ANNUAL GENERAL MEETING OF EEZY PLC

Time	13 April 2021 at 10:00 a.m.
Place	The offices of Castrén & Snellman Attorneys Ltd at the address Eteläesplanadi 14, FI-00130 Helsinki, Finland.
Present	The board of directors of Eezy Plc had decided under section 2, subsection 2 of act 677/2020 (the Temporary Act) that shareholders and their proxy represent- atives can only participate in the general meeting and exercise shareholder rights by voting in advance and by presenting counterproposals and questions in advance.
	Shareholders were represented as shown on the list of votes (Schedule 2) adopted at the meeting.
	Attorney Pauliina Tenhunen and attorney Teresa Kauppila were present at the meeting.

1 OPENING OF THE MEETING

Attorney Pauliina Tenhunen opened the meeting.

2 CALLING THE MEETING TO ORDER

As proposed in the notice convening the general meeting, attorney Pauliina Tenhunen served as the chairperson of the general meeting and concurrently also took the minutes.

The chairperson noted that the meeting was held in accordance with the Temporary Act in such a way that shareholders and their proxy representatives could participate in the general meeting and exercise shareholder rights only by voting in advance and by presenting counterproposals and questions in advance.

The chairperson further noted that no counterproposals from shareholders to be put to a vote had been received to the proposed resolutions included in the notice convening the meeting and that no questions in accordance with chapter 5, section 25 of the Finnish Limited Liability Companies Act concerning the matters to be dealt with in the meeting had been presented by the deadlines given in the notice convening the annual general meeting.

The chairperson also noted that since shareholders and their proxy representatives were only able to vote in advance, voting had been carried out on all of the resolution items on the agenda. In accordance with the Temporary Act, it was possible to oppose the proposals in every item without making a counterproposal.

The results of voting were attached to the minutes under each resolution item of the agenda

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ELECTION OF THE PERSON TO SCRUTINISE THE MINUTES AND THE PERSON TO SUPERVISE THE COUNTING OF VOTES

As proposed in the notice to the general meeting, attorney Teresa Kauppila served as the person to scrutinise the minutes and to supervise the counting of votes.

4 **RECORDING THE LEGALITY OF THE MEETING**

It was noted that, pursuant to section 9 of the articles of association, the general meeting is to be convened in accordance with the notice periods and procedures provided for in the Finnish Limited Liability Companies Act. If the company's shares are traded on a regulated market or multilateral trading facility, the notice convening the general meeting shall be delivered by publishing the notice on the company's website no earlier than three months and no later than three weeks prior to the general meeting, but always at least nine days prior to the record date pursuant to the Finnish Limited Liability Companies Act.

It was noted that the notice convening the general meeting (<u>Schedule 1</u>) had been published on the company's website and in a stock exchange release on 17 March 2021.

It was noted that the notice convening the general meeting including all of the proposed resolutions on the agenda of the general meeting had been published in a stock exchange release on 17 March 2021 and had been available on the company's website as of its publication. The company's financial review of 1 January–31 December 2020, that includes the financial statements, report of the board of directors and auditor's report, and the company's remuneration report for governing bodies had been published in a stock exchange release on 16 March 2021 and had been available on the company's website as of their publication.

It was noted that the meeting had been convened in accordance with the Finnish Limited Liability Companies Act, the articles of association and the Temporary Act and was therefore legal.

5 RECORDING THE ATTENDANCE AT THE MEETING AND ADOPTION OF THE LIST OF VOTES

The list provided by Euroclear Finland Oy of shareholders who had voted in advance during the advance voting period either in person or through a proxy representation and who had the right to participate in the general meeting in accordance with chapter 5, sections 6 and 6 a of the Finnish Limited Liability Companies Act was presented.

It was recorded that a total of 20 shareholders representing 19,318,141 shares and votes had participated in advance voting.

The list of participants and the list of votes represented at the meeting were attached to the minutes (<u>Schedule 2</u>).

PRESENTATION OF THE FINANCIAL STATEMENTS, THE REPORT OF THE BOARD OF DIRECTORS AND THE AUDITOR'S REPORT FOR THE YEAR 2020

It was noted that the company's financial review of 1 January–31 December 2020, which includes the company's financial statements, the report of the board

of directors and the auditor's report, had been published in a stock exchange release on 16 March 2021 and had been available to the shareholders on the company's website as of its publication.

It was noted that as participation in the general meeting had taken place in advance, the financial statements, the report of the board of directors, and the auditor's report for the financial period 1 January–31 December 2020 had been presented to the general meeting.

The financial statements documents were attached to the minutes (Schedule 3).

The auditor's report was attached to the minutes (Schedule 4).

ADOPTION OF THE FINANCIAL STATEMENTS AND THE CONSOLIDATED FINANCIAL STATEMENTS

It was recorded that 19,318,141 shares and votes, corresponding to 77.74% of all of the shares and votes in the company, participated in the voting. A total of 19,318,141 votes were cast to support the adoption of the financial statements, corresponding to 100.00% of the votes cast. No votes were cast against the adoption of the financial statements. The number of shares that cast no votes, i.e. abstained, was 0.

The result of voting was attached to the minutes (Schedule 5).

Based on the result of voting, the general meeting resolved to adopt the financial statements and the consolidated financial statements for the year 2020.

RESOLUTION ON THE USE OF THE PROFIT SHOWN BY THE BALANCE SHEET AND ON THE DISTRIBUTION OF DIVIDENDS AND AUTHORISATION OF THE BOARD OF DIRECTORS TO DECIDE ON THE DISTRIBUTION OF DIVIDENDS

It was noted that the parent company's distributable funds in accordance with the parent company's adopted balance sheet as at 31 December 2020 were EUR 124,344,237.80, of which the profit for the 2020 financial period was EUR 852,499.38.

It was noted that the board of directors had proposed to the annual general meeting that a dividend of a maximum of EUR 0.15 per share be paid in two tranches so that the first tranche be distributed directly by a resolution of the annual general meeting and the second tranche by a potential resolution of the board of directors under the authorisation to be granted to it.

The board of directors had proposed that the first tranche of the dividend, EUR 0.10 per share, be paid to shareholders who are registered in the company's shareholder register held by Euroclear Finland Oy on the dividend record date of the first tranche, 15 April 2021. The dividends of this tranche shall be paid on 22 April 2021.

The board of directors had also proposed that the board of directors be authorised to decide on the distribution of the second dividend tranche in one tranche so that the amount of dividend to be distributed is a maximum of EUR 0.05 per share. Based on the authorisation, the board of directors would be entitled to decide on the amount of dividends within the limits of the above maximum amount, on the dividend record date, on the dividend payment date as well as on

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the other measures required by the matter. The company will publish the potential dividend distribution decision separately and in the same connection confirm the final record and payment date.

The dividend to be potentially paid based on a resolution of the board of directors will be paid to shareholders who are registered in the company's shareholder register held by Euroclear Finland Oy on the dividend record date.

The authorisation is valid until the opening of the next annual general meeting.

It was recorded that 19,318,141 shares and votes, corresponding to 77.74% of all of the shares and votes in the company, participated in the voting. A total of 19,318,141 votes were cast to support the proposal of the board of directors, corresponding to 100.00% of the votes cast. No votes were cast against the proposal of the board of directors. The number of shares that cast no votes, i.e. abstained, was 0.

The result of voting was attached to the minutes (Schedule 6).

Based on the result of voting, the general meeting resolved to approve the board of directors' proposal on the distribution of dividends and to authorise the board of directors to decide on the distribution of dividends in accordance with the proposal of the board of directors.

9 RESOLUTION ON THE DISCHARGE OF THE MEMBERS OF THE BOARD OF DI-RECTORS AND THE CEO FROM LIABILITY

It was noted that the discharge from liability for the 2020 financial period applies to the following persons having served on the board of directors and as the CEO:

- members of the board of directors Tapio Pajuharju, Kati Hagros, Liisa Harjula, Timo Laine, Timo Mänty, Paul-Petteri Savolainen, Jarno Suominen and Mika Uotila,
- CEO Sami Asikainen.

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It was recorded that 18,626,781 shares and votes, corresponding to 74.96% of all of the shares and votes in the company, participated in the voting. A total of 18,626,781 votes were cast to support the discharge from liability, corresponding to 100.00% of the votes cast. No votes were cast against the discharge from liability. The number of shares that cast no votes, i.e. abstained, was 0.

It was recorded that those members of the board of directors and the CEO who participated in the advance voting were recused from decision-making in this agenda item.

The result of voting was attached to the minutes (<u>Schedule 7</u>).

Based on the result of voting, the general meeting resolved to discharge the members of the board of directors and the CEO from liability for the 2020 financial period.

CONSIDERATION OF THE REMUNERATION REPORT FOR GOVERNING BODIES

It was noted that the company's remuneration report for governing bodies had been published in a stock exchange release on 16 March 2021 and that it had been available on the company's website as of its publication.

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It was noted that as participation in the general meeting had taken place in advance, the remuneration report for governing bodies had been presented to the general meeting.

The remuneration report for governing bodies was attached to the minutes (<u>Schedule 8</u>).

It was recorded that 19,318,141 shares and votes, corresponding to 77.74% of all of the shares and votes in the company, participated in the voting. A total of 18,307,129 votes were cast to support the approval of the remuneration report for governing bodies, corresponding to 94.77% of the votes cast. A total of 1,011,012 votes, corresponding to 5,23 % of the votes cast were cast against the approval of the remuneration report. The number of shares that cast no votes, i.e. abstained, was 0.

The result of voting was attached to the minutes (Schedule 9).

Based on the result of voting, the general meeting resolved to approve the presented remuneration report for governing bodies. The resolution was advisory.

11 RESOLUTION ON THE REMUNERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS

It was noted that shareholders that on the date of the notice convening the meeting represented in aggregate over 67% of the votes vested in the company's shares had proposed to the general meeting that the remuneration of the board of directors remain unchanged in accordance with the resolution made by the annual general meeting on 21 April 2020. Pursuant to the proposal, the members of the board of directors will be paid monthly remuneration as follows:

- EUR 4,000 per month for the chairperson of the board and
- EUR 2,000 each per month for all other members of the board.

In addition, members of the board of directors' committees will be paid a meeting fee of EUR 300 for each committee meeting. The reasonable traveling expenses of the members of the board of directors are compensated in accordance with the company's travelling policy and practices.

It was recorded that 19,318,141 shares and votes, corresponding to 77.74% of all of the shares and votes in the company, participated in the voting. A total of 19,318,141 votes were cast to support the approval of the shareholders' proposal, corresponding to 100.00% of the votes cast. No votes were cast against the proposal of the shareholders. The number of shares that cast no votes, i.e. abstained, was 0.

The result of voting was attached to the minutes (Schedule 10).

Based on the result of voting, the general meeting resolved to approve the shareholders' proposal on the remuneration of the members of board of directors.

RESOLUTION ON THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS

It was noted that pursuant to section 4 of the articles of association, the company's board of directors shall comprise no less than three and no more than ten members. It was also noted that the current number of members of the board of directors is eight.

It was noted that shareholders that on the date of the notice convening the meeting represented in aggregate over 67% of the votes vested in the company's shares had proposed to the general meeting that eight members be elected to the board of directors.

It was recorded that 19,318,141 shares and votes, corresponding to 77.74% of all of the shares and votes in the company, participated in the voting. A total of 19,318,141 votes were cast to support the approval of the shareholders' proposal, corresponding to 100.00% of the votes cast. No votes were cast against the proposal of the shareholders. The number of shares that cast no votes, i.e. abstained, was 0.

The result of voting was attached to the minutes (Schedule 11).

Based on the result of voting, the general meeting resolved to approve the shareholders' proposal on the resolution of the number of members of the board of directors.

ELECTION OF THE MEMBERS OF THE BOARD OF DIRECTORS

It was noted that shareholders that on the date of the notice convening the meeting represented in aggregate over 67% of the votes vested in the company's shares had proposed to the general meeting that Tapio Pajuharju, Kati Hagros, Liisa Harjula, Timo Laine, Timo Mänty, Paul-Petteri Savolainen, Jarno Suominen and Mika Uotila be re-elected as members of the board of directors for a term ending at the end of the next annual general meeting.

It was recorded that 19,318,141 shares and votes, corresponding to 77.74% of all of the shares and votes in the company, participated in the voting. A total of 19,274,742 votes were cast to support the approval of the shareholders proposal, corresponding to 99.82% of the votes cast. A total of 35.399 votes, corresponding to 0.18% of the votes cast, were cast against the proposal of the shareholders. The number of shares that cast no votes, i.e. abstained, was 8,000.

The result of voting was attached to the minutes (Schedule 12).

Based on the result of voting, the general meeting resolved in accordance with the proposal of the shareholders to re-elect Tapio Pajuharju, Kati Hagros, Liisa Harjula, Timo Laine, Timo Mänty, Paul-Petteri Savolainen, Jarno Suominen and Mika Uotila as members of the board of directors for a term ending at the end of the next annual general meeting.

RESOLUTION ON THE REMUNERATION OF THE AUDITOR

It was noted that the board of directors had proposed to the general meeting that the auditor's fees be paid against its reasonable invoice as approved by the company.

It was recorded that 19,318,141 shares and votes, corresponding to 77.74% of all of the shares and votes in the company, participated in the voting. A total of 19,318,141 votes were cast to support the proposal of the board of directors, corresponding to 100.00% of the votes cast. No votes were cast against the proposal of the board of directors. The number of shares that cast no votes, i.e. abstained, was 0.

The result of voting was attached to the minutes (Schedule 13).

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Based on the result of voting, the general meeting resolved in accordance with the proposal of the board of directors that the auditor's fees be paid against its reasonable invoice as approved by the company.

15 ELECTION OF THE AUDITOR

It was noted that, under section 8 of the company's articles of association, the company has one auditor, which must be an audit firm approved by the Finnish Patent and Registration Office. The auditor is elected in the annual general meeting for a term that ending at the end of the next annual general meeting.

It was noted that, upon the recommendation of the audit committee, the board of directors had proposed the re-election of the company's current auditor, audit firm KPMG Oy Ab, which had stated that Esa Kailiala, APA, will act as the responsible auditor. The term of the auditor shall end at the end of the next annual general meeting following the election.

It was recorded that 19,318,141 shares and votes, corresponding to 77.74% of all of the shares and votes in the company, participated in the voting. A total of 19,318,141 votes were cast to support the proposal of the board of directors, corresponding to 100.00% of the votes cast. No votes were cast against the proposal of the board of directors. The number of shares that cast no votes, i.e. abstained, was 0.

The result of voting was attached to the minutes (Schedule 14).

Based on the result of voting, the general meeting resolved in accordance with the proposal of the board of directors to re-elect company's current auditor, audit firm KPMG Oy Ab with Esa Kailiala, APA, as the responsible auditor, for a term ending at the end of the next annual general meeting following the election.

16 AUTHORISING THE BOARD OF DIRECTORS TO DECIDE ON THE REPURCHASE OF COMPANY'S OWN SHARES

It was noted that the board of directors had proposed that the general meeting authorise the board of directors to decide on the repurchase of the company's own shares using the company's unrestricted equity under the following terms and conditions:

- 1. The total maximum number of shares to be repurchased under the authorisation is 2,400,000 shares, which corresponds to approximately 9.7% of all the shares in the company.
- 2. The shares will be repurchased in trading organised at Nasdaq Helsinki Oy's regulated market at a price formed in public trading on the date of repurchase. The shares can be repurchased otherwise than in proportion to the existing shareholdings of the company's shareholders.
- 3. The shares will be repurchased using the company's distributable unrestricted equity.
- 4. This authorisation revokes prior authorisations granted to the board of directors to repurchase the company's own shares.
- 5. The authorisation is valid until the end of the annual general meeting of 2022, however, for a maximum of 18 months from the general meeting's resolution on authorisation.

It was noted that a resolution on this item required a qualified majority in accordance with chapter 5, section 27 of the Finnish Limited Liability Companies Act.

It was recorded that 19,318,141 shares and votes, corresponding to 77.74% of all of the shares and votes in the company, participated in the voting. The proposal of the board of directors was supported by 19,318,141 votes and shares, corresponding to 100.00% of the votes cast and shares represented. No votes were cast against the proposal of the board of directors. The number of shares that cast no votes, i.e. abstained, was 0.

The result of voting was attached to the minutes (Schedule 15).

Based on the result of voting, the general meeting resolved to authorise the board of directors to decide on the repurchase of the company's own shares in accordance with the proposal of the board of directors.

7 AUTHORISING THE BOARD OF DIRECTORS TO DECIDE ON THE ISSUANCES OF SHARES AS WELL AS THE ISSUANCES OF OPTION RIGHTS AND OTHER SPE-CIAL RIGHTS ENTITLING TO SHARES

It was noted that the board of directors had proposed that the general meeting authorise the board of directors to decide, in one or more tranches, on the issuances of shares as well as on the issuances of option rights and other special rights entitling to shares as referred to in chapter 10, section 1 of the Finnish Limited Liability Companies Act as follows:

- 1. The total maximum number of shares to be issued under the authorisation is 4,800,000 shares, which corresponds to approximately 19.3% of all the shares in the company.
- 2. The board of directors decides on all the terms and conditions regarding the issuances of shares and issuances of option rights and other special rights entitling to shares. The authorisation concerns both the issuance of new shares and the transfer of the company's own shares.
- 3. The share issues, issuances of option rights and other special rights entitling to shares can take place in deviation from the shareholders' pre-emptive subscription right (directed issue) if the company has a weighty financial reason to do so, such as the financing or the implementation of a merger or acquisition, the development of the company's capital structure or the implementation of the company's incentive schemes.
- 4. The total maximum number of shares to be issued for the purpose of implementing the company's incentive schemes is 200,000 shares, which corresponds to approximately 0.8% of all the shares in the company. For the avoidance of doubt, the above number of shares to be issued for the implementation of incentive schemes is included in the overall number of the issuance authorisation referred to in section 1, above.
- 5. Based on the authorisation, the board of directors is also authorised to decide on a share issue without payment directed to the company itself, provided that the number of shares held by the company after the issue would be a maximum of 10% of all the shares in the company. This amount includes shares that may be held by the company and its subsidiaries in the manner provided for in chapter 15, section 11, subsection 1 of the Finnish Limited Liability Companies Act.

- 6. The authorisation revokes prior share issue authorisations granted to the board of directors.
- 7. The authorisation is valid until the end of the annual general meeting of 2022, however, for a maximum of 18 months from the general meeting's resolution on share issue authorisation.

It was noted that a resolution on this item required a qualified majority in accordance with chapter 5, section 27 of the Finnish Limited Liability Companies Act.

It was recorded that 19,318,141 shares and votes, corresponding to 77.74% of all of the shares and votes in the company, participated in the voting. The proposal of the board of directors was supported by 19,282,742 votes and shares, corresponding to 99.82% of the votes cast and shares represented. The board of directors' proposal was opposed by 35.399 votes, corresponding to 0,18 of the votes cast and shares represented. The number of shares that cast no votes, i.e. abstained, was 0.

The result of voting was attached to the minutes (Schedule 16).

Based on the result of voting, the general meeting resolved to authorise the board of directors to decide on the issuances of shares as well as on the issuances of option rights and other special rights entitling to shares as referred to in chapter 10, section 1 of the Finnish Limited Liability Companies Act in accordance with the proposal of the board of directors.

18 CLOSING OF THE MEETING

It was noted that the items listed in the notice convening the annual general meeting had been discussed.

It was noted that the minutes of the general meeting will be available on the company's website within two weeks of the meeting, i.e. no later than on 27 April 2021.

The chairperson of the meeting closed the meeting at 10:20 a.m.

Chairperson of the general meeting:

Pauliina Tenhunen

The minutes have been scrutinised and approved by:

Teresa Kauppila

SCHEDULES

Schedule 1	Notice convening the Annual General Meeting, published on the company's website on 17 March 2021
Schedule 2	List of participants and list of votes
Schedule 3	Financial statements documents 2020
Schedule 4	Auditor's report 2020
Schedule 5	Result of voting, item 7
Schedule 6	Result of voting, item 8
Schedule 7	Result of voting, item 9
Schedule 8	The remuneration report for governing bodies
Schedule 9	Result of voting, item 10
Schedule 10	Result of voting, item 11
Schedule 11	Result of voting, item 12
Schedule 12	Result of voting, item 13
Schedule 13	Result of voting, item 14
Schedule 14	Result of voting, item 15
Schedule 15	Result of voting, item 16
Schedule 16	Result of voting, item 17