

PROXY FORM

Annual General Meeting of Ponsse Plc 9 April 2024

With this form I/we hereby authorize the below mentioned proxy representative to represent me/us and to use my/our shareholder rights in the Annual General Meeting of Ponsse Plc on 9 April 2024.

Proxy representative

Name of Proxy: _____

Personal Identification Number of the Proxy: _____

*In this case the proxy representative (authorized by the shareholder) returns this completed and signed proxy form and voting instructions either by email tanja.karppinen@ponsse.com or by regular mail to Ponsse Plc, Share Register, Ponssentie 22, 74200 Vieremä. **The delivery of proxy form and voting instructions must be received latest by 2 April 2024 by 4:00 p.m. (EEST).***

Please complete:

Shareholder (authorizing party) information:

Name of the Shareholder*	
Date of Birth/Personal identification number* / Business ID* / Euroclear artificial ID *	
Address*	
Postal code and town/city*	
Country*	
Phone number	
E-mail	
Finnish book-entry account number*	

* Mandatory information.

In connection with this proxy form and the voting instructions, the proxy representative of a shareholder who is a legal person, must provide a reliable proof of the person signing the proxy form to have the right to represent the entity at the General Meeting (for example, a trade register extract or a decision of the board of directors).

I/we hereby give my/our consent that Euroclear Finland Ltd may verify my/our book-entry account number from the book-entry system to register the potential advance votes of the shareholder provided by the proxy representative. I/we accept everything that the proxy representative legally does or does not do based on this proxy form. I/we accept that the information included in this proxy form is transferred to Ponsse Plc and Euroclear Finland Ltd, or between them, to be used in connection with the Annual General Meeting of Ponsse Plc on 9 April 2024 and the necessary registrations related thereto.

Date:

Signature of the Authorizing Party:

Name in capital letters:

****Note! Voting instructions on the next page****

APPENDIX: Voting instructions for the Annual General Meeting of Ponsse Plc 9 April 2024

Name of shareholder (in capital letters):

To direct your proxy representative to vote with respect to the proposed resolutions, please indicate the way your proxy representative is to vote by checking (X) the appropriate box below.

If you do not check any boxes below, your proxy representative will vote FOR the decision proposals contained in the notice to the Annual General Meeting. Unless otherwise stated, a shareholder is assumed to vote in the same way for all the shares she/he/it owns.

Agenda items 7 to 19 cover proposals of the Board of Directors or certain shareholders' of Ponsse Plc to the Annual General Meeting in accordance with the notice of the meeting. "Abstain from voting" means giving an empty vote and shares are considered to be represented in the meeting, which is meaningful in resolutions requiring qualified majority (e.g. agenda items 18 and 19). In qualified majority items all shares represented at the Meeting are considered and abstentions thus have the same effect as votes Against/No. Therefore, abstaining from voting affects the voting result. Shareholders should be aware of this, especially if giving a vote against is not their intention.

	Matter to be resolved	For (Yes)	Against (No)	Abstain from voting (Empty)
7	Adoption of the financial statements and the consolidated financial statements	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8	Resolution on the use of the profit shown on the balance sheet and distribution of dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9	Payment of profit commission to personnel	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10	Resolution on the discharge of the members of the Board of Directors and the CEO from liability for the financial year 1.1. – 31.12.2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11	Handling of the remuneration report for governing bodies	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12	Handling of the remuneration policy for governing bodies	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13	Resolution on the remuneration of the Members of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14	Resolution on the number of the members of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15	Election of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16	Resolution on the remuneration of the auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
17	Election of the auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
18	Authorization to the Board of Directors to decide on the repurchase of the company's own shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
19	Authorization to the Board of Directors to decide on the share issue and the issuance of option	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

rights and other special rights
entitling to shares