



ROBIT PLC'S EXTRAORDINARY GENERAL MEETING ON 4 DECEMBER 2018 AT 12 NOON

TIME: 4 DECEMBER 2018 AT 12 NOON

PLACE: Premises of Borenius Attorneys Ltd, Eteläesplanadi 2, 00130 Helsinki, Finland

ATTENDANCE:

The shareholders marked in the list of votes adopted at the meeting were recorded as being present, in person or by proxy ([Appendix 1](#)).

Also present at the meeting were the members of the Board of Directors Heikki Allonen, Mammu Kaario, Kai Seikku and Kalle Reponen as well as the nominees for the Board of Directors Harri Sjöholm and Mikko Kuitunen. Also present at the meeting were CEO Mika Virtanen, technical staff, and Attorneys-at-law Andreas Doepel and Jari Gadd.

Tapio Hintikka, member of the Board of Directors, was prevented from attending the meeting.

1 OPENING OF THE MEETING

Heikki Allonen, Chair of the Board of Directors, opened the meeting.

2 CALLING THE MEETING TO ORDER

Attorney-at-law Andreas Doepel was chosen as the chair of the General Meeting, who in turn called Jari Gadd to act as the secretary of the General Meeting.

The chair explained how the matters on the agenda would be dealt with during the meeting.

3 ELECTION OF PERSONS TO SCRUTINISE THE MINUTES AND TO SUPERVISE THE COUNTING OF VOTES

Jani Pekkola was elected to scrutinise the minutes and Anni Leinonen was elected to supervise the counting of votes.

4 RECORDING THE LEGALITY OF THE MEETING

It was noted that the notice of the Extraordinary General Meeting was published on the company's website and by issuing a stock exchange release on 12 November 2018, and advance registration was to be made by 29 November 2018 at the latest in accordance with the notice of meeting.

It was noted that the documents of the General Meeting have been available on the company's website as of 12 November 2018. It was noted that the proposals made to the General Meeting were published in their entirety on the company's website on 12 November 2018. The proposals were attached to the minutes (Appendix 3).



It was noted that the General Meeting was convened in accordance with the provisions of the articles of association and the Finnish Limited Liability Companies Act, and that the General Meeting thus constituted a quorum.

The notice of the General Meeting was attached to the minutes (Appendix 4).

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

The list of participants at the commencement of the meeting and the list of votes were presented, and according to them, 38 shareholders were present either in person, through a legal representative or by proxy (Appendix 1).

At the opening of the General Meeting a total of 14,672,892 shares were represented at the meeting, representing 14,672,892 votes, and thus approximately 69.59 % of all the votes.

It was noted that the list of votes would be confirmed to reflect the participation situation in connection with any voting possibly arising.

It was noted that certain nominee registered shareholders had provided voting instructions to the company prior to the General Meeting, a summary of which will be kept by the company as an appendix separate from the minutes.

The voting instructions of nominee registered shareholders represented by Tanja Doktor (representative of Skandinaviska Enskilda Banker AB) were favourable.

The voting instructions of nominee registered shareholders represented by Malin Sarkala (representative of Nordea Bank Oyj) contained opposition but no divergent proposals.

Upon request of the chair, the above-mentioned representatives confirmed that their principals did not require voting in the matters for which the instructions were to oppose the proposal or to abstain from voting, but it would suffice to enclose the voting instructions as appendix to the minutes.

The shareholders' voting instructions were appended to the minutes as Appendix 2.

6 RESOLUTION ON THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS

It was noted that shareholder Five Alliance Oy has, pursuant to Chapter 5, section 4 of the Finnish Limited Liability Companies Act, requested the Extraordinary General Meeting to convene to discuss a proposal suggesting that the number of the Board members be confirmed to be five (5).

The General Meeting resolved in accordance with the shareholder's proposal that the number of the Board members is confirmed to be five 5.



7 ELECTION OF THE MEMBERS OF THE BOARD OF DIRECTORS

It was noted that shareholder Five Alliance Oy has requested, pursuant to Chapter 5, Section 4 of the Finnish Limited Liability Companies Act, that Mammu Kaario, Hannu-Kalle Reponen and Kai Seikku of the current members of the Board of Directors be elected as ordinary members, and Harri Sjöholm and Mikko Kuitunen be elected as new members of Robit Plc's Board of Directors until the end of the next Annual General Meeting, and that Harri Sjöholm be elected as Chair of the Board of Directors.

It was noted that the above-mentioned persons have given their consent to the position.

It was noted that Elina Rinta, representative of OP-Finland Small Cap, OP-Finland, OP-Finland Micro Cap, OP-Eläkekassa, OP Europe Plus Fund, and Ilmarinen Mutual Pension Insurance Company, presented her opposition with respect to the proposal concerning the election of board members and proposed that the current members of the Board of Directors continue in their duties.

When enquired by the chair, the representatives of the largest shareholders, i.e. Timo Sallinen, representative of Varma Mutual Pension Insurance Company, Jan Lehtinen, representative of Elo Mutual Pension Insurance, Kenneth Blomqvist, representative of Fondita Equity Spice Placeringsfond and Fondita Nordic Micro Cap Placeringsfond, and Harri Sjöholm, representative of Five Alliance Oy, informed that they are in favour of Five Alliance Oy's proposal. The largest shareholders mentioned above represented 9,264,302 shares, i.e. 63.19 % of the votes represented at the meeting. As a result of the chair's enquiry, Elina Rinta, representative of OP-Finland Small Cap, OP-Finland, OP-Finland Micro Cap, OP-Eläkekassa, OP Europe Plus Fund, and Ilmarinen Mutual Pension Insurance Company, did not require voting in this matter, but only requested that it be recorded in the minutes that the shareholders represented by her had opposed to Five Alliance Oy's proposal.

Due to the foregoing, it was noted that the General Meeting resolved in accordance with the shareholder's proposal that Mammu Kaario, Hannu-Kalle Reponen and Kai Seikku of the current members of the Board of Directors will be re-elected as members of the Board of Directors and Harri Sjöholm and Mikko Kuitunen will be elected as new members of the Board of Directors for a term expiring at the end of the following Ordinary General Meeting. Harri Sjöholm was elected as Chair of the Board of Directors.

8 CLOSING OF THE MEETING

It was recorded that all decisions made at the General Meeting have been supported unanimously by the shareholders present unless otherwise recorded in the minutes.

The chair noted that all the matters on the agenda have been dealt with and that the minutes of the General Meeting will be available on the company's website at the latest by 18 December 2018.



MINUTES
No. 2/2018

ROBIT PLC
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The chair closed the meeting at 12.40 p.m.

Chair of the General Meeting

Name: _____
Title: Andreas Doepel
Attorney-at-law

In fidem

Name: _____
Title: Jari Gadd
Attorney-at-law

The minutes scrutinised and approved by:

Name: _____
Jani Pekkola



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Appendices:

Appendix 1	List of votes at the beginning of the meeting and final list of votes
Appendix 2	Voting instructions
Appendix 3	Proposals to the General Meeting
Appendix 4	Notice of the General Meeting