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ANNUAL GENERAL MEETING OF NEXT GAMES CORPORATION

Time	27 May 2020 at 10:00
Place	The offices of Castrén & Snellman Attorneys Ltd at the address Eteläesplanadi 14, Helsinki
Present	<p>The board of directors of Next Games Corporation decided under section 2(3) of Act 290/2020 that shareholders and proxy representatives of shareholders can only participate in the general meeting by voting in advance.</p> <p>Shareholders were represented by proxy as shown on the list of votes adopted at the meeting.</p> <p>In addition, Attorney Merja Kivelä, Attorney Teresa Kauppila and the company's Junior Legal Specialist Teemu Soikkeli were present.</p>

1 Opening of the meeting

The company's Junior Legal Specialist Teemu Soikkeli opened the meeting.

2 Calling the meeting to order

As proposed in the notice convening the general meeting, Attorney Merja Kivelä served as the chairperson of the general meeting, and she appointed Attorney Teresa Kauppila to serve as the secretary.

It was noted that the board of directors' and shareholders' proposals to the general meeting had been published on the company's website and in a company release on 5 May 2020. No counterproposals from shareholders to be put to a vote were received by the deadline of 8 May 2020.

The chairperson noted that shareholders or proxy representatives of shareholders could only participate in the general meeting by voting in advance, and thus, voting had been carried out on all of the main items on the agenda. The chairperson further noted that, in accordance with the temporary act, it was possible to oppose the proposed resolutions in every item without a counterproposal. A summary of the votes cast in advance was attached to the minutes.

3 Election of the persons to scrutinise the minutes and to supervise the counting of votes

As proposed in the notice convening the general meeting, the company's Junior Legal Specialist Teemu Soikkeli served as the person to scrutinise the minutes and 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:

The notice to the general meeting shall be published on the company's website no earlier than three (3) months and no later than three (3) weeks before prior to the meeting, however always at least nine (9) days prior to the record date of the general meeting. In addition, a shareholder wishing to addend the meeting shall register in advance in the manner and no later than on the date set out

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in the notice, which date may not be earlier than ten (10) days prior to 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 5 May 2020.

It was noted that the annual report, which includes the company's financial statements, the report of the board of directors and the auditor's report, had been published on the company's website and as a company release on 13 March 2020.

It was noted that the general meeting had been convened in accordance with the requirements of the articles of association, the Limited Liability Companies Act and Act 290/2020, which temporarily deviates from some of the provisions of the Limited Liability Companies Act.

The notice convening the general meeting was enclosed with the minutes (Schedule 1).

5 Recording the attendance at the meeting and adoption of the list of votes

The list of shareholders who had voted in advance during the advance voting period either in person or through a proxy and who had the right to participate in the general meeting under chapter 5(6)(6 a) of the Limited Liability Companies Act was presented.

It was recorded that a total of 16 shareholders representing 16,383,991 shares and an equal number of votes had participated in advance voting. The list of participants and the list of votes represented at the meeting were attached to the minutes (Appendix 2).

6 Presentation of the financial statements, the report of the board of directors and the auditor's report for the year 2019

It was noted that, because shareholders or proxy representatives of shareholders could only participate in the general meeting by voting in advance, the company's annual report published on 13 March 2020, which includes the company's financial statements and report of the board of directors as well as the auditor's report and which had been available on the company's website, were deemed to have been presented to the general meeting.

The CEO's review, which the company's CEO Teemu Huuhtanen had presented in a pre-recorded address published on the company's website on the date of the meeting, was attached to the minutes (Appendix 3).

The annual accounts documentation was attached to the minutes (Appendix 4).

7 Adoption of the financial statements

It was recorded that 16,383,991 shares, corresponding to 58.7181% of all of the shares and votes in the company, participated in the voting. A total of 16,383,991 votes were cast to support the adoption of the financial statements, corresponding to 100% of the votes cast.

Based on the result of voting, the general meeting adopted the financial statements for 2019.

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8 Resolution on the use of the profit shown on the balance sheet and on dividends

It was noted that the distributable funds of the parent company according to the balance sheet of the parent company as at 31 December 2019 were approximately EUR 13,837,000, of which the profit for the 2019 financial period was approximately EUR -8,294,000.

It was noted that the board of directors had proposed to the general meeting that no dividends be distributed for the 2019 financial period.

It was recorded that 16,383,991 shares and votes, corresponding to 58.7181% of all of the shares and votes in the company, participated in the voting. A total of 16,383,971 votes were cast to support the board of directors' proposal, corresponding to 99.9999% of all of the votes cast, and 20 votes were cast against the board of directors' proposal, corresponding to 0.0001% of the votes cast.

Based on the voting, the general meeting passed a resolution in accordance with the board of directors' proposal to not distribute dividends for the 2019 financial period.

9 Resolution on the discharge of the members of the board of directors and the CEO from liability

It was noted that the discharge from liability for the 2019 financial year concerned the following persons:

- Petri Niemi, chairperson
- Joakim Achrén, member up to 25 September 2019
- Elina Anckar, member as of 21 May 2019
- Xenophon Lategan, member as of 21 May 2019
- Peter Levin, member
- Jari Ovaskainen, member
- Nicholas Seibert, member as of 25 September 2019
- Teemu Huuhtanen, CEO

It was recorded that 16,383,971 shares and votes, corresponding to 58.7180% of all of the shares and votes in the company, participated in the voting. A total of 16,383,971 votes were cast to support granting discharge from liability, corresponding to 100% of the votes cast. A total of 20 votes were not cast, corresponding to 0.0001% of the shares represented at the meeting.

Based on the result of voting, the general meeting resolved to discharge the above members of the board of directors and the CEO from liability.

10 Discussion of the remuneration policy for governing bodies

It was noted that, because shareholders or proxy representatives of shareholders could only participate in the general meeting by voting in advance, the remuneration policy, which had been included with the notice convening the general meeting and which had been available on the company's website, was deemed to have been presented to the general meeting.

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The remuneration policy was attached to the minutes ([Appendix 4](#)).

It was recorded that 16,383,971 shares and votes, corresponding to 58.7180% of all of the shares and votes in the company, participated in the voting. A total of 16,077,506 votes were cast to support the remuneration policy, corresponding to 98.1295% of all of the votes cast, and 306,465 votes were cast against the remuneration policy, corresponding to 1.8705% of the votes cast. A total of 20 votes were not cast, corresponding to 0.0001% of the shares represented at the meeting.

Based on the result of voting, the general meeting resolved to support the presented remuneration policy. The resolution was advisory.

11 Resolution on the remuneration of the members of the board of directors

It was noted that shareholders representing a total of approximately 36.8% of the shares and votes in the company had proposed to the general meeting that the remuneration paid to the members of the board of directors be kept the same for a term that ends at the end of the first annual general meeting following the election as follows:

- Chairperson of the board, EUR 4,500 per month,
- Other members of the board, EUR 2,500 per month and
- Members of the remuneration committee and audit committee, a further EUR 1,000 per each committee meeting.

It was noted that said shareholders had further proposed that the travel expenses of members of the board of directors be compensated in accordance with the company's travel policy.

It was recorded that 16,383,991 shares and votes, corresponding to 58.7181% of all of the shares and votes in the company, participated in the voting. A total of 16,383,971 votes were cast to support the proposal of the above shareholders, corresponding to 99.9999% of all of the votes cast, and 20 votes were cast against the proposal, corresponding to 0.0001% of the votes cast.

Based on the result of voting, the general meeting resolved to approve the proposal of the above shareholders.

12 Resolution on the number of the members of the board of directors

It was noted that, according to the articles of association, the board of directors consists of a minimum of four and a maximum of 6 members. In addition, one to six deputy members may be elected to the board or directors. The board of directors currently has 6 members.

It was noted that shareholders representing a total of approximately 36.8% of the shares and votes in the company had proposed to the general meeting that six members be elected to the board of directors.

It was recorded that 16,383,991 shares and votes, corresponding to 58.7181% of all of the shares and votes in the company, participated in the voting. A total of 16,383,991 votes were cast to support the proposal of the above shareholders, corresponding to 100% of the votes cast.

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Based on the result of voting, the general meeting resolved to confirm the number of members of the board of directors to be six.

13 Election of members of the board of directors

It was noted that shareholders representing a total of approximately 36.8% of the shares and votes in the company had proposed to the general meeting that the current members of the board of directors Petri Niemi, Elina Anckar, Nicholas Seibert, Xenophin Lategan, Peter Levin and Jari Ovaskainen be re-elected for a term that ends at the end of the first annual general meeting following the election.

The candidates had consented to being elected.

It was recorded that 16,383,991 shares and votes, corresponding to 58.7181% of all of the shares and votes in the company, participated in the voting. A total of 16,383,991 votes were cast to support the proposal of the above shareholders, corresponding to 100% of the votes cast.

Based on the result of voting, the general meeting resolved to elect the persons proposed by the above shareholders: Petri Niemi, Elina Anckar, Nicholas Seibert, Xenophin Lategan, Peter Levin and Jari Ovaskainen.

14 Resolution on the remuneration of the auditor

It was noted that the board of directors had proposed to the general meeting, based on the recommendation of the audit committee, that the auditor be remunerated in accordance with the invoice approved by the company.

It was recorded that 16,383,991 shares and votes, corresponding to 58.7181% of all of the shares and votes in the company, participated in the voting. A total of 16,383,991 votes were cast to support the board of directors' proposal, corresponding to 100% of the votes cast.

Based on the result of voting, the general meeting passed a resolution in accordance with the board of directors' proposal based on the audit committee's recommendation to remunerate the auditor in accordance with the invoice approved by the company.

15 Election of the auditor

It was noted that, according to the articles of association, the company has one ordinary auditor, which shall be an audit firm registered with the Auditor Register maintained by the Finnish Patent and Registration Office, and the responsible auditor of which shall be an Authorized Public Accountant. During the previous financial year Pricewaterhousecoopers Oy acted as the auditor of the company.

It was noted that the board of directors had proposed to the general meeting, based on the recommendation of the audit committee, that audit firm Deloitte Oy be elected as the company's auditor for a term that ends at the end of the first annual general meeting following the election. Deloitte Oy had informed the company that Mikko Lahtinen, APA, would serve as the responsible auditor.

It was recorded that 16,383,991 shares and votes, corresponding to 58.7181% of all of the shares and votes in the company, participated in the voting. A total of 16,383,991 votes were cast to support the board of directors' proposal, corresponding to 100% of the votes cast.

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Based on the result of voting, the general meeting passed a resolution in accordance with the proposal of the board of directors' audit committee to elect audit firm Deloitte Oy as the company's auditor for a term that ends at the end of the 2021 annual general meeting.

It was recorded that Deloitte Oy had informed the company that Mikko Lahtinen, APA, would serve as the responsible auditor.

16 Authorisation of the board of directors to decide on the repurchase and/or acceptance as pledge of the company own shares

It was noted that the board of directors had proposed to the general meeting that the general meeting authorise the board of directors to decide on the repurchase and/or acceptance as pledge of the company's own shares as follows:

Under the authorisation, a maximum of 1,800,000 shares may be repurchased and/or accepted as pledge in one or more tranches, which corresponds to approximately 6.45% of all registered shares in the company on the date hereof.

The shares are to be repurchased using the company's unrestricted equity, on a multilateral trading facility in trading organised by Nasdaq Helsinki Ltd in accordance with its rules and instructions, due to which the repurchase will take place in directed manner, i.e. otherwise than in proportion to the shareholdings of the shareholders.

The consideration payable for the repurchase of the shares shall be based on the price of the company's share on a multilateral trading facility so that the minimum price for the repurchased shares is the lowest market price quoted on a multilateral trading facility during the validity period of the authorisation, and correspondingly, the maximum price is the highest market price of the share quoted on a multilateral trading facility during the validity period of the authorisation.

The shares can be repurchased or accepted as pledge in order to develop the company's equity structure, implement mergers and acquisitions or financial arrangements, implement the company's incentive schemes or to be otherwise further transferred or nullified.

The authorisation will revoke the authorisation issued by the company's annual general meeting of 21 May 2019 to decide on the repurchase of the company's own shares.

It is proposed that the authorisation be valid until 30 November 2021.

It was recorded that 16,383,971 shares and votes, corresponding to 58.7180% of all of the shares and votes in the company, participated in the voting. The board of directors' proposal was supported by 16,383,971 votes and shares, corresponding to 100% of all of the votes cast and 99.9999% of the shares represented at the general meeting. A total of 20 votes were not cast, corresponding to 0.0001% of the shares represented at the meeting.

Based on the result of voting, the general meeting resolved to authorise the board of directors to decide on the repurchase and/or acceptance as pledge of the company's own shares in accordance with the board of directors' proposal.

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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 noted that the company's board of directors had proposed to the general meeting that the general meeting 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:

Pursuant to the authorisation, a maximum of 2,700,000 shares may be issued in one or more tranches, corresponding to approximately 9.67% of all registered shares in the company on the date of the notice convening the general meeting.

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

Under the authorisation, shares and/or option rights and other special rights can be issued, e.g. for the implementation of mergers and acquisitions or financial arrangements, in consideration for new licenses, for the establishment of new strategic partnerships, for the implementation of the company's incentive schemes, or for other purposes decided by the board of directors. However, under the authorisation, a maximum of 1,396,000 shares may be issued for the implementation of the company's incentive schemes, which corresponds to approximately 5% of all registered shares in the company on the date hereof.

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 or other special rights.

The authorisation does not revoke prior authorisations of the board of directors to decide on the issuance of shares and/or option rights or other special rights entitling to shares.

It is proposed that the authorisation be valid until 30 April 2025.

It was recorded that 16,383,971 shares and votes, corresponding to 58.7180% of all of the shares and votes in the company, participated in the voting. The board of directors' proposal was supported by 16,383,971 votes and shares, corresponding to 100% of all of the votes cast and 99.9999% of the shares represented at the general meeting. A total of 20 votes were not cast, corresponding to 0.0001% of the shares represented at the meeting.

Based on the result of voting, the general meeting resolved to authorise 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 in accordance with the board of director's proposal.

18 Closing of the meeting

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 10 June 2020.

The chairperson closed the meeting at 10.15.

[Signatures on the following page]

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In fidem

Merja Kivelä
Chairperson

Teresa Kauppila
Secretary

The minutes have been scrutinized and approved by:

Teemu Soikkeli

APPENDICES

Notice convening the general meeting (Appendix 1)

List of participants and the list of votes represented at the meeting (Appendix 2)

CEO's review (Appendix 3)

Annual accounts documentation (Appendix 4)

Remuneration policy (Appendix 5)