

PRIVANET

Privanet Group Oyj

ANNOUNCEMENT

27 November 2019, 1:20 pm.

Resolutions of Privanet Group Oyj's Extraordinary General Meeting

Privanet Group Oyj's Extraordinary General Meeting that was held on 27 November 2019 authorized the Board of Directors to decide on the repurchase of own shares with non-restricted equity with following terms and conditions:

- Altogether no more than 2,000,000 shares may be purchased, which represents approximately 9.97 percent of all shares in the company. The shares may be repurchased in one or more lots. The purchase price per share shall be the price that is determined in the Nasdaq First North Growth Market trading venue, or another market-based price.
- Shares can be purchased for the purpose of improving the company's capital structure, financing or carrying out corporate acquisitions, investments or other arrangements that belong to the company's business operations, to be used as a part of the company's incentive scheme, or to be cancelled, if there is a well-founded reason for both the company and the shareholders to do so.
- The authorization includes the right for the Board of Directors to decide whether the shares will be repurchased through a directed purchase or in proportion to the shareholders' holdings. The shares may be repurchased through a directed purchase only if there is a weighty financial reason for the company to do so.
- The Board of Directors is entitled to decide on all the remaining terms and conditions relating to the repurchase. This authorization shall remain in effect for a period of 18 months from the resolution by the General Meeting.

In addition, the Extraordinary General Meeting authorized the Board of Directors to decide on the transfer of own shares in possession of the company with following terms and conditions:

- Shares in possession of the company may be transferred with one or more decisions so that the number of shares to be transferred on the basis of the authorization is altogether not more than 2,000,000 shares, which represents approximately 9.97 percent of all shares in the company.
- Shares can be transferred for the purpose of improving the company's capital structure, financing or carrying out corporate acquisitions, investments or other arrangements that belong to the company's business operations, or to be used as a part of the company's incentive scheme.
- Shares in possession of the company may be transferred to the shareholders of the company in proportion to their holdings or in deviation from the pre-emption rights of the shareholders, if there is a weighty financial reason for the company to do so.
- Shares in possession of the company may be transferred either with or without payment. A directed share issue may be carried out without payment only if there is an especially weighty reason both for the company and in regard to the interests of all shareholders in the company to do so.
- The Board of Directors is entitled to decide on all the remaining terms and conditions relating to the transfer. The authorization shall remain in effect for a period of three years from the

PRIVANET

resolution by the General Meeting. The authorization does not replace earlier authorizations for a share issue of the company

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 offices in eight Finnish cities. The customer base consists of private persons, companies and institutional investors. privanet.fi, privanetgroup.fi

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