in force until the next Annual General Meeting.

The General Meeting resolved to authorise the Board of Directors to decide on the acquisition of own shares in accordance with the proposal by the Board of Directors.

18 Closing of the Meeting

The Chairman noted that all items on the agenda had been considered, and that the minutes of the General Meeting would be available on the Company's website as from July 1, 2026, at the latest.

The Chairman announced the meeting closed at 1:33 p.m. (EEST).

Chairman of the General Meeting:

Tarja Wist

In fidem:

Taru Mäkinen

Minutes reviewed and confirmed by:

Sanna Salo

Teemu Lehto

Appendices

Appendix 1	Notice to the General Meeting
Appendix 2	List of votes
Appendix 3	Financial statements documentation
Appendix 4	The Company's remuneration report