

ENGLISH TRANSLATION

ANNUAL GENERAL MEETING OF SOLWERS PLC

Time	21 April 2022 at 12.00 hrs EEST
Venue	Solwers Plc headquarters, Kappelikuja 6 b 02200 Espoo
Meeting procedure	To prevent the spread of the COVID-19 pandemic the Board of Directors of the Company had resolved on extraordinary meeting measures pursuant to a Temporary Derogation Act (375/2021) from the Finnish Limited Liability Companies Act. Shareholders of the Company could exercise their rights only through voting in advance as well as by making counterproposals and presenting questions in advance according to given instructions. People could not participate in the meeting in person at the venue and the meeting was not livestreamed. The meeting procedure is described in more detail in the attached notice to the meeting.

1. Opening of the meeting

The Chairman of the meeting Olli Kuusi opened the meeting at 12.00.

2. Calling the meeting to order

The Company's General Counsel Olli Kuusi acted as the Chair of the meeting as announced in the notice to the meeting.

It was noted that matters will be handled in the same order as in the notice to the meeting.

3. Election of person to scrutinise the minutes and to count the votes

Hanna Ekblad, economic advisor, Accado Oy, acted as the person to confirm the minutes and to verify the counting of votes as announced in the notice to the meeting.

4. Recording the legality of the meeting

It was noted that the notice to the meeting which included the proposals by the Board of Directors of the Company was published as a company release and on the web pages of the Company on 29 March 2022. The notice was attached to the minutes as [appendix 1](#).

It was noted that other documents required by Finnish Limited Liability Companies Act were made available for shareholders at the Company's headquarters and on the web pages of the Company on 29 March 2022.

It was noted that the Company had arranged an advanced voting for agenda items 7-16 pursuant to the Temporary Derogation Act (375/2021). Shareholders had also the possibility to make counterproposals and ask questions as required by the Act. Advanced voting was held between 5th and 14th April 2022. The meeting procedure is described in detail in the attached notice to the meeting (appendix 1).

The legality of the meeting was confirmed.

5. Recording the attendance at the meeting and adoption of the list of votes

List of shareholders who had voted in advance (list of votes) was attached to the meeting minutes as appendix 2.

5,740,914 shares and votes were present in the meeting. In addition, the Chairman of the meeting and the person to count the votes was present in the meeting.

It was noted that it was possible in each agenda item that a shareholder had not provided a vote. In such case according to the given voting instructions, the shareholder was considered not to have participated in the relevant agenda item. For this reason, the number of shareholders and shares participated in the meeting is not the same in each agenda item.

List of attendees and votes was confirmed.

It was noted that the shareholder list was also available in the meeting.

6. Presentation of the Financial Statements and the Auditor's report for the year 2021

As participation in the Annual General Meeting was possible only by voting in advance, and the company's Financial Statements, which includes the report of the Board of Directors and the Auditor's report, were published and made available on the company's website, they were deemed to have been presented to the Annual General Meeting.

The Auditor's report was attached to these minutes as appendix 3.

It was noted that Financial Statements, which includes the report of the Board of Directors and the Auditor's report, were presented.

7. Adoption of the Financial Statements

5,732,294 votes participated in the advance voting in this agenda item and all of them voted in favor of adoption.

The Annual General Meeting confirmed the Financial Statements from 1st January to 31st December 2021.

8. Allocation of the profit shown in the balance sheet

All votes represented in the meeting participated in the advance voting in this agenda item and all of them voted in favor of the Board's proposal.

The Annual General Meeting decided according to the Board's proposal, that the loss of the financial period EUR 883,403.88 be transferred to the retained earnings account and that the Company distribute dividends from retained earnings account EUR 0,04 per share. The dividend is paid to shareholders who on the dividend record date 25th April 2022 are registered in the Company's shareholder register maintained by Euroclear Finland Oy. The dividend is paid on 2nd May 2022.

9. Resolution on the discharge of the members of the Board and the CEO from liability

793,403 votes participated in the advance voting in this agenda item and all of them voted in favor of the discharge.

The Annual General Meeting decided to discharge the Board of Directors and the CEO from liability of the financial year from 1st January to 31st December 2021.

10. Resolution on the remuneration of the member of the Board of Directors

All votes represented in the meeting participated in the advance voting in this agenda item and all of them voted in favor of the Board's proposal.

The Annual General Meeting decided according to the Board's proposal, that the remuneration of the members of the Board of Directors remain unchanged and that each member of the Board of Directors (including the Chairman of the Board) be paid a meeting compensation of EUR 2,000 per meeting.

11. Resolution on the number of members of the Board of Directors

All votes represented in the meeting participated in the advance voting in this agenda item and all of them voted in favor of the Board's proposal.

The Annual General Meeting decided according to the Board's proposal, that five regular members be elected to the Board of Directors.

12. Election of members of the Board of Directors

All votes represented in the meeting participated in the advance voting in this agenda item and all of them voted in favor of the Board's proposal.

The Annual General Meeting elected Leif Sebbas, Hanna-Maria Heikkinen, John Lindahl, Mari Pantsar and Emma Papakosta to continue as ordinary members of the Board.

13. Resolution on the remuneration of the Auditor

All votes represented in the meeting participated in the advance voting in this agenda item and all of them voted in favor of the Board's proposal.

The Annual General Meeting decided according to the Board's proposal, that the Auditor be reimbursed in accordance with the Auditor's invoice approved by the Company.

14. Election of the Auditor

All votes represented in the meeting participated in the advance voting in this agenda item and all of them voted in favor of the Board's proposal.

The Annual General Meeting decided according to the Board's proposal, that the audit firm Revico Grant Thornton Ltd be re-elected as the Auditor, who has notified that Satu Peltonen shall continue as the main responsible Auditor.

15. Authorisation of the Board of Directors to decide on the repurchase and on the acceptance as pledge of own shares

It was noted that according to the Finnish Limited Liability Companies Act Chapter 5 Article 27 this agenda item shall be resolved with qualified majority, and that the decision needs to be supported

by at least two thirds of given votes and shares represented in the meeting. 5,732,294 votes participated in the advance voting in this agenda item and all of them voted in favor of the Board's proposal and such votes represented more than two thirds of given votes and shares represented in the meeting.

The Annual General Meeting authorised the Board of Directors according to the Board's proposal, to decide on the repurchase or acceptance as pledge of the Company's own shares in one or more tranches so that a maximum of 1,000,000 shares can be repurchased or accepted as pledge under the authorisation.

The decision to repurchase own shares or to accept them as pledge may not be made so that the treasury shares in the possession of, or held as pledges by, the Company and its subsidiaries would exceed one tenth of all shares.

Based on the authorisation, the Board of Directors may decide on the repurchase or acceptance as pledge of own shares in a directed manner, i.e., in a proportion other than that of the shares held by the shareholders if there is a weighty financial reason for the Company to do so.

The Board of Directors may use the authorisation to implement mergers and acquisitions or other arrangements relating to the Company's operations, to implement personnel incentive schemes or for other purposes decided by the Board of Directors.

Own shares may be repurchased at a price determined in the Nasdaq First North Growth Market Finland multilateral trading facility operated by Nasdaq Helsinki Oy or at a price otherwise established in the market.

The authorisation is in force until the next Annual General Meeting, but not beyond 30 June 2023.

16. Authorisation of the Board of Directors to decide on the issuance of shares as well as the issuance of option rights and other special rights entitling to shares

It was noted that according to the Finnish Limited Liability Companies Act Chapter 5 Article 27 this agenda item shall be resolved with qualified majority, and that the decision needs to be supported by at least two thirds of given votes and shares represented in the meeting. 5,732,294 votes participated in the advance voting in this agenda item of which 4,682,604 voted against the proposal and 1,049,690 voted in favor of the proposal.

The Annual General Meeting decided not to authorize the Board to issue new shares.

17. Closing of the meeting

The Chairman noted that all agenda items had been handled and that the meeting minutes be available in two weeks time i.e. 5 May 2022, at latest, on the web pages of the Company.

Since there were no other matters, the Chairman closed the meeting at 12:05.

Chairman:

OLLI KUUSI

Minutes verified and approved:

HANNA EKBLAD

APPENDICES

Appendix 1: Notice to the meeting

Appendix 2: List of votes

Appendix 3: Auditor's report