

UNOFFICIAL TRANSLATION

EXTRAORDINARY GENERAL MEETING OF FIFAX PLC

**Time:** Monday 4 December 2023 at 10:00 a.m. (EET)

**Place:** Suomitalo, Lönnrotinkatu 5 (3rd floor), FI-00120 Helsinki, Finland.

**Present:** The shareholders set out in the attached list of votes (Appendix 1) were represented at the meeting either in person, by a legal representative or by a proxy representative.

Present at the meeting were also the Chair of the Board of Directors Panu Routila, members of the Board of Directors Ulf Toivonen and Robin Blomqvist, the company's CEO Samppa Ruohtula, the company's CFO Linda Lindroos, as well as technical personnel.

**1 §**

**OPENING OF THE MEETING**

The Chair of the Board of Directors of the company Panu Routila opened the meeting.

**2 §**

**CALLING THE MEETING TO ORDER**

Jan-Anders Wik, Attorney-at-Law, was elected as Chair of the Extraordinary General Meeting (“EGM”) and he called Robert Holmberg, LL.M, to act as secretary of the EGM.

It was recorded that the meeting was conducted in Swedish, but that the meeting could also be addressed in Finnish and English.

The Chair explained the procedures for handling matters on the agenda of the meeting.

It was noted that the notice of the EGM, including the proposals for resolutions on matters on the agenda of the EGM in their entirety, had been published through a company release and been available on the company's website as of 9 November 2023. In addition, the Annual Report 2022 of Fifax, which includes the company's annual accounts, the report of the Board of Directors and the auditor's report, and the half-year report for 1 January – 30 June 2023, as well as other documents to be made available pursuant to the Finnish Companies Act, had been available on the above-mentioned website as of 9 November 2023. These documents were also available for inspection at the meeting venue.

**3 §**

**ELECTION OF PERSONS TO SCRUTINIZE THE MINUTES AND SUPERVISE THE COUNTING OF THE VOTES**

The EGM elected Jens Söderholm and Miikka Salminen to scrutinize the minutes and to supervise the counting of votes.

UNOFFICIAL TRANSLATION

**4 §  
RECORDING THE LEGALITY OF THE MEETING**

It was recorded that the notice of the EGM, including the proposals for resolutions on matters on the agenda of the EGM in their entirety, had been published through a company release and had been available on the company's website as of 9 November 2023. In addition, the documents to be made available under the Finnish Companies Act had been available on the company's website in accordance with the provisions of the Finnish Companies Act. It was noted that all these documents were also available for inspection at the meeting venue.

It was noted that the EGM had been convened in accordance with the Articles of Association and the provisions of the Finnish Companies Act and that the meeting therefore was legally convened and constituted a quorum.

The notice of the EGM was attached to the minutes ([Appendix 2](#)).

**5 §  
RECORDING ATTENDANCE AT THE MEETING AND ADOPTION OF THE LIST OF VOTES**

A list of shareholders represented at the meeting as at the opening of the meeting and a list of votes were presented ([Appendix 1](#)). At the opening of the meeting 16 shareholders were represented at the meeting either in person, by a legal representative or by a proxy representative, which together represented 37 641 855 shares and 37 641 855 votes.

It was noted that the list of votes would be separately confirmed to correspond to the attendance at the beginning of a possible vote.

**6 §  
AUTHORIZING THE BOARD OF DIRECTORS TO DECIDE ON THE ISSUANCE OF SHARES AS WELL AS SPECIAL RIGHTS ENTITLING TO SHARES AS SPECIFIED IN CHAPTER 10 SECTION 1 OF THE FINNISH COMPANIES ACT**

It was recorded that the Board of Directors, in accordance with the notice of the EGM attached to the minutes ([Appendix 2](#)), had proposed to the EGM that the EGM would authorize the Board of Directors to resolve on the issuance of a maximum of 25,000,000 new shares, which corresponds to approximately 46.1 percent of all of the outstanding shares in the Company, through a share issue and/or by issuing special rights entitling to shares, as specified in Chapter 10 Section 1 of the Finnish Companies Act (624/2006, as amended), in one or several instalments.

The Board of Directors would be authorized to resolve on all terms and conditions of the share issue and/or of the issue of special rights entitling to shares. The issuance of shares and special rights entitling to shares may also be carried out in deviation from the shareholders' pre-emptive rights (directed issue), if there is a weighty financial reason for the Company to do so in accordance with the Finnish Companies Act.

**UNOFFICIAL TRANSLATION**

The authorization is valid until the end of the next Annual General Meeting, however expiring at the latest on 30 June 2024. The authorization would not revoke or replace any previous authorizations granted to the Board of Directors regarding the issuance of shares or special rights entitling to shares.

It was noted that certain shareholders of the company, holding in aggregate approximately 68.0 percent of the outstanding shares and votes in the company, had irrevocably undertaken to vote in favor of this authorization.

The EGM resolved to authorize the Board of Directors to decide on the issuance of shares as well as on the issuance of special rights entitling to shares as specified in Chapter 10 Section 1 of the Finnish Companies Act, in accordance with the proposal of the Board of Directors.

**7 §  
CLOSING OF THE MEETING**

The Chair noted that all items on the agenda had been considered and that there were no other matters to be considered.

It was recorded that the decisions of the EGM had been supported by all shareholders that had participated in the EGM, unless otherwise indicated in the minutes.

It was noted that the minutes of the meeting would be available on the company's website as of 18 December 2023 at the latest.

The Chair declared the meeting closed at 10:17 a.m. (EET).

*[Signatures on the following page]*

**UNOFFICIAL TRANSLATION**

Chair of the EGM:

**JAN-ANDERS WIK**  
Jan-Anders Wik

Secretary of the EGM:

**ROBERT HOLMBERG**  
Robert Holmberg

Minutes scrutinized and approved:

**JENS SÖDERHOLM**  
Jens Söderholm

**MIIKKA SALMINEN**  
Miikka Salminen

**UNOFFICIAL TRANSLATION**

**APPENDICES**

Appendix 1

Attendance status and list of votes

Appendix 2

Notice of the EGM, including the proposals for resolutions in their entirety