

## **NOTICE TO THE GENERAL MEETING**

Notice is given to the shareholders of Solteq Plc to the extraordinary general meeting to be held on 19.10.2015 at 1 pm. at the Company's premises, address Eteläpuisto 2, Tampere.

### ***A. Matters on the agenda of the general meeting***

At the general meeting, the following matters will be considered:

- 1. Opening of the meeting**
- 2. Calling the meeting to order**
- 3. Election of persons to scrutinize the minutes and to supervise the counting of votes**
- 4. Recording the legality of the meeting**
- 5. Recording the attendance at the meeting and adoption of the list of votes**
- 6. Resolution on the remuneration of the members of the board of directors**
- 7. Resolution on the number of members of the board of directors**

According to the information received by Solteq Plc, shareholders, which in total hold more than 50 percent of shares and votes in Solteq Plc, propose to the General Meeting that The Board of Directors would include six (6) members for the term of office that expires at the end of the first Annual General Meeting of Shareholders.

### **8. Election of members of the board of directors**

According to the information received by Solteq Plc, shareholders, which in total hold more than 50 percent of shares and votes in Solteq Plc, propose to the General Meeting that Aarne Aktan, Eeva Grannenfelt, Kirsi Harra-Vauhkonen, Markku Pietilä, Mika Uotila and Olli Väätäinen would be elected as Board members.

Short presentations of the persons proposed to be elected as Board members are attached to the end of this Notice to the General Meeting.

### **9. Closing of the meeting**

### ***B. Documents of the general meeting***

Notice to the General Meeting is available on Solteq Plc's website <http://solteq.com/en/corporate-governance/annual-general-meetings>. Copies of this notice will be sent to shareholders upon request.

### ***C. Instructions for the participants in the general meeting***

#### **1. Shareholders registered in the shareholders' register**

Each shareholder, who is registered on 7.10.2015 in the shareholders' register of the company held by Euroclear Finland Ltd., has the right to participate in the general meeting. A shareholder, whose shares are registered on his/her personal Finnish book-entry account, is registered in the shareholders' register of the company.

A shareholder, who is registered in the shareholders' register of the company and who wants to participate in the general meeting, shall register for the meeting no later than Monday 12.10.2015 by 4.00 pm. by giving a prior notice of participation, which shall be received by the company no later than on the above-mentioned date. Such notice can be given:

a) by e-mail [katiye.saadetdin@solteq.com](mailto:katiye.saadetdin@solteq.com)

b) by telephone +358 40 8444 202

c) by regular mail to Solteq Oyj / Katiye Saadetdin, Eteläpuisto 2C, 33200 Tampere.

In connection with the registration, a shareholder shall notify his/her name, personal identification number or business ID, address, telephone number and the name of a possible assistant or proxy representative and the personal identification number of a proxy representative. The personal data given to Solteq Plc is used only in connection with the general meeting and with the processing of related registrations.

The shareholder, his/her authorized representative or proxy representative shall, where necessary, be able to prove his/her identity and/or right of representation.

## **2. Holders of nominee registered shares**

A holder of nominee registered shares has the right to participate in the general meeting by virtue of such shares, based on which he/she on the record date of the general meeting, 7.10.2015, would be entitled to be registered in the shareholders' register of the company held by Euroclear Finland Ltd. The right to participate in the general meeting requires, in addition, that the shareholder on the basis of such shares has been registered into the temporary shareholders' register held by Euroclear Finland Ltd. at the latest by 14.10.2015, by 10 am. As regards nominee registered shares this constitutes due registration for the general meeting.

A holder of nominee registered shares is advised to request without delay necessary instructions regarding the registration in the temporary shareholder's register of the company, the issuing of proxy documents and registration for the general meeting from his/her custodian bank. The account management organization of the custodian bank has to register a holder of nominee registered shares, who wants to participate in the general meeting, into the temporary shareholders' register of the company at the latest by the time stated above.

## **3. Proxy representative and powers of attorney**

A shareholder may participate in the general meeting and exercise his/her rights at the meeting by way of proxy representation. A proxy representative shall produce a dated proxy document or otherwise in a reliable manner demonstrate his/her right to represent the shareholder at the general meeting. When a shareholder participates in the general meeting by means of several proxy representatives representing the shareholder with shares at different securities accounts, the shares by which each proxy representative represents the shareholder shall be identified in connection with the registration for the general meeting.

Possible proxy documents should be delivered in originals before the last date for registration.

## **4. Other instructions and information**

Pursuant to chapter 5, section 25 of the Companies Act, a shareholder who is present at the general meeting has the right to request information with respect to the matters to be considered at the meeting.

On the date of this notice to the general meeting 24.9.2015, the total number of shares in Solteq Plc is 17.798.059 which represents 17.798.059 votes.

SOLTEQ PLC

BOARD OF DIRECTORS

Presentations of the persons proposed to be elected as Board members:

Aarne Aktan, B.Sc.(Econ.), is one of the pioneers in Finnish internet technology. He has strong personal experience of growing IT company Quartal organically and through business acquisitions into a European success story. Nowadays he acts as CEO at Talentum. Sports and exercising are an important part of his life. Aarne was born in 1973.

Eeva Grannenfelt, M.Sc. (Econ.) and CEFA, has over 30 years of experience in financing sector in banks and insurance companies. She acts as a Partner and a Member of the Board of Directors in Nanten Ltd and Fountain Park Ltd. In addition, she acts in many other voluntary positions and positions of trust. Eeva was born in 1958.

Kirsi Harra-Vauhkonen ,M.Sc. (Econ.), is a change leader and an experienced professional in digital business. In her current role as CEO at Sanoma Pro, the leading provider of learning solutions in Finland, she leads the business development from book publishing house to provider of digital learning solutions and drives forward the digitalization of Finnish education. Before Sanoma Pro Kirsi has worked as Director of Retail and Technology segments at Google and in managerial positions in international marketing, sales and business development at Nokia for 13 years. Kirsi was born in 1967.

Markku Pietilä, M.Sc. (Techn.) and MBA, has acted as a Member of the Board of Directors at Solteq Plc since 2008. He acts as Chairman of the Board of Directors at Profiz Business Solution Plc and in many voluntary positions and positions of trust for example in motor sports. Markku was born in 1957.

Mika Uotila, M.Sc. (Econ.), has acted as CEO at Sentica Partners Ltd since 2007. Previously he has worked as Investment Director and Partner at Sentica Partners Ltd and its predecessor Sentio Invest Ltd since 2002 and at Sonera Ltd and its subsidiaries in 1995-2001. Uotila acts as Chairman of the Board of Directors at Func Food Group Ltd and Pihlajalinna Plc. Mika was born in 1971.

Olli Vätäinen, M.Sc. (Econ.) acts as COO at Kotipizza Group Plc. In addition, he acts as an advisor at Sentica Partners. Previously he has worked in managerial positions and as entrepreneur in many technology companies. Olli has long-time experience of board work in different companies. He has acted as Chairman of the Board of Directors at Descom Ltd until summer 2015. Olli was born in 1966.

Additional information:

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