

Extraordinary General Meeting of CapMan Plc

Time: 25 March 2019 at 10:00 a.m.

Place: Ludviginkatu 6, 4th floor, Helsinki, Finland

Present: The shareholders set out on the list of votes (Appendix 1) adopted at the meeting were present at the meeting, in person or represented.

Present at the meeting were, in addition, Board members (except for Ms. Catarina Fagerholm, Mr. Eero Heliövaara and Mr. Peter Ramsay), the CEO of the company, the company's lead auditor, representatives of the company's senior management as well as technical personnel.

1 §

OPENING OF THE MEETING

The Chairman of the Board of Directors Mr. Andreas Tallberg opened the meeting.

2 §

CALLING THE MEETING TO ORDER

Mr. Manne Airaksinen, Attorney-at-Law, was elected Chairman of the Extraordinary General Meeting and he called the company's General Counsel Tiina Halmesmäki, to act as secretary.

The Chairman explained the procedures for considering the items on the agenda of the meeting.

It was recorded that the meeting was conducted in Finnish.

The Chairman described the availability of the documents.

The Chairman noted that certain shareholders holding nominee registered shares had provided the company with voting instructions prior to the Extraordinary General Meeting and gave a description of the voting instructions that these nominee registered shareholders had provided.

Summary lists of the voting instructions of the above-mentioned nominee registered shareholders were attached to the minutes (Appendix 2).

3 §

ELECTION OF PERSONS TO SCRUTINISE THE MINUTES AND TO SUPERVISE THE COUNTING OF VOTES

Pasi Erlin and Nelli Back were elected to scrutinise the minutes and supervise the counting of votes.

4 §

RECORDING THE LEGALITY OF THE MEETING

It was recorded that the notice to the meeting had been published on the company's website and by a stock exchange release on 1 March 2019, and that registration for the meeting had, in accordance with the notice to the meeting, been required at the latest on 20 March 2019 by 10:00 a.m.

It was recorded that the Extraordinary General Meeting had been convened in accordance with the articles of association and the provisions of the Companies Act.

The notice to the meeting was attached to the minutes (Appendix 3).

5 §

RECORDING THE ATTENDANCE AT THE MEETING AND ADOPTION OF THE LIST OF VOTES

A list recording the attendance at the beginning of the meeting, according to which 27 shareholders were present either in person, by statutory representative or by proxy, was presented (Appendix 1). 19,318,354 shares and votes in total were represented at the beginning of the meeting.

It was recorded that the list of votes would be adjusted to correspond to the attendance at the beginning of a possible vote.

6 §

RESOLUTION ON THE REPAYMENT OF EQUITY FROM THE INVESTED UNRESTRICTED EQUITY FUND

It was recorded that the Board of Directors had proposed to the Extraordinary General Meeting that equity be returned from the invested unrestricted equity fund of the company in accordance with the proposal of the Board of Directors which had been included in the notice to the meeting.

The Extraordinary General Meeting decided in accordance with the proposal of the Board of Directors that EUR 0.06 per share be returned from the invested unrestricted equity fund of CapMan Plc.

The equity repayment will be paid to shareholders who on the record date of the equity repayment 27 March 2019 are recorded in the company's shareholders' register held by Euroclear Finland Ltd. The equity repayment will be paid on 3 April 2019.

7 §

CLOSING OF THE MEETING

It was recorded that all decisions of the Extraordinary General Meeting were unanimous unless otherwise indicated in the minutes.

The Chairman stated that all items on the agenda had been considered and that the minutes of the meeting would be available on the company's website as from 8 April 2019 at the latest.

The Chairman closed the meeting at 10:07 a.m.

[Signature page to follow]

Chairman of the General Meeting:

Manne Airaksinen

Manne Airaksinen

In fidem:

Tiina Halmesmäki

Tiina Halmesmäki

Minutes reviewed and approved:

Nelli Back

Nelli Back

Pasi Erlin

Pasi Erlin

Appendices

Appendix 1 List of votes

Appendix 2 Voting instructions of nominee registered shareholders represented by Nordea Bank Abp

Appendix 3 Notice to the General Meeting