

- UNOFFICIAL ENGLISH TRANSLATION OF THE FINNISH ORIGINAL -

## EXTRAORDINARY GENERAL MEETING OF NEXT GAMES CORPORATION

<b>Time</b>	25 September 2019 at 10:00–10:16
<b>Place</b>	The offices of Castrén & Snellman Attorneys Ltd at the address Eteläesplanadi 14, Helsinki
<b>Present</b>	<p>A total of 17 shareholders representing a total of 7,850,013 shares and votes were present or represented at the start of the meeting in accordance with the list of votes confirmed at the meeting (and powers of attorney) (<u>Schedule 1</u>).</p> <p>Also present were members of the company's board of directors, the company's managing director and other members of the company's management, representatives of the company's advisors and meeting officials.</p>

### 1 **Opening of the Meeting**

Chairman of the Board Petri Niemi opened the meeting and welcomed the attendants.

### 2 **Calling the Meeting to Order**

Attorney Merja Kivelä was elected as chairperson of the general meeting.

The chairperson called Attorney Teresa Kauppila to act as secretary of the meeting.

The chairperson explained the procedures for covering the topics on the meeting's agenda.

The chairperson noted that Kaisa Leppäkumpu of Skandinaviska Enskilda Banken AB (publ) Helsinki Branch had notified that she represents a holder of nominee registered shares, and that she had provided the chairperson with information concerning the shareholding and voting instructions of such shareholder. The voting instructions were enclosed with the minutes (Schedule 2).

It was noted that matters would be addressed in the order specified in the agenda included with the notice convening the general meeting.

### 3 **Election of the Persons to Scrutinise the Minutes and to Supervise the Counting of Votes**

Teemu Soikkeli and Mikko Kaivola were elected to scrutinise the minutes.

Teemu Soikkeli and Mikko Kaivola were elected to supervise the counting of votes.

### 4 **Recording the Legality of the Meeting**

It was noted that, in accordance with section 9 of the articles of association, the notice convening the general meeting must be delivered as follows:

*A notice to convene a general meeting must be published on the company's website no earlier than three (3) months and no later than three (3) weeks before the general meeting, however, in no event later than nine (9) days before the*

- UNOFFICIAL ENGLISH TRANSLATION OF THE FINNISH ORIGINAL -

*record date of the general meeting. In order to attend the general meeting, a shareholder must register in advance in the manner stated in the notice convening the general meeting and no later than on the date stated in the notice convening the general meeting, which may be no more than ten (10) days prior to the date of the meeting.*

It was noted that the notice convening the general meeting, which included the proposals of the board of directors that were on the agenda for the general meeting, had been published on the company's website and as a company release on 4 September 2019.

It was noted that the general meeting had been convened in accordance with the requirements of the articles of association and the Limited Liability Companies Act.

The notice convening the general meeting was enclosed with the minutes (Schedule 3).

**5 Recording the Attendance at the Meeting and Adoption of the List of Votes**

The list of attendance at the start of the general meeting and the list of votes were presented, according to which 17 shareholders were represented at the meeting either in person or through a statutory representative or authorised representative, and the attendants represented a total of 7,850,013 shares and votes.

The list of attendees and votes at the beginning of the meeting were enclosed with the minutes (Schedule 1). It was noted that the list of votes would be adjusted to correspond to the attendance at the beginning of a possible vote.

It was noted that the list of the company's shareholders was also available at the general meeting.

It was noted that Chairman of the Board Petri Niemi, Board Members Joakim Achrén and Elina Anckar as well as Managing Director Teemu Huuhtanen were present at the general meeting.

In addition, other members of the company's management, representatives of the company's advisors and meeting officials were present at the general meeting.

**6 Resolving on the Composition of the Board**

It was noted the Joakim Achrén had stated that he is resigning from the company's board of directors.

It was noted that the company's board of directors had proposed that the general meeting elect Nicholas Seibert to the board to replace Joakim Achrén for a term starting at the end of the general meeting and ending at the end of the next annual general meeting.

Following this, the composition of the company's board will be as follows: Petri Niemi (chairman), Elina Anckar, Nicholas Seibert, Xenophin Lategan, Peter Levin and Jari Ovaskainen.

The general meeting resolved in accordance with the proposal of the board of directors to elect Nicholas Seibert to the board for a term starting at the end of the general meeting and ending at the end of the next annual general meeting.

- UNOFFICIAL ENGLISH TRANSLATION OF THE FINNISH ORIGINAL -

## **7 Authorising the Board of Directors to Decide on the Issuance of Shares**

It was noted that the board of directors had proposed that the general meeting authorise the board of directors to decide on the issuance of shares as follows:

Pursuant to the authorisation, a maximum of 10,000,000 shares may be issued in one or more tranches, corresponding to approximately 53.7% of all registered shares in the company.

Under the authorisation, the board of directors may issue either new shares or treasury shares.

The share issue would be carried out in accordance with the shareholders' pre-emptive subscription right, i.e. new shares would be offered for subscription by the company's shareholders pro rata to their existing shareholding in the company.

The board of directors would be authorised to decide on all other conditions of the issuance of shares.

The authorisation is valid until the end of the next annual general meeting. The authorisation does not revoke prior authorisations of the board of directors to decide on the issuance of shares and/or option rights entitling to shares.

The general meeting resolved to authorise the board of directors to decide on the issuance of shares in accordance with the board of directors' proposal.

## **8 Authorisation of the Board of Directors to Decide on the Issuance of Shares and/or the Granting of Option Rights Entitling to Shares**

It was noted that the board of directors had proposed that the general meeting authorise the board of directors to decide on the issuance of shares and/or option rights entitling to shares as follows:

Pursuant to the authorisation, a maximum of 1,500,000 shares may be issued in one or more tranches, corresponding to approximately 8.1% of all registered shares in the company.

The share issue and/or issue of option rights can be carried out in deviation from the shareholders' pre-emptive subscription right (directed issue). Under the authorisation, shares and/or option rights can be issued for the implementation of the company's incentive schemes. Under the authorisation, the board of directors may issue either new shares or treasury shares. The board of directors would be authorised to decide on all other conditions of the issuance of shares and/or option rights.

The authorisation would be valid until 25 September 2024. The authorisation does not revoke prior authorisations of the board of directors to decide on the issuance of shares and/or option rights entitling to shares.

The general meeting resolved to authorise the board of directors to decide on a share issue and/or issue of option rights entitling to shares in accordance with the board of director's proposal.

## **9 Closing of the Meeting**

It was recorded that all decisions of the general meeting had been made unanimously.

- UNOFFICIAL ENGLISH TRANSLATION OF THE FINNISH ORIGINAL -

The chairperson noted that the matters on the agenda had been dealt with and that the minutes of the meeting would be available on the company's website no later than as of 9 October 2019.

The chairperson closed the meeting at 10.16.

*[Signature page to follow]*

- UNOFFICIAL ENGLISH TRANSLATION OF THE FINNISH ORIGINAL -

In fidem

\_\_\_\_\_  
Merja Kivelä  
Chairperson

\_\_\_\_\_  
Teresa Kauppila  
Secretary

Minutes scrutinised and accepted

\_\_\_\_\_  
Teemu Soikkeli

\_\_\_\_\_  
Mikko Kaivola

## **SCHEDULES**

The list of attendees and votes at the beginning of the meeting (and powers of attorney) (Schedule 1)

Voting instructions of the holder of the nominee registered shares (Schedule 2)

Notice convening the general meeting (Schedule 3)