

15 March 2023

Proposal of the Board of Directors to Sitowise's Annual General Meeting on the amendment of the Articles of Association

The Board of Directors proposes to the Annual General Meeting that the Articles of Association of the Company be amended so that organizing the General Meeting is made possible without a meeting venue, i.e., as a so-called remote meeting. The proposal is based on the legislative changes to Chapter 5 of the Finnish Companies Act, which include the possibility to arrange remote General Meetings. According to the Finnish Companies Act, in a remote meeting, shareholders fully use their decision-making power in real time using a telecommunications connection and technical instruments during the meeting.

The Board of Directors also proposes to the Annual General Meeting that the Articles of Association of the Company be amended so that, in addition to the Company's domicile Espoo, the General Meeting can be held in Helsinki and Vantaa.

In accordance with the proposal of the Board of Directors, after the amendments, the Section 9 of the Company's Articles of Association would read as follows (changes in bold):

"9 § The shareholders exercise their power of decision in the company's affairs at the General Meeting.

The Annual General Meeting of shareholders shall be held annually within six (6) months of the expiration of the financial year. An Extraordinary General Meeting of shareholders shall be held when the Board of Directors considers it necessary or when the law so requires.

*The Board of Directors convenes the General Meeting and decides on the date and place of the Meeting. **In addition to the domicile of the company, the General Meeting may be held in Helsinki and Vantaa.** The notice of the General Meeting shall be delivered to the shareholders no earlier than three (3) months and no later three (3) weeks prior to of the Meeting, however, no later than nine (9) days before the record date of the General Meeting. The notice shall be delivered to the shareholders by means of a notice published on the company's website or at least in one national daily newspaper designated by the Board of Directors.*

The Board of Directors may decide that a General Meeting is arranged without a meeting venue in a manner whereby shareholders exercise their decision-making power in full and in real time during the meeting using telecommunication connection and technical tools (remote meeting).

To be entitled to attend the General Meeting, a shareholder must register with the company no later than on the date specified in the notice of the General Meeting, which date may not be earlier than ten (10) days prior to the General Meeting."

Sitowise Group Plc

The Board of Directors

