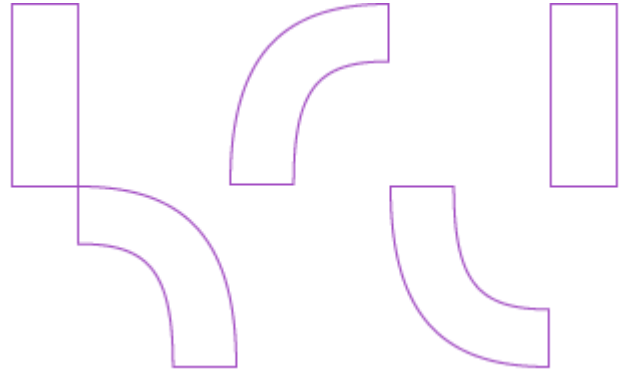


INNOFACTOR[®]



Disclosure Policy of Innofactor Plc

Approved by the Board of Directors of
Innofactor Plc

25 November 2024

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1 Introduction

This disclosure policy of Innofactor Plc ("the Company" or "Innofactor") outlines the key principles and procedures that the Company follows in investor communications, financial reporting, and other external disclosures. The principles of the disclosure policy apply to the Company and its subsidiaries.

Innofactor adheres to the EU Market Abuse Regulation (2014/596/EU, "MAR"), and the Directive on Criminal Sanctions for Market Abuse (2014/57/EU) in its disclosures and operations. Additionally, it complies with the rules and guidelines the Financial Supervisory Authority and NASDAQ Helsinki Ltd, as well as the obligations set forth for listed companies in the Finnish Companies Act (624/2006, as amended), the Securities Markets Act (746/2012, as amended), and other applicable legislation. Innofactor also follows the Corporate Governance Code for listed companies issued by the Securities Market Association and the guidance provided by authorities.

The Board of Directors of Innofactor has approved this disclosure policy and will update it as necessary. The most recent update was approved by the Board on 25 November, 2024.

2 Principles and Organization of Disclosure

2.1 General Principles

The company's disclosure is based on the regular and ongoing disclosure obligations as required by applicable legislation. Innofactor publishes information subject to regular disclosure obligations, insider information, and other decisions and information that the company is required to disclose under applicable legislation through stock exchange releases. Press releases are used to communicate matters related to Innofactor's business that do not meet the criteria for stock exchange releases but are considered newsworthy or otherwise of interest to the company's stakeholders. The CEO of the company has the right to deviate from the company's disclosure policy in individual cases for compelling reasons within the framework of applicable legislation.

Innofactor's communications with all interest groups is active and transparent. Innofactor's communication is active and transparent with all stakeholders. The company's communication is fact-based and systematic, honest, fair, and up-to-date. The company communicates clearly and consistently about both positive and negative matters.

Innofactor does not comment on market rumors, stock price developments, actions of competitors or customers, or analysts' assessments, unless it is necessary to correct significant and clearly incorrect information that could have a material impact on the company's stock value. Innofactor also does not comment on ongoing business transactions.

Innofactor monitors the result expectations in the markets. Innofactor does not correct or comment analysts' forecasts. If the market expectations and forecasts significantly differ from the estimates given by the company, Innofactor pays special attention to the accuracy of its communications.

Innofactor has developed a crisis communication plan.

2.2 Goals of Communications and Investor Relations

The goal of Innofactor's communications is to strengthen Innofactor's brand by increasing the interest groups' knowledge of the company and to support the correct price formation of Innofactor shares. The company strives to achieve its goals by delivering truthful, adequate and essential information about Innofactor's offering and operations, operating environment, strategy, goals and financial performance.

Innofactor strives to answer media enquiries as soon as possible and to be actively in contact with media representatives. Discussions with media are based on market information previously published by Innofactor or otherwise generally available. New information, which could affect the share price, is not given out in media connections.

In connection with publishing interim reports and also on other occasions, Innofactor arranges meetings and webinars for analysts representatives of capital markets to ensure active interaction with different parties in the markets. Investor meetings are primarily attended by the CEO and/or the CFO.

2.3 Organization and Responsibilities of Communications

Innofactor's CEO is responsible for the communications and investor relationships. The operative responsibility for the communications and investor relationships lies on the communications team and IR team. The task of the communications team is, in cooperation with the CEO, to take care of communication activities related to the brand management and marketing communications. The IR team, together with the CEO, is responsible for the meetings with investors and analysts, IR materials and the company's financial communications. The Board of Directors and the CEO together are responsible for publishing financial reports and any stock exchange releases concerning changes in forecasts or otherwise required by the law.

The company's legal department is responsible for insider management. Innofactor's insider management is described in more detail in the company's corporate governance principles on the company's website.

2.4 Persons Issuing Statements

Statements on behalf of Innofactor are issued by the CEO. Only the CEO has the right to issue statements on behalf of the company in matters concerning the company's strategy, result, financial goals and their development, and the market situation and trends in the field.

In special cases, statements may be issued by the Chairman of the Board or, on a case-by-case basis in a separately defined matter, a person specifically authorized by the CEO or the Board of Directors.

Inquiries made by investors, analysts and the media may be answered, in addition to the CEO, the CFO in cooperation with the IR team.

2.5 Languages Used in Communication and Company's Website

Innofactor's official internal group language is English.

However, based on the primary language of the company's domicile, stock exchange releases, interim reports and financial reports, the company's annual report, and other official documents are drawn up primarily in Finnish and translated into English. Presentations about results, aimed at the company's shareholders and analysts, are drawn up mainly in Finnish and in English.

If there are differences between the Finnish and English versions of the company's publication or document, the Finnish version will always take precedence.

Press releases are drawn up in English, Finnish, Swedish, Danish and/or Norwegian, as the situation requires.

The company's website is available in Finnish, English, Swedish, Norwegian and Danish. However, the investor pages are only available in Finnish and English.

Innofactor's English and Finnish web pages at www.innofactor.com and www.innofactor.fi are significant channels for publishing information concerning the company's operation and finances. The purpose of the sites is to give correct and up to date information on Innofactor as an investment target and a partner. All interest groups have the same possibilities of using the information available on the web sites

The interim reports, financial statements, stock exchange releases, press releases, and presentations for press and IR events are published on these web pages. The pages also contain the schedule for publishing financial information. Financial reports, annual reports, and all releases are kept on the company's website for the period required by regulations from the time they are published.

In addition to the English and Finnish web sites, the company may have in some parts narrower web sites in other languages and these are directed mainly at customers and employees to be recruited. These kind of web sites are currently Swedish site at www.innofactor.se, the Danish site at www.innofactor.dk, and Norwegian site at www.innofactor.no.

3 Regular Disclosure

Innofactor publishes regularly, two times a year based on an annual schedule published in advance, information about the company's financial situation. The publishing dates of the half-yearly report, the financial report and the annual report for the next financial period are announced at the end of the previous year in a stock exchange release and on the web site.

3.1 Financial Statement and Half-Yearly Report

Innofactor draws up its financial reports in accordance with IFRS. The company annually publishes an annual financial statement and a half-yearly report, which tell about the company's financial and business results. The financial statement and half-year report are published as stock exchange releases and on the company's website according to a pre-announced schedule. The dates of the financial disclosures are announced before the start of each financial year and are available on the company's website.

At times between the financial statement and the half-yearly report, significant information about the company's finances and business operations is similarly published as stock exchange releases and on the company's web site.

3.2 Annual report

The annual report includes the Board of Directors' report, the financial statements, and additional unofficial information about the company. It is published annually as a stock exchange release and on the company's website at least three weeks before the Annual General Meeting.

3.3 Corporate Governance Statement

The company annually publishes a Corporate Governance Statement in accordance with the Corporate Governance Code for listed companies issued by the Securities Market Association and applicable legislation. This statement is provided as a separate report in conjunction with the Board of Directors' report. The statement is published on the company's website.

3.4 Silent Period

Innofactor observes a 14-day period of silence before publishing information on its results. During the silent period, Innofactor does not meet investors, analysts, representatives of financial media, or other representatives of capital markets. Also, during this time, the company does not comment on the company's financial situation, future outlook or markets. If an event occurs during the silent period that requires immediate disclosure, Innofactor will promptly release the information in accordance with disclosure regulations and may comment on the event.

4 Continuous Communication

Innofactor complies with applicable legislation and the EU Market Abuse Regulation (MAR), the rules and guidelines of the Financial Supervisory Authority, and the insider guidelines for listed companies published by NASDAQ Helsinki. The company assesses insider information based on the aforementioned regulations and guidelines.

As a general rule, Innofactor's CEO or Board of Directors approves stock exchange releases before they are published. In urgent cases, the CFO or General Counsel can also approve a stock exchange release if the CEO or Board is not available. For significant orders and contracts, transactions by senior management, and events described in section 4.5, the stock exchange release can be approved by the company's CEO, General Counsel, or CFO.

4.1 Assessment of Insider Information and Delay of Disclosure

Innofactor discloses information through stock exchange releases to NASDAQ Helsinki and key media outlets about any matter, action, or event related directly or indirectly to the company or its shares that is sufficiently precise and unpublished, and which, if disclosed, would likely have a significant impact on the company's share price. This is done in accordance with applicable legislation, the rules and guidelines of NASDAQ Helsinki Ltd, and the guidelines of the Financial Supervisory Authority.

Such information may include:

- Main changes in strategy
- Significant changes in company's financial or general future outlook
- significant orders and contracts based on the assessment in accordance with the Market Abuse Regulation and other applicable legislation
- Significant acquisitions and other business arrangements, investments and Divestments
- Significant reorganization of business operations
- Changes in the composition of the Board of Directors of the group and replacing the CEO, CFO, or auditor (primary responsible)
- Crisis situations that have a significant effect on Innofactor's financial performance and/or operations
- Significant legal proceedings and decisions by authorities or courts

Innofactor discloses publicly its inside information in accordance with the EU Market Abuse Regulation as soon as possible after the inside information was born. Innofactor may however postpone the disclosing of the insider information if the following criteria is met:

- a) immediate disclosure would risk the legitimate interest of the company,

- b) delay of disclosure will not mislead the public, and
- c) company can ensure the confidentiality of the information.

If delayed insider information leaks outside the company, the company will promptly disclose the matter through a stock exchange release. Innofactor will immediately inform the Financial Supervisory Authority of the delay in disclosure and, upon request, provide an explanation of the conditions for the delay. The company has internal processes and guidelines for assessing, disclosing, and delaying insider information.

4.2 Managers' Transactions

Innofactor discloses information about transactions involving the company's shares or other financial instruments made by senior management and their closely associated persons through stock exchange releases in accordance with the Market Abuse Regulation (MAR) when the notification threshold is met. This information is disclosed without delay and no later than the third business day following the transaction, based on the notifications received. If the company receives a notification of a transaction after the deadline, it will disclose the information as soon as possible. Innofactor is not responsible for the accuracy of the information reported by senior management or their closely associated persons. The reporting of transactions by senior management also includes the disclosure of share-based remuneration received by members of the company's Board of Directors in accordance with applicable legislation.

4.3 Changing the Forecasts

Innofactor publishes without delay a change in its forecast of future outlook (positive or negative profit warning), if the company estimates that its financial situation or outlook significantly differs, either positively or negatively, from what the company has published before and if such a deviation may have a significant effect on the company's share price. The decision on publishing a profit warning is based on information previously published by Innofactor and on prevailing market situation. The decision on publishing a profit warning is made by the company's Board of Directors and it is published as a stock exchange release and on the web site.

4.4 Other Matters Disclosed as Stock Exchange Releases

In addition to the matters described above, the company also discloses, among other things, the notice of the General Meeting, decisions made at the General Meeting, acquisitions, cancellations, and disposals of own shares, Innofactor Plc: Notification of major holdings in accordance with Chapter 9, Section 10 of the Finnish Securities Markets Act, and decisions on the implementation of share-based incentive schemes through stock exchange releases.