

CORPORATE GOVERNANCE
STATEMENT

2021



tvo



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General

TEOLLISUUDEN VOIMA OYJ (TVO) is a public limited liability company owned by Finnish industrial and energy companies (Pohjolan Voima Oyj, EPV Energia Oy, Fortum Power and Heat Oy, Kemira Oyj, and Oy Mankala Ab). In accordance with the Company's Articles of Association, TVO engages in the construction and acquisition of power plants and power transmission equipment and in the generation, transmission, and delivery of electricity primarily to the shareholders under the terms and conditions laid down in the Articles of Association.

Under its Articles of Association, TVO supplies electricity to its shareholders at cost (so-called Mankala principle), which means that it delivers the electricity it has produced or procured to its shareholders in proportion to their shareholdings in each TVO series. Each of the shareholders of each series bears their share of the variable and fixed annual costs as specified in detail in the Articles of Association. The shareholders have concluded a mutual Shareholders' Agreement, which contains more detailed regulations on corporate governance.

In accordance with TVO's Articles of Association, each shareholder's share of the liability for the annual costs will always be limited to the amount corresponding to the proportion of its shareholding to all shares belonging to the same series, and a failure of another shareholder will not increase the shareholder's liability based on shareholding. Only the Company has the sole right to call upon the responsibility of the shareholders defined in the Articles of Association. The shareholders are not liable for costs other than the costs of the Company mentioned above, unless otherwise agreed.

The cost-price principle is described in detail in the Articles of Association and in the Notes to the consolidated financial statements.

Because TVO is a non-listed public company applying the cost-price principle, it observes the Corporate Governance Code for listed companies¹ where applicable. TVO is not obligated to observe the Corporate Governance Code nor therefore its Comply or Explain principle. According to Section 7 of Chapter 7 of the Securities Markets Act (746/2012), the issuer of a security subject to public trading must provide a corporate governance statement in its annual report or in a separate report.

¹ The TVO Corporate Governance Statement 2021 complies, where applicable, with the Finnish Corporate Governance Code which came into effect on 1 January 2020. The Code was prepared in accordance with the so-called Comply or Explain principle meaning that a listed company shall comply with all recommendations of the Code. However, a listed company may depart from individual recommendations provided that the departures are reported and explained. The Finnish Corporate Governance Code 2020 is available at

www.cgfinland.fi

Annual General Meeting

THE Annual General Meeting is the highest decision-making body in the Company. It decides on matters falling within its sphere of competence under the Finnish Limited Liability Companies Act and Articles of Association, such as the adoption of the Financial Statements, the use of the profit shown on the adopted Balance Sheet, and discharging the Board of Directors and the President and CEO from liability. The Annual General Meeting also elects the members of the Board and the auditor, and decides on the remuneration of the members of the Board as defined in the Articles of Association.

The Annual General Meeting is held at the latest in May. The shareholders are invited to the Annual General Meeting no earlier than four weeks and no later than ten days before the meeting.

Apart from the shareholders' representatives, the Annual General Meeting of TVO is attended by the President and CEO, the Chairman of the Board of Directors, and the members of the Board, and, if necessary, the Auditor. As a rule, anyone running for membership of the Board of Directors for the first time is required to attend the Shareholders' Meeting deciding on their election, unless their presence is prevented for a weighty reason.

Annual General Meeting 2021

TVO's Annual General Meeting held on 31 March 2021 approved the Financial Statements for 2020, confirmed the income statement and balance sheet, and discharged the members of the Board of Directors and the President and CEO from liability.

Hannu Jokinen and **Petra Lundström** were elected as new Board members to replace **Risto Andsten** and **Markus Rauramo**. The other Board members were re-elected. At its organisation meeting, the Board of Directors elected **Ilkka Tykkyläinen** as the Chairperson of the Board and **Tiina Tuomela** as the Vice Chairperson of the Board. The Board of Directors also elected the members and chairpersons of the Board Committees from among its members.

Extraordinary General Meeting and the Shareholders' Unanimous Decision

In the Extraordinary General Meeting of TVO held on 28 May 2021, a decision was made to accept the agreements regarding the amendments to the OL3 project 2018 Global Settlement Agreement with the plant supplier consortium companies Areva NP, Areva GmbH, and Siemens AG, as well as the Areva Group parent company Areva SA.

On 17 December 2021, TVO's shareholders decided unanimously and without organising a shareholder meeting to grant **Markus Mannström** resignation from the Board of Directors and to elect **Seppo Parvi** to the Board in his place.

Board of Directors

UNDER THE ARTICLES OF ASSOCIATION, TVO's Board of Directors consists of a minimum of 7 and a maximum of 10 members. The term of office of a Board member starts from the close of the Annual General Meeting at which they are elected and ends at the close of the Annual General Meeting at which the new election takes place. According to the Articles of Association, a shareholder who owns a minimum of 20 percent and a maximum of 50 percent of all the Company's shares has the right to appoint three members to the Board of Directors. The Board of Directors elects the Chairperson and the Vice Chairperson from among its members. The Board convenes when summoned by the Chairperson or, where the Chairperson is prevented from doing so, by the Vice Chairperson. More than half of the members of the Board present at a meeting constitute a quorum.

The Board's responsibilities and authority cover all matters related to the Company's administration that, according to law or the Articles of Association, are not handled by the Annual General Meeting.

The Board of Directors is responsible for the administration and proper organisation of the operations of the Company and for the appropriate arrangement of the control of the Company's accounts and financials, and, among other things:

- appoints the President and CEO
- appoints other executive management for the Company
- ensures conditions for the functioning of the management system
- ensures conditions for systems and methods essential for nuclear safety and safety culture
- approves the Company's strategic goals and operational guidelines
- confirms the annual action plan and the budget, and supervises their implementation
- approves the principles applied to risk management and insurance
- compiles the Report of the Board of Directors and approves the annual Financial Statements
- adopts the interim report
- decides on major matters related to financing and collateral
- approves major investments
- summons the Annual General Meeting
- decides on informing the shareholders
- decides on the principles of the remuneration and commitment system
- approves the charters of the Board Committees and the regulations for the committees assisting the executive management
- deals with other matters submitted to the agenda by the Chairperson or Vice Chairperson or member of the Board or the President and CEO
- compiles an annual assessment of its own performance.

The Board of Directors monitors and evaluates the financial reporting system in respect of reporting and auditing, the efficiency of internal control and audit and the risk management system, and the independence of the Auditor and in particular the Auditor's offering of other than audit services. In addition, the Board monitors the Company's auditing process and prepares the Company's Auditor selection.

The Board of Directors promotes the interests of the Company and all its shareholders. The members of the Board do not represent in the Company the parties who proposed them as members or any other parties.

Board of Directors in 2021

IN 2021, the following persons were elected to the Board of Directors:

Hannu Jokinen born 1967
(Board member from 31 March 2021)

Esa Kaikkonen born 1969

Tapio Korpeinen born 1963

Petra Lundström born 1966
(Board member from 31 March 2021)

Markus Mannström born 1963
(Board member until 17 December 2021)

Seppo Parvi born 1964
(Board member from 17 December 2021)

Anders Renvall born 1973

Tiina Tuomela born 1966

Ilkka Tykkyläinen born 1966

Rami Vuola born 1968

Juha-Pekka Weckström born 1970



Risto Andsten and **Markus Rauramo** acted as members of the Board of Directors until 31 March 2021, and **Markus Mannström** until 17 December 2021.

At its organisation meeting on 31 March 2021, the Board of Directors elected **Ilkka Tykkyläinen** as the Chairperson of the Board and **Tiina Tuomela** as the Vice Chairperson of the Board. The Board of Directors also elected the members and chairpersons of the Board Committees from among its members.

The Board of Directors convened 18 times in 2021. The average attendance rate at the meetings was 98.9.

The members of the Board do not own Company shares.

The members are paid monthly remuneration and a fee for each meeting they attend.

Board Committees

TO ENSURE that the issues within the responsibility of the Board of Directors are handled as efficiently as possible, the Company has set up the Audit and Finance Committee, OL3 Committee, Nuclear Safety Committee, and Nomination and Remuneration Committee, each assisting and reporting to the Board of Directors and consisting of at least three members of the Board. The Board of Directors chooses the members of the Committees from among its members, appoints their respective Chairpersons, and approves their charters.

In addition to the duties laid down in their respective charters, each committee also deals with other matters which are related to their respective fields and passed on to them by the Board of Directors, or brought up by committee members, the President and CEO, or other executive management.

The Board Committee members are paid a fee for each meeting they attend.

Audit and Finance Committee

In accordance with the Limited Liability Companies Act and its charter that entered into force on 1 January 2020, the Audit and Finance Committee:

- deals with internal accounting for the series of shares, annual budget and electricity charges, and issues related to the long-term budget and the balance sheet;
- deals with the interim reports and the annual Financial Statements;
- deals with the audit report, the corporate governance statement, and the review of non-financial information;
- monitors and assesses the financial reporting system;

- monitors and assesses the efficiency of internal control and auditing and the risk management system;
- monitors and assesses the compliance of agreements and other legal actions between the Company and its related parties with the requirements of normal operation and market conditions;
- monitors and assesses the independence of the Auditor and in particular the Auditor's offering of other than audit services;
- monitors the Company's auditing process and assesses its quality;
- prepares the selection of the Company's auditor;
- approves the guidelines for the TVO Group's internal auditing; and
- approves the plans for internal auditing and deals with situational reviews.

The Committee prepares the tasks connected with the Company's financing as follows:

- deals with the planning and implementation of the Company's funding and risk management related to financing;
- deals with matters related to financing, particularly the Company's Financial Strategy and Policy, action plans related to financing, financing agreements, and authorisation for their implementation.

In addition, the Committee also deals with other matters which are related to its field and passed on to it by the Board of Directors or brought up by Committee members, the President and CEO, or other executive management.

The Chairperson of the Audit and Finance Committee was **Markus Rauramo** until 31 March 2021. From 31 March 2021, **Rami Vuola** served as the Chairperson. **Esa Kaikkonen** was a member of the Committee for the whole year and **Hannu Jokinen** from 31 March 2021.



The Audit and Finance Committee convened 14 times in 2021. The average attendance rate at the meetings was 100.

OL3 Committee

In accordance with its charter that entered into force on 1 January 2020, the OL3 Committee manages and supervises the execution of the OL3 project, prepares and submits significant issues related to the OL3 project for decision and, in particular, monitors, manages and supervises:

- the fulfilment of the OL3 Plant Delivery Agreement and the related Global Settlement Agreement (GSA);
- the progress of OL3 construction, main component manufacturing, installation and commissioning activities, the contractual handover of the plant unit, the commencement of commercial operation and the fulfilment of warranty commitments;
- the Company's own business capacity for the operation of three plant units and the start of OL3 production;
- procurement proposals for the OL3 plant unit that are not included in the scope of delivery under the Plant Delivery Agreement;
- the total-cost forecast of the OL3 project; and
- the progress of claims and dispute resolution procedures and possible settlement negotiations and amendments to the Plant Delivery Contract and/or GSA.

In addition, the Committee also deals with other matters which are related to its field and passed on to it by the Board of Directors or brought up by Committee members, the President and CEO, or other executive management.

The Chairperson of the OL3 Committee in 2021 was **Tapio Korpeinen** and the other members were **Markus Mannström** (until 17 December 2021), **Seppo Parvi** (from 17 December 2021), **Tiina Tuomela**, **Ilkka Tykkyläinen** and **Juha-Pekka Weckström**. The OL3 Committee convened 13 times in 2021. The attendance rate at the meetings was 100.

Nuclear Safety Committee

In accordance with its charter that entered into force on 1 January 2020, the Nuclear Safety Committee:

- monitors key issues related to nuclear safety and corporate safety culture;
- deals with the technical implementation of nuclear waste management;
- deals with the costs of nuclear waste management;
- deals with significant matters requiring decisions by Posiva Oy's Board of Directors and, where necessary, advises the Company's representatives in Posiva Oy's Board of Directors.

In addition, the Committee also deals with other matters which are related to its field and passed on to it by the Board of Directors or brought up by Committee members, the President and CEO, or other executive management.

The Chairperson of the Nuclear Safety Committee in 2021 was **Markus Mannström** (until 17 December 2021). The other members were **Seppo Parvi** (from 17 December 2021), **Anders Renvall**, **Risto Andsten** (until 31 March 2021) and **Petra Lundström** (from 31 March 2021). The Nuclear Safety Committee convened 5 times in 2021. The attendance rate at the meetings was 100.

Nomination and Remuneration Committee

In accordance with its charter that entered into force on 1 January 2020, the Nomination and Remuneration Committee:

- prepares the proposal to be submitted to the Annual General Meeting regarding the composition of the Board of Directors (number of members and persons proposed);
- deals with proposals to be submitted to the Annual General Meeting regarding the remuneration of members of the Board of Directors;
- deals with matters related to the appointment of the President and CEO and the rest of the Management Group;
- prepares succession plans for the President and CEO and other members of the Management Group;

- in line with the Board's policies, assesses and decides on the remuneration of the President and CEO and other members of the Management Group;
- in line with the Board's policies, assesses and decides on the Company's commitment and remuneration systems; and
- plans the remuneration of other personnel and the development of the organisation.

In addition, the Committee also deals with other matters which are related to its field and passed on to it by the Board of Directors or brought up by Committee members, the President and CEO, or other executive management.

The Chairperson of the Nomination and Remuneration Committee in 2021 was **Ilkka Tykkyläinen**. Other Committee members were **Tapio Korpeinen** and **Tiina Tuomela**. The Nomination and Remuneration Committee convened 5 times during the year 2021. The attendance rate at the meetings was 100.

Committees and steering groups assisting executive management

The Board of Directors may set up committees or steering groups to assist the executive management and to deal with, without any authority or liability under the Limited Liability Companies Act, special issues related to their fields. Such committees or steering groups consist of members and experts appointed by the Board of Directors.

The Board of Directors lays down regulations for the committees and steering groups.

The Board of Directors has set up the following committees and steering group to assist the executive management: Operation Committee, Legal Affairs Committee, Financing Committee, Finance Committee, and OL3 Steering Group which was terminated on 31 March 2021.

President and CEO

THE PRESIDENT AND CEO deals with the Company's day-to-day management in accordance with the Limited Liability Companies Act and the instructions and orders issued by the Board of Directors, and is in charge of ensuring that the Company's accounting practices comply with the law, and that the financial administration and management is reliably organised. The President and CEO provides to the Board and its members all the information necessary for the Board to perform its duties.

The President and CEO of the Company is **Jarmo Tanhua**, born 1965.

The President and CEO does not own any shares in the Company.

The President and CEO deals with the Company's day-to-day management in accordance with the Finnish Companies Act.



Management Group

THE MANAGEMENT GROUP assists the President and CEO in the management of the Company's operations. The minutes of the Group's meetings form the President and CEO's list of decisions. The members of the Management Group, who all report to the President and CEO, are appointed by the Board of Directors.

The Management Group consists of:

Jarmo Tanhua, President and CEO, Chairperson
Pekka Frantti, Senior Vice President, OL3 Commercial Completion, Corporate Supply Management and Development of Legal Affairs
Jaana Isotalo, Senior Vice President, HR, Training, Communications and Corporate Relations
Sami Jakonen, Senior Vice President, Engineering
Mikko Kosonen, Senior Vice President, Safety and Security Services
Ulla-Maija Moisio, Senior Vice President, Legal Affairs
Marjo Mustonen, Senior Vice President, Electricity Production
Lauri Piekkari, Senior Vice President, Treasury and Risk Management
Jouni Silvennoinen, Senior Vice President, OL3 Project
Anja Ussa, Senior Vice President, Finance, IT, Business Development and Assistant Services, Secretary of the Management Group

and personnel representative and their deputy in accordance with the Act on Personnel Representation in the Administration of Undertakings:

Timo Vaahtera, I&C Engineer, Personnel Representative
Petri Murto, Automation Mechanic, 1st Deputy Personnel Representative

Jarmo Jokiranta, Maintenance Technician, 2nd Deputy Personnel Representative, until 14 June 2021

Esa Lahtinen, Maintenance Engineer, 2nd Deputy Personnel Representative, from 15 June 2021

In addition, **Janne Mokka**, President and CEO of Posiva Oy, participates in the work of the Management Group.

For specific issues, the President and CEO can, if necessary, invite other persons to attend the meetings of the Management Group.

The Management Group deals with essential matters related to the Company's operations for which the decision of the President and CEO is required. The Management Group also deals with matters related to the Senior Vice Presidents' areas of responsibility to the necessary extent to ensure communication of information between the President and CEO and the Senior Vice Presidents and among the Senior Vice Presidents.

Matters dealt with include, e.g.,

- Group strategy, goals and strategic projects
- operating model and management system of TVO / Posiva
- customer accounts / customer relations
- significant operational (investment) decisions
- key issues for stakeholders and the Company's public image
- human resource planning and allocation at Group level
- business strategies and plans.

Auditor

IN ACCORDANCE with the Articles of Association, the Company has one Auditor, who has to be an audit firm chartered by the Central Chamber of Commerce. The Auditor's term of office ends at the close of the Annual General Meeting following their election.

In accordance with the Finnish Auditing Act, the Auditor is responsible for auditing the Company's accounting records for the financial year, the annual Financial Statements, and Company administration. The Auditor for the parent company must also audit the consolidated financial statements and other relationships between the Group companies. The Board of Directors and the President and CEO are given a summary report of the audit of the consolidated accounts.

In 2021, PricewaterhouseCoopers Oy, an audit firm chartered by the Central Chamber of Commerce, was elected as the Company's Auditor, with Niina Vilske acting as the principal auditor.

Remuneration to the Auditor for services other than audit services amounted during financial year 2021 to EUR 98 thousand.

Remuneration

THE NOMINATION and Remuneration Committee under the Board of Directors approves the Company's commitment and remuneration systems. All permanent and long-term temporary employees are included in the employee bonus system, which is defined and determined annually. The Company has a Teollisuuden Voima Oyj Personnel Fund "hr", in which personnel may deposit their bonuses. Since the Company is not a listed company, no separate remuneration policy or report is prepared for the Company.

Related party activities

TVO MAINTAINS a list of related parties determined as defined in the Limited Liability Companies Act. The approval and reporting of transactions with related parties is carried out in accordance with the Company's Related Party Guidelines.

Insider administration

IN ACCORDANCE with the Market Abuse Regulation ((EU) No 596/2014) (MAR), TVO, as an issuer of bonds, maintains in addition to a permanent insider list also project specific insider lists on persons who work for the Company on the basis of an employment contract or other contract and, either regularly or irregularly, receive inside information directly or indirectly related to the issuer. Rules for the processing of inside information have been prepared, and the Senior Vice President, Legal Affairs, is responsible for maintaining and updating them. The creating, updating, and keeping of insider lists is the responsibility of the Company's Legal Affairs department. A person, and a deputy for them, has been appointed specifically as responsible for the administration of the insider list.

Disclosure policy for investors

THE COMPANY has adopted a Disclosure Policy for Investors. TVO has a duty to disclose information on a regular and continuous basis. The Company's communication objective is to provide, without undue delay, correct and relevant information to the investors and other market players on TVO's operations, operating environment, strategy, goals, and financial situation.

Stock exchange releases issued by TVO are approved by the Company's President and CEO, the Chairperson of the Board, or persons authorised by them.

Internal control and risk management

THE BOARD OF DIRECTORS and the executive management of TVO are responsible for organising the Company's internal control and for ensuring that it is adequate. The purpose of internal control is to ensure that TVO's operations are carried out on an efficient and cost-effective basis, that the information supplied is reliable, and that all relevant regulations and operating principles are followed. Company documents, like the Articles of Association, the Shareholders' Agreement, operating agreements, the Organisation Manual, TVO's Integrated Management System, the Administrative Rules for the Olkiluoto NPP, as well as the adopted policies and operational guidelines provide the basis for TVO's corporate governance and internal control.

The goal of internal control is to ensure with adequate certainty that:

1. Operations are effective and in line with the Company strategy.
2. Goals and objectives are achieved.
3. Financial and operational control and reporting is reliable and correct.
4. The Company's operations conform to the law.

TVO's internal control consists of the following subareas:

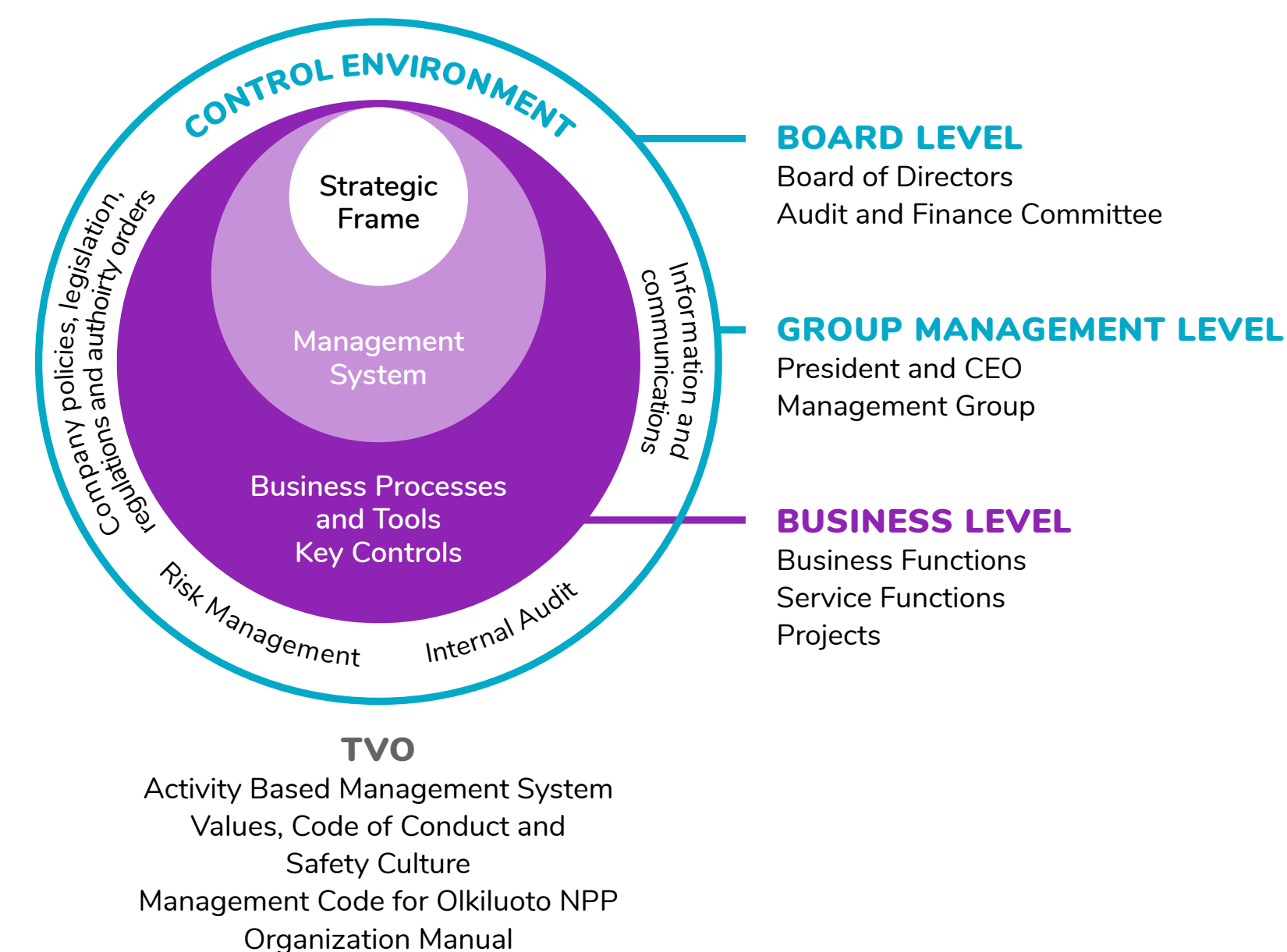
- financial control and management reporting
- risk management
- internal audit
- Integrated Management System audit.

The purpose of control activities is to ensure that laws, internal policies, and the Code of Conduct and values are complied with at all levels of the organisation. Appropriate control measures are defined for key business operations and reporting processes.

The efficiency of internal control is monitored through various assessments, such as internal audits and quality, environment, and health and safety audits targeted at the Integrated Management System.

The updated Codes of Conduct, approved by the Boards of Directors of the TVO Group companies and published in April 2021, lay down the TVO Group's principles of responsibility in business operations as well as in interactions within the Group and the surrounding society. The Codes of Conduct are targeted separately to the TVO Group's personnel as well as partners and suppliers.

TVO's internal control environment



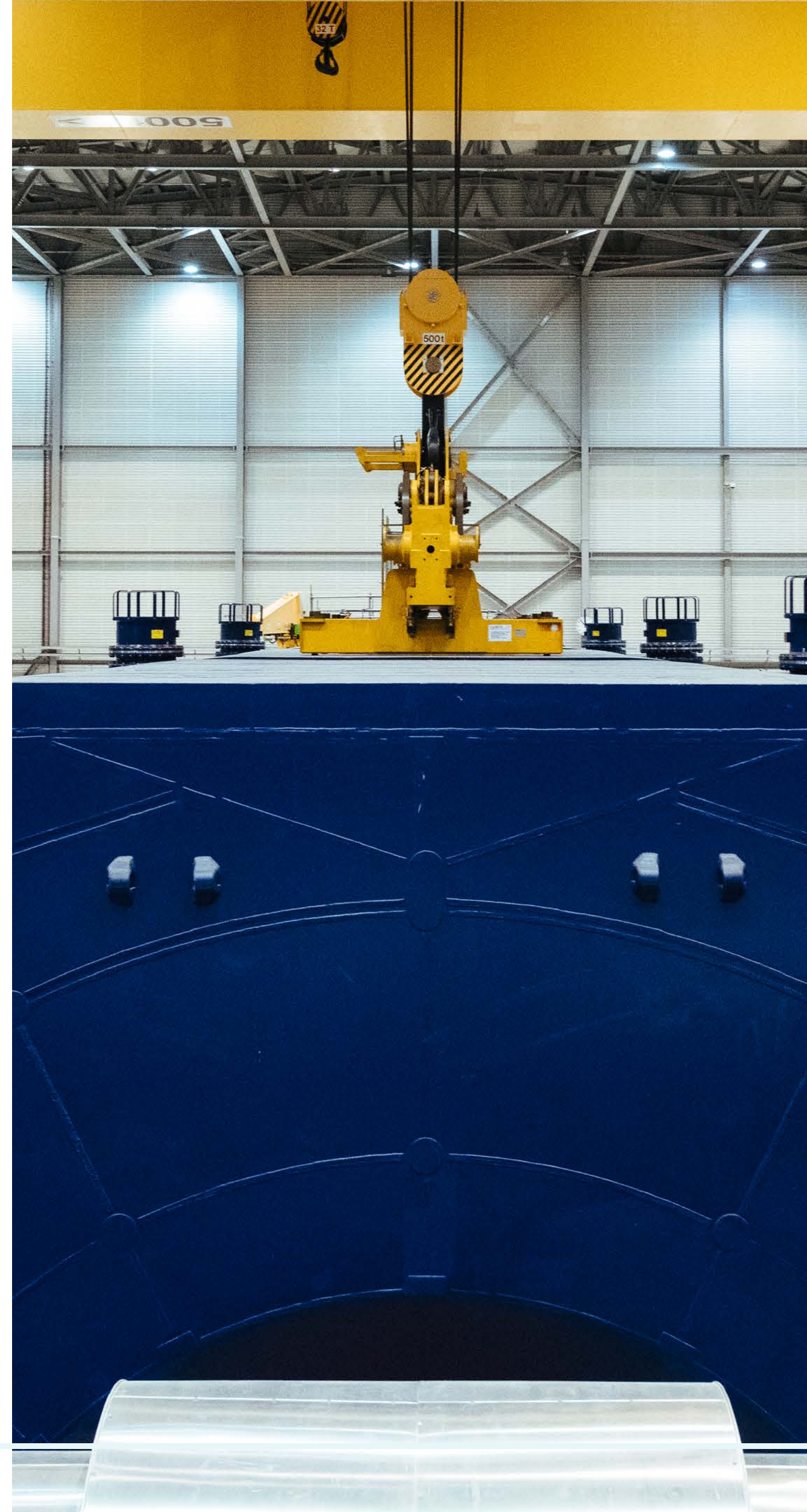
The appropriateness and efficiency of internal control are assessed by the Audit and Finance Committee under the Board of Directors.

Financial control and reporting

The aim of internal control connected with the financial reporting process is to ensure that the management has reliable, up-to-date information to support decision-making and that the financial statements and interim reports are prepared in accordance with the law. Operative and financial reporting supported by IT systems enables efficient management and control of the Company's business operations.

Reliable financial reporting must be based on appropriate control of financial administration and accounting processes. The supervision of the financial reporting process is within the responsibility of the Audit and Finance Committee. TVO's Competence Centre for Finance is in charge of the financial reporting processes of the Group and its subsidiary, and the joint venture company and its subsidiary. The processes of financial reporting have been described and their control activities defined. The development of the processes and control activities is a continuous effort.

In the TVO Group's consolidated financial statements, the International Financial Reporting Standards (IFRS) are followed. In the parent company's separate financial statements, the Finnish Accounting Standards (FAS) are followed. The purpose of the parent company's internal accounting is to produce financial information for the shareholders by segment and by share series. The accounting system by segment and share series is based on the Finnish accounting practice, and the related accounting principles have been approved by the Board of Directors of the Company. The Company's financing policy is also approved by the Board of Directors.



The main principles and instructions on financial reporting have been laid down in the Company's Administration Manual and Accounting Manual, and provide the basis for financial reporting within the Group. TVO's Competence Centre for Finance is responsible for the validity and consistency of external and internal financial reporting and for compliance with the accounting principles by segment and share series as approved by the Board of Directors. The Competence Centre for Finance is responsible for developing the reporting process, maintaining related instructions, and determining the control activities and measures related to financial reporting processes. The control measures each have a responsible person and they are part of monthly, quarterly, and annual reporting. Control measures include reconciliations, analytical reviews, and approval procedures which are used to ensure the validity of financial reporting. General IT control complements the control of financial reporting in respect of access rights and backup copies.

Public financial reporting comprises interim reports and annual financial statements. The public financial reporting is prepared applying the same methods as with the monthly internal reporting.

The aim of TVO's strategic planning is to ensure that the Company's operations support the implementation of the Company's vision, strategy, and long-term planning and goals, and that budgeting is consistent with the strategic plans. The Competence Centre for Finance provides guidelines for the budgeting process, and a consistent system is in place for budgeting, forecasting, and follow-up.

The status of the annual goals is monitored through monthly reporting to the management and Board of Directors. The Competence Centre for Finance must inform the management of any deviations in the results from the plans and analyse the reasons for such deviations as well as prepare financial results forecasts.



The indicators related to the management and control of the operations, the indicators of the main processes, and the realisation of the Company's objectives are monitored in accordance with approved schedules.

Risk management

Risk management at TVO conforms to comprehensive risk management principles and the ISO 31000 standard. The Company's risk management forms an important part of the Company's supervision and control system. The aim of risk management is to ensure that the most important business risks are identified and continuously assessed and monitored.

The Company reports as part of its Annual Report and Interim Reports the most significant risks and uncertainties of the Company to its shareholders and other stakeholders. The overall risk management process is described in more detail in the Report of the Board of Directors. In addition, the interim report and the financial statements describe the major business-related short-term risks and uncertainties.

The identification of risks related to the financial reporting process is part of the risk management process.

Internal Auditing

TVO's Internal Auditing assesses the efficiency and expediency of policies and procedures in use and reviews the functioning of internal control. Internal Auditing also aims to promote the development of TVO's corporate governance and risk management in different functions of the Company. The principles guiding internal auditing are set out in the internal auditing procedure approved by the Audit and Finance Committee. Internal Auditing reports to the Audit and Finance

Committee and supports the management in the development of good corporate governance, risk management, and internal control systems, as well as in the assessment of their efficacy and adequacy.

Annual internal audits are based on audit plans approved by the Audit and Finance Committee. The annual internal audit plan content is coordinated with the audits conducted by the Auditor and the internal audits of the Quality and Environment function. A summary of the internal audit is regularly reviewed by the Audit and Finance Committee and reported annually to the Board of Directors.

Internal Auditing presents a report on each audit to the President and CEO immediately after the audit has been conducted. An annual summary lists the targets, dates, and contents of the audits, any observations made and irregularities detected, and suggestions for further measures.

The observations and irregularities are reported to the management for appointment of a person responsible for each observation or irregularity. The management is responsible for making sure that the required corrective measures are taken.

Integrated Management System audit

Internal audits consist of assessments of compliance with operational procedures with regard to records, indicators, and the continuity and efficiency of operations.

Any irregularities detected in internal audits are reported and dealt with individually on a continuous basis and all together twice a year in management reviews.

Appendices



Teollisuuden Voima Oyj Board of Directors 2021

Jokinen
Hannu

Year of birth 1967
M.Sc. (Econ.)



Kaikkonen
Esa Antero

Year of birth 1969
LL.M, trained on
the bench



Korpeinen
Tapio Juhani

Year of birth 1963
M.Sc. (Tech.), MBA



Lundström
Petra

Year of birth 1966
M.Sc. (Tech.)



Main occupation

Vice President, Finance, Generation Division, Fortum Power and Heat Oy

Primary work experience

In current position since 2016
Finance management positions in Fortum Power and Heat Oy and Imatran Voima Oy

Board member since

2021

Key positions of trust

Member of the Board of OKG AB

Main occupation

CEO of Metsä Tissue Oyj

Primary work experience

In current position since 2018
Metsä Wood's Executive Vice President 2013–2018; Metsä Group's Executive Vice President, Strategy 2017–2018; Metsä Group's Executive Vice President, Legal Affairs 2003–2013

Board member since

2017

Key positions of trust

Member of the Board of Metsä Fibre Oy
Member of the Board of Metsä Spring Oy
Member of the Board of Pohjolan Voima Oyj
Member of the Board of Finnish Forest Industries Federation
Member of the Board of National Defence Course Association

Main occupation

Chief Financial Officer, UPM-Kymmene Corporation and Executive Vice President, UPM Energy

Primary work experience

In current position since 2013
Chief Financial Officer of UPM-Kymmene Oyj since 2010; President, Energy and Pulp Business Group, UPM-Kymmene Corporation since 2008; Strategy and Mergers and Acquisitions tasks in UPM-Kymmene Oyj since 2005; Management consulting in Jaakko Pöyry Oy

Board member since

2008

Key positions of trust

Chairperson of the Board of Pohjolan Voima Oyj
Vice Chairperson of the Board of Kemijoki Oy
Member of the Supervisory Board of Varma Mutual Pension Insurance Company

Main occupation

Vice President, Co-owned Assets and Nuclear Services, and Engineering & Projects, Generation Division, Fortum Power and Heat Oy

Primary work experience

Several expert, manager, and Vice President positions in Fortum, both in nuclear business area and in Corporate;
Member of Generation Division management team with responsibility for Nuclear Services business since 2016, expanded area of responsibility in spring 2021 (Co-owned nuclear) and fall 2021 (Engineering & Projects)

Board member since

2021

Key positions of trust

Vaisala Oyj, BoD and People and Sustainability Committee member
Member of the Board of Forsmark Kraftgrupp AB (Deputy Chair)
Member of the Board of OKG Aktiebolag (Deputy Chair)
Technology and Innovation Advisory Board (Chaired by Prime Minister Marin), member

Parvi Seppo

Year of birth 1964
M.Sc. (Econ.)



Main occupation

Chief Financial Officer (CFO) of Stora Enso

Primary work experience

In current position since 2014
CFO and EVP, Food and Medical Business Area at Ahlstrom Corporation 2009–2014; CFO for Metsä Board (M-real) 2006–2009. Prior to that various line management positions at the packaging company Huhtamäki, including responsibilities such as paper manufacturing within Rigid Packaging Europe and General Manager for Turkey.

Board member since

2021

Key positions of trust

Finnish Forest Industries Federation, Chairman of the Board and Executive Committee
Pohjolan Voima, Plc Deputy Chairman of the Board
Ilmarinen Mutual Insurance Company, Board Member
East Office of Finnish Industries Oy, Board Member

Renvall Anders Daniel

Year of birth 1973
M.Sc. (Eng.)



Main occupation

CEO, Kymppivoima Oy

Primary work experience

In current position since 2013
Manager, Production, Kymppivoima Oy 2004–2013; Asset Development Manager, TXU Nordic Energy Oy; Consultant, Pöyry / Ekono

Board member since

2017

Key positions of trust

Chairperson of the Board of Voimapiha Oy, Voimapiha Ab, and PVO Lämpövoima Oy
Member of the Board of Pohjolan Voima Oyj, EPV Energia Oy, Vattenfall Indalsälven Ab, and Vaskiluodon Voima Oy
Chairperson of the Board of several companies of Kymppivoima Oy Group

Tuomela Tiina Marjukka

Year of birth 1966
M.Sc. (Eng.), MBA



Main occupation

CFO, Uniper SE

Primary work experience

In current position since 4/2021
Executive Vice President, Generation Division, Fortum Oyj 2016–4/2021;
Executive Vice President, Nuclear and Thermal Division, Fortum Oyj, 2014–2016;
Director and manager positions in Fortum Corporation and Imatran Voima Oy

Board member since

2010; since 2019 Chairperson or Vice Chairperson, in rotation, Vice Chairperson from 31 March 2021.

Key positions of trust

Member of the Board of YIT Oyj
Member of the Board of Wärtsilä Oyj

Tykkyläinen Ilkka Juhani

Year of birth 1966
M.Sc. (Rech.), eMBA



Main occupation

CEO of Pohjolan Voima Oyj

Primary work experience

In current position since 2018
CEO of Stora Enso's subsidiary company Efora Oy; Director positions in ABB in Finland and other countries; Director of Service Production in Elisa Oyj

Board member since

2018; Chairperson or Vice Chairperson, in rotation, Chairperson from 31 March 2021

Key positions of trust

Member of the Board of Viafin Services Oyj
Member of the Board of Finnish Energy
Member of the Board of National Emergency Supply Agency
Chairperson of the Board of Oy Alholmens Kraft Ab
Chairperson or Vice Chairperson of the Board of several PVO Corporation companies

Vuola
Rami Antero

Year of birth 1968
M.Sc. (Eng.)



Weckström
Juha-Pekka

Year of birth 1970
M.Sc. (Tech.)



Main occupation

President and CEO, EPV Energia Oy

Primary work experience

In current position since 2003
Director and manager positions in TXU Nordic Energy Oy, Fingrid System Oy, and Suomen Kantaverkko Oyj

Board member since

2003

Key positions of trust

Chairperson of the Board of several companies of EPV Corporation
Member of the Board of Pohjolan Voima Oyj and Voimapiha Oy

Main occupation

CEO, Helen Oy

Primary work experience

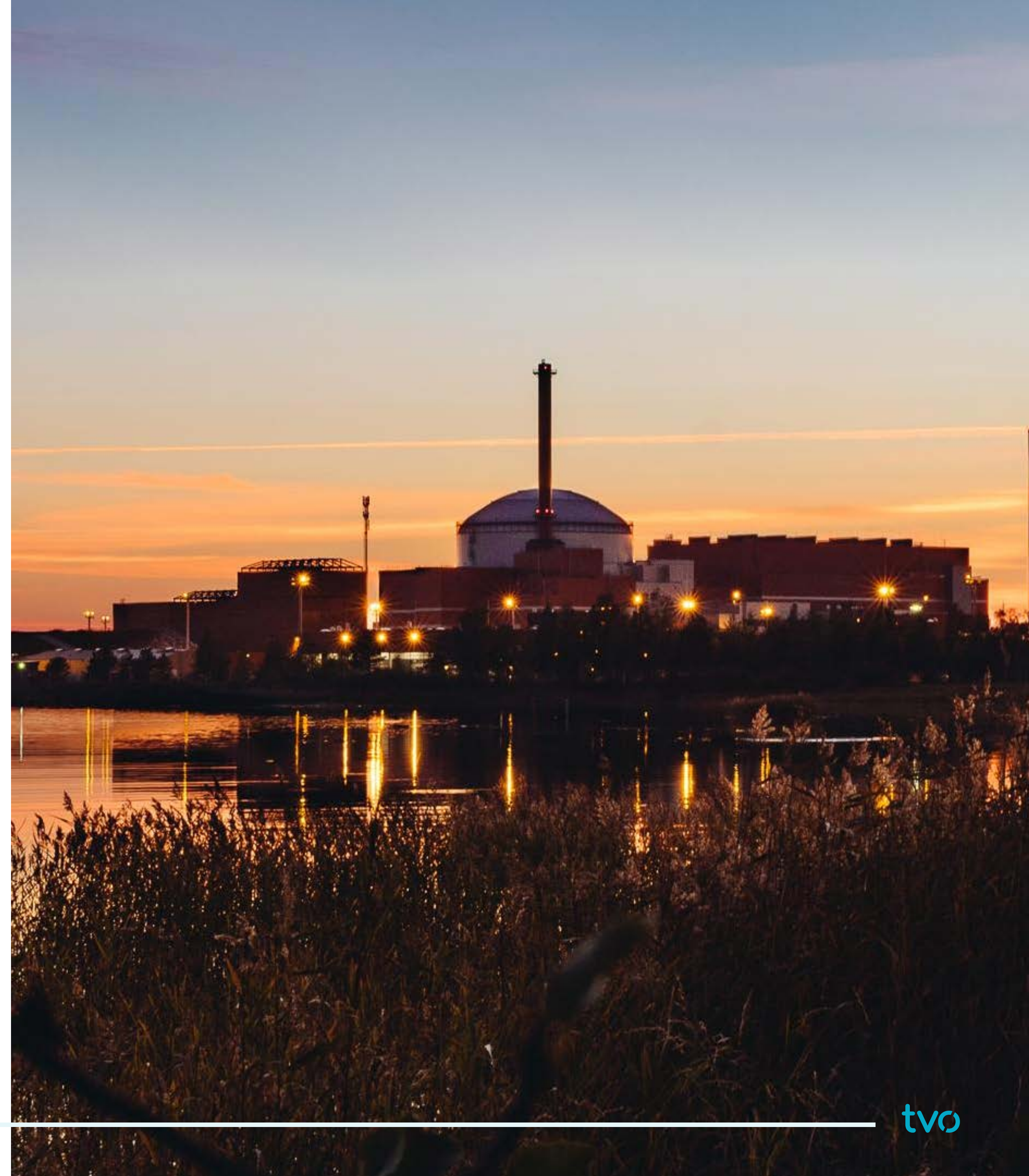
In current position since 2020
Telecom Finland / Sonera / TeliaSonera 1994–2013
Vice President, Business Intelligence, Vice President, Consumer Services, Senior Vice President, Broadband Services, Senior Vice President, Products & Services, Senior Vice President, Strategy & Business Development, Eurasia, CEO, TeliaSonera Finland Oyj; CEO, Realia Group Oy 2013–2014; CEO, Digita Oy 2015–2019

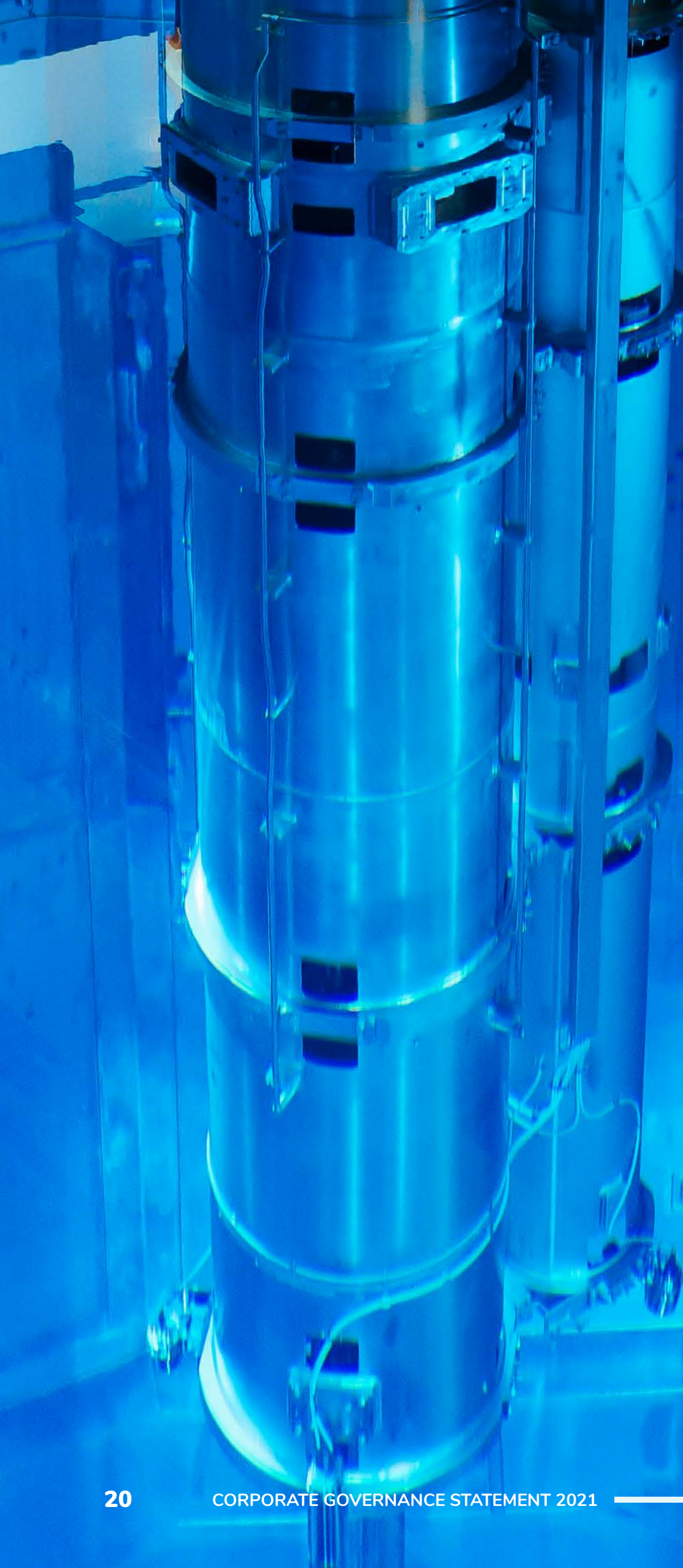
Board member since

2020

Key positions of trust

Member of the Board of EPV Energia Oy
Vice Chairman of the Board of Suomen Hyötytuuli Oy
Member of the Board of Kemijoki Oy
Vice Chairman of the Board of Energiateollisuus ry
Member of the Board of Haltian Oy
Chairman of the Board of Valokuitunen Oy
Member of the Board of Pohjolan Voima Oyj





Andsten

Risto Sakari

Year of birth 1961
M.Sc. (Tech.)



Main occupation

Director, Co-owned Nuclear Assets and Development, Generation Division in Fortum Power and Heat Oy

Primary work experience

In current position since 2016
Director and manager positions in Fortum Power and Heat Oy and Imatran Voima Oy

Board member since

2019

Key positions of trust

Member of the Board of OKG AB
Member of the Board of FKA AB
Member of the Board of Kemijoki Oy

Mannström

Markus
Knut-Johan

Year of birth 1963
M.Sc. (Eng.)



Main occupation

Executive Vice President, Division Biomaterials, Stora Enso Oyj

Primary work experience

In current position since 2017 until December 2021
Chief Technology Officer, Stora Enso Oyj 2015–2017; Member of the Group Leadership Team, Stora Enso Oyj since 2015; General Manager of Stora Enso's Guangxi project in China 2013–2014; Member of Renewable Packaging Division Management Team 2009–2014; Several managerial positions in large investment and R&D projects within Stora Enso since 2001

Board member since

2015

Key positions of trust

Member of the Board of Tree to Textile AB
Member of the Board of Montes del Plata Oy
Member of the Board of Veracel Oy
Deputy Member of the Board of Pohjolan Voima Oy

Rauramo

Markus
Heikki Erdem

Year of birth 1968
M.Sc. (Econ. and
Pol. Hist.)



Main occupation

President and CEO and Member of the Executive Management Team, Fortum Corporation

Primary work experience

In current position since July 2020
Chief Financial Officer, Fortum Corporation 2017–2020; Executive, Vice President, City Solutions Division, Fortum Corporation, 2016–2017; Executive Vice President, Heat, Electricity Sales and Solutions Division, Fortum Corporation 2014–2016; Chief Financial Officer, Fortum Corporation 2012–2014; CFO and Member of the Management Team of Stora Enso Oyj 2008–2012; several financial and strategic tasks in Stora Enso Oyj in Helsinki, London, and Brussels 1993–2008

Board member since

2013

Key positions of trust

Member of the Board of Wärtsilä Oyj, 2011–2021
Member of the Board of Sampo Oyj
Vice Chairperson of the Administrative Council of Uniper SE
Chairperson or Member of the Board of several Fortum Corporation companies

Teollisuuden Voima Oyj Management Group 2021

CHAIRPERSON

Tanhua

Jarmo Kalevi

Year of birth 1965
Education M.Sc
(Eng.)



Main occupation

President and CEO, Teollisuuden Voima Oyj

Primary work experience

Director and manager positions and project tasks in Teollisuuden Voima since 1990

President and CEO since

1.7.2008

Key positions of trust

Chairperson of the Board of Posiva Oy
Member of the Board of Länsi-Suomen Osuuspankki

MEMBERS

Frantti

Pekka

born 1964
Senior Vice
President, OL3
Commercial
Completion, Corporate
Supply Management and
Development of Legal
Affairs



Kosonen

Mikko

born 1959
Senior Vice
President, Safety and
Security Services



Isotalo

Jaana

born 1977
Senior Vice
President,
HR, Training,
Communications and
Corporate Relations



Moisio

Ulla-Maija

born 1962
Senior Vice
President, Legal
Affairs



Jakonen

Sami

born 1962
Senior Vice
President,
Engineering



Mustonen

Marjo

born 1968
Senior Vice
President, Electricity
Production



Piekkari

Lauri

born 1963
Senior Vice
President,
Treasury and Risk
Management



Silvennoinen

Jouni

born 1961
Senior Vice
President, OL3
Project



Ussa

Anja

born 1964
Senior Vice President
Finance, IT, Business
Development and
Assistant Services,
Secretary of the
Management Group



Vaahtera

Timo

born 1979
I&C Engineer,
Personnel
Representative



Murto

Petri

born 1977
Automation
mechanic, 1st
Deputy Personnel
Representative



Lahtinen

Esa

born 1974
Maintenance
Engineer, 2nd
Deputy Personnel
Representative
from 15 June 2021



Jokiranta

Jarmo

born 1958
Maintenance
technician, 2nd
Deputy Personnel
Representative, until
14 June 2021



TVO organisational chart 31 December 2021

