

**SOLTEQ PLC - ANNUAL GENERAL MEETING 27 MARCH 2019**  
**BOARD OF DIRECTOR'S PROPOSALS TO THE ANNUAL GENERAL MEETING**

**Resolution on the use of the profit shown on the balance sheet and the payment of dividend**

The Board of Directors proposes to the General Meeting that no dividend will be paid from the financial period 2018.

**Line of Business and amendment to the articles of association**

The board of directors proposes to the general meeting that 2 § Line of Business of Articles of Association is amended as follows:

2 § Line of business

The company's line of business is to develop, sell, consult, import, produce and rent information technology services, software, and related machines as well as other business related to the aforesaid. The company can own and occupy real property, shares and securities.

**Authorizing the board of directors to decide on the issuance of shares as well as the issuance of options and other special rights entitling to shares**

The board of directors proposes that the board of directors is authorized to decide on share issue, carried out with or without payment and on issuing share options, and other special rights referred to in Chapter 10, Section 1 of the Finnish Companies Act as follows:

The maximum total amount of shares or other rights is 3,000,000. The authorization includes the right to give new shares or convey company's own shares. The authorization includes a right to deviate from the shareholders' pre-emptive right of subscription if there is a significant reason in company's opinion, e.g. to improve the capital structure, to finance and execute business acquisitions and other business improvement arrangements or to be used as a part of remuneration of personnel. The authorization includes that the board of directors may decide the terms and other matters concerning the share issue

The authorization is effective until the next Annual General Meeting, however, no longer than until April 30, 2020.

**Authorizing the board of directors to decide on accepting the company's own shares as pledge**

The board of directors proposes that the board of directors is authorized to decide on accepting the company's own shares as pledge as follows:

The board of directors is authorized to decide on accepting the company's own shares as pledge (direct) regarding business acquisitions or when executing other business arrangements. Accepting pledge may occur at once or in multiple transactions.

The number of own shares to be accepted as pledge shall not exceed 2,000,000 shares.

The authorization includes that the board of directors may decide on other terms concerning the pledge.

The authorization is effective until the next Annual General Meeting, however, no longer than until April 30, 2020.