

NOHO PARTNERS PLC'S ANNUAL GENERAL MEETING

Time: 27 April 2022 at 10:00 a.m.

Place: Nokia Arena Eventum restaurant at Sorinkatu 3 (Kansikatu 3), 33100 Tampere, Finland

Present: The shareholders, representatives and assistants listed in the confirmed voters list below in Section 5 were present or represented at the meeting.

In addition, Chairman of the Board Timo Laine as well as member of the Board of Directors Mika Niemi, CEO Aku Vikström, the company's responsible auditor Juha Hilmola, the proposed new members of the Board of Directors Yrjö Närhinen and Kai Seikku, the company's senior management and technical staff as well as attorney Heli Piksilä-Rantanen and attorney Tommi Härmä were present at the meeting.

1. Opening of the meeting

The Chairman of the Board of Directors, Timo Laine, opened the meeting.

Timo Laine welcomed the shareholders and introduced the present member of the Board of Directors Mika Niemi and CEO Aku Vikström. In addition, Laine stated that the new members proposed by the shareholders to the Board of Directors, Yrjö Närhinen and Kai Seikku, as well as the company's senior management are also present.

2. Calling the meeting to order

Attorney Heli Piksilä-Rantanen was elected as the Chair for the meeting. The Chair called attorney Tommi Härmä to act as the Secretary for the meeting.

It was established that shareholders who have a Finnish book-entry account were offered the opportunity to vote in advance on certain items on the agenda of the Annual General Meeting via the company's website. It was noted that 15 shareholders representing 4,588,715 shares and votes had voted in advance. It was noted that the company had been provided with notifications and voting instructions by nominee-registered shareholders as well as a summary of the advance votes.

It was noted that none of the shareholders who voted in advance or their representatives or the representatives of nominee-registered shareholders announced that they would require a vote if, based on the voting instructions and the views expressed in the meeting, it can be clearly established that a majority as required by the agenda item in question is in favour of the proposal submitted to the Annual General Meeting.

The summary of the advance votes was appended to the minutes of the meeting (Appendix 1).

The Chair announced that matters shall be discussed in the order of the agenda distributed to the participants.

3. Election of persons scrutinising the minutes and supervising vote-counting

Laura Argillander and Oskari Liehu were elected to scrutinise the minutes and supervise the counting of votes.

4. Recording the legality of the meeting

According to section 9 of the Articles of Association, the notice of the Annual General Meeting must be published on the company's website no earlier than three (3) months and no later than three (3) weeks prior to the Annual General Meeting. However, the notice must be published at least nine days before the record date of the Annual General Meeting. In addition, the Board of Directors may decide to publish the notice, or a newspaper announcement of the publishing of the notice, in another manner.

Notice of the meeting and proposals made to the Annual General Meeting have been published on the company's website and as a stock exchange release on 28 March 2022 (Appendices 2–3) and they were also available at the meeting.

It was established that the meeting had been convened in accordance with the Articles of Association and the Limited Liability Companies Act and, therefore, the convening was valid and there was a quorum.

5. Recording those present and confirming the list of voters

A list of attendees as of the beginning of the meeting and a voters list were presented, according to which 42 shareholders attended the Annual General Meeting, either in person, by a legal representative or by proxy. The shareholders who voted in advance and registered in accordance with the instructions have been taken into account in the list of voters. It was noted that 12,630,290 shares and votes were represented at the beginning of the meeting.

It was established that shareholders had the opportunity to watch the Annual General Meeting via an online broadcast provided that the shareholder has, in accordance with the Notice of the Annual General Meeting, registered on the company's website to watch the Annual General Meeting via the online broadcast. Watching the General Meeting via the online broadcast is not in and of itself considered participation in the General Meeting, and it is not possible to ask questions or participate in voting pursuant to the Limited Liability Companies Act via the broadcast. Shareholders who watch the live broadcast are not recorded as participants or as being present, nor do their shares count towards the number of shares and votes represented at the meeting.

The attendance and voters list as of the beginning of the meeting were confirmed and appended to the minutes (Appendix 4). It was noted that advance votes submitted to the company will be kept separate from the minutes.

6. Presentation of the 2021 financial statements, annual report and auditor's report

It was established that the financial statements, consisting of the income statement, balance sheet, cash flow statement and notes to the financial statements, annual report and auditor's report for the 2021 financial period have been available to the shareholders as of 17 March 2022 on the company's website (www.noho.fi).

The documents of the financial statements were also available at the Annual General Meeting.

CEO Arttu-Pekka (Aku) Vikström presented an overview of NoHo Partners Group's business operations and the financial statements for the 2021 financial period (Appendix 5).

The financial statements were appended to the minutes (Appendix 6).

Auditor Juha Hilmola (APA) presented the auditor's report. The auditor's report was appended to the minutes (Appendix 7).

It was established that the financial statements, annual report and auditor's report had been presented.

7. Adoption of the financial statements

The Annual General Meeting resolved to adopt the financial statements, including the consolidated financial statements, for the 2021 financial period as presented by the Board of Directors.

8. Deciding on the allocation of profit shown on the balance sheet and dividend distribution

The Board of Directors' proposal on allocating the profit shown on the balance sheet and distributing a dividend was established.

In accordance with the Board of Directors' proposal, it was resolved that no dividends be distributed for the 2021 financial period.

9. Deciding on discharging the members of the Board of Directors and the CEO from liability

It was noted that the discharge from liability for the 2021 financial period concerned the members of the Board of Directors, the CEO and the Deputy CEO.

The Annual General Meeting decided to discharge from liability the members of the Board of Directors, the CEO and the Deputy CEO who had served during the 2021 financial period.

10. Discussing the Remuneration Report for Governing Bodies

It was established that the Remuneration Report for Governing Bodies approved by the Board of Directors had been available to shareholders on the company's website from 17 March 2022.

The Annual General Meeting decided to approve the submitted remuneration report.

The Remuneration Report for Governing Bodies was appended to the minutes of the meeting (Appendix 8).

11. Resolution on the remuneration of the members of the Board of Directors and payment of travel expenses

It was noted that shareholders representing a total of over 49% of the shares and votes in the company on the date of the notice convening the General Meeting have proposed that remuneration be paid to the members of the Board of Directors for a term that ends at the end of the first Annual General Meeting following the election as follows: the annual remuneration of the Chairman of the Board of Directors is EUR 40,000, the annual remuneration of the Vice-Chairman in EUR 30,000 and the annual remuneration of the other members of the Board is EUR 20,000. No separate attendance allowances will be paid. As an exception to the above, if the Board of Directors decides to establish separate committees, it is also proposed that a separate remuneration per meeting be paid to the persons elected to the committee as follows: to the Chairman EUR 800 and to the members EUR 400. It is proposed that travel expenses be reimbursed in accordance with the company's travel rules. Timo Laine renewed the proposal on behalf of Laine Capital Oy, Mika Niemi and Pimu Capital Oy.

The Annual General Meeting decided to approve the proposal.

12. Deciding on the number of the members of the Board of Directors

It was established that shareholders representing a total of over 49% of the shares and votes in the company propose that six members be elected to the Board of Directors. Timo Laine renewed the proposal on behalf of Laine Capital Oy, Mika Niemi and Pimu Capital Oy.

The Annual General Meeting decided to approve the proposal and confirmed the number of the members of the Board of Directors as six (6).

13. Election of the Chairman, Vice-Chairman and the members of the Board of Directors

It was established that shareholders representing a total of over 49% of the shares and votes in the company have proposed that the current members of the Board of Directors Timo Laine, Petri Olkinuora, Mika Niemi and Mia Ahlström be re-elected for a term that ends at the end of the first Annual General Meeting following the election. The same shareholders have proposed that Yrjö Närhinen and Kai Seikku be elected as new members of the Board of Directors for the same term.

It was further established that the aforementioned shareholders propose that Timo Laine be elected as Chairman of the Board of Directors and Yrjö Närhinen as Vice-Chairman. The proposed members of the Board of Directors have informed the company that if they are elected, they will establish an Audit Committee, electing Kai Seikku as its Chairman, and a Nomination and Remuneration Committee, electing Yrjö Närhinen as its Chairman.

It was established that all of the candidates have consented to being elected.

Timo Laine renewed the proposal on behalf of Laine Capital Oy, Mika Niemi and Pimu Capital Oy.

In accordance with the proposal, the General Meeting resolved that Timo Laine, Petri Olkinuora, Mika Niemi, Mia Ahlström, Yrjö Närhinen and Kai Seikku be elected as members of the Board of Directors for a term of office starting from the end of the Annual General Meeting 2022 and concluding at the end of the Annual General Meeting 2023. Timo Laine

was elected as the Chairman of the Board of Directors and Yrjö Närhinen as the Vice-Chairman.

14. Resolution on the remuneration of the auditor

The Chair presented the Board of Directors' proposal that the auditor be remunerated in accordance with the invoice approved by the company.

The Annual General Meeting decided to approve the proposal.

15. Election of the auditor

The Chair presented the Board of Directors' proposal, according to which Ernst & Young Oy, Authorised Public Accountants, be re-elected as the auditor for a term concluding at the end of the next Annual General Meeting. Ernst & Young Oy has indicated that Juha Hilmola, APA, will be the responsible auditor.

The Annual General Meeting decided to approve the proposal.

16. Authorisation of the Board of Directors to decide on the repurchase of company's own shares

It was established that the Board of Directors' proposal on authorising the Board of Directors to decide on the repurchase of the company's own shares is included in the Notice of the Annual General Meeting and has been available to shareholders on the company's website from 28 March 2022.

The Annual General Meeting resolved, in accordance with the proposal, to withdraw the previous unused authorisations to purchase the company's own shares and authorise the Board of Directors to decide upon the purchase of a maximum of 800,000 of the company's own shares in one or several tranches using the company's unrestricted equity under the following conditions:

The shares shall be purchased in public trading organised by Nasdaq Helsinki Oy and, therefore, the purchase takes place by private placing and not in proportion to the shares owned by the shareholders, and the consideration to be paid for the shares shall be the market price of NoHo Partners Plc's share at the time of purchasing. The shares shall be purchased for financing or carrying out possible corporate acquisitions or other arrangements, to implement incentive schemes within the company or for other purposes decided upon by the Board of Directors. The maximum amount of the shares to be purchased is equivalent to approximately 4.2 per cent of all the shares and votes of the company calculated using the share count on the publication date of the notice of the AGM.

The Board of Directors shall decide on the other matters related to the purchase of treasury shares.

The authorisation will remain in force until the end of the Annual General Meeting 2023, but for no more than 18 months from the General Meeting's resolution on the authorisation.

17. Authorisation of the Board of Directors to decide on the issuance of shares and/or the issuance of option rights and other special rights entitling to shares

It was established that the Board of Directors' proposal on authorising the Board of Directors to decide on the issuance of shares is included in the Notice of the Annual General Meeting and has been available to shareholders on the company's website from 28 March 2022.

In accordance with the proposal, the Annual General Meeting resolved to withdraw previous share issue authorisations and authorise the Board of Directors to decide on the issuance of shares and/or the issuance of option rights or other special rights entitling to shares as follows:

The maximum number of shares to be issued pursuant to the authorisation in one or more tranches is 3,000,000, corresponding to approximately 15.6% of all registered shares in the company calculated based on the number of shares on the date of publication of the notice convening the Annual General Meeting.

Share issues and/or the issue of option rights or other special rights can be carried out in deviation from the shareholders' pre-emptive subscription right (special share issue).

The authorisation can be used, for example, to implement mergers or acquisitions or financing arrangements, to develop the company's equity structure, to improve the liquidity of the company's shares, to implement the company's incentive schemes or for other purposes decided by the company's Board of Directors. Under the authorisation, a maximum of 281,828 shares may be issued for the implementation of the company's incentive schemes, which corresponds to approximately 1.5% of all registered shares in the company on the date of the notice convening the AGM.

Under the authorisation, the Board of Directors may issue new shares or transfer shares held by the company. The Board of Directors is authorised to decide on all other conditions of the issuance of shares and/or option rights or other special rights.

The authorisation will remain in force until the end of the Annual General Meeting 2023, but for no more than 18 months from the General Meeting's resolution on the authorisation.

18. Closing of the Annual General Meeting

The Chair stated that all of the matters on the agenda had been discussed. The minutes to be prepared on the Annual General Meeting shall be available to shareholders no later than within two weeks after the Annual General Meeting on the company's website and at the head office.

The Chairman closed the Annual General Meeting at 11:42 a.m.

Meeting and the minutes confirmed by:

Heli Piksilä-Rantanen
Chairman

Tommi Härmä
Secretary

Minutes scrutinised and confirmed by:

Laura Argillander
Scrutiniser of the minutes

Oskari Liehu
Scrutiniser of the minutes