

# PRIVANET

**Privanet Group Oyj**  
ANNOUNCEMENT  
27 March 2019, 2:10 pm.

## **Resolutions of Privanet Group Oyj's Annual General Meeting**

Privanet Group Oyj's Annual General Meeting that was held on 27 March 2019:

- adopted the financial statements and the consolidated financial statements for the financial period that ended on 31 December 2018
- decided that no dividends will be paid based on the balance sheet that has been adopted for the financial period that ended on 31 December 2018
- decided to discharge the members of the Board of Directors and the CEO from liability regarding the financial period that ended on 31 December 2018
- decided on the remuneration that will be paid to the members of the Board of Directors until the close of the following Annual General Meeting
- decided that four members shall be elected to the Board of Directors
- decided to re-elect a current member of the Board of Directors, Timo T. Laitinen, for a term that continues until the close of the following Annual General Meeting, and Tommi Lindfors, Jonas Lindholm and Mika Lehtimäki as new members of the Board of Directors for a term that continues until the close of the following Annual General Meeting
- decided that the reward to the auditor will be paid according to the invoice that the company has approved
- decided to elect audit firm KPMG Oy Ab to act as the auditor of the company and to ask the auditor to comment on the adoption of the financial statements, the discharging from liability and the proposal of the Board of Directors regarding the distribution of profits. The auditor was elected for a term that continues until the close of the following Annual General Meeting. According to the notice from KPMG Oy Ab, Authorized Public Accountant (KHT) Tapio Raappana will act as the key audit partner.
- authorized the Board of Directors to decide on the issuance of a maximum of 1 400 000 shares through a share issue or by issuing options or other special rights entitling to shares in one or more issues.

### **Additional information on the remuneration of the members of the Board of Directors**

- To a member of the Board of Directors, who does not work for Privanet Group Oyj or a company belonging to the same group, 1500 euros per calendar month shall be paid as rewards, regardless of the number of meetings. In addition, reasonable costs and travelling expenses caused by the meetings shall be recompensed
- To a Chairman of the Board of Directors, who does not work for Privanet Group Oyj or a company belonging to the same group, 3000 euros per calendar month shall be paid as rewards, regardless of the number of meetings. In addition, reasonable costs and travelling expenses caused by the meetings shall be recompensed.

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- To a member of the Board of Directors, who works for Privanet Group Oyj or a company belonging to the same group, no rewards shall be paid, but reasonable costs and travelling expenses caused by the meetings shall be recompensed.
- To a Chairman of the Board of Directors, who works for Privanet Group Oyj or a company belonging to the same group, no rewards shall be paid, but reasonable costs and travelling expenses caused by the meetings shall be recompensed.

## **Additional information on the authorization for the share issue**

The authorization includes a right to decide on either issuing new shares or conveying shares in the company's possession either with or without payment. New shares can be issued and own shares in the company's possession conveyed in deviation from the shareholders' pre-emptive rights (directed issue), if there is a weighty financial reason for the company to do so, or in case of a share issue without payment, if there is an especially weighty reason both for the company and in regard to the interests of all shareholders in the company. The Board of Directors is authorized to decide on all of the remaining conditions and details relating to the share issue, the issuance of special rights entitling to shares, and the conveyance of shares. The authorization may be used, among others, for the development of the capital structure, expanding the ownership base, as consideration for corporate transactions, when the company acquires assets that relate to its business operations, and to carry out incentive schemes. The authorization is valid for five years from the decision. The authorization replaces all the earlier authorizations for a share issue of the company.

## **Publishing the minutes of the meeting**

The minutes regarding the resolutions of the Annual General Meeting will be published in Finnish on the address <http://www.privanetgroup.fi/sijoittajat/yhtion-hallinto/yhtiokokoukuskutsut-ja-poytakirjat/> on 10 April 2019 at the latest.

More information:

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## **Privanet Group briefly**

Privanet Group Oyj is the parent company in a Finnish investment group. The group includes Privanet Capital Markets Ltd which focuses on capital arrangements, and Privanet Securities Ltd which operates Finland's leading secondary market for trading securities of unlisted companies. Privanet Group's main function is to bring together companies in need of funding and investors. Privanet Group serves about 17 000 customers in Finland and has

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offices in 12 Finnish cities. The customer base consists of private persons, companies and institutional investors. [privanet.fi](http://privanet.fi), [privanetgroup.fi](http://privanetgroup.fi)

## **Distribution**

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