

A close-up, high-angle photograph of several interlocking metal gears, rendered in a monochromatic red color. The gears are arranged in a cluster, with some in sharp focus and others blurred in the background, creating a sense of depth and mechanical complexity.

Componenta Corporation Extraordinary General Meeting

29 October 2020

12:00 EET

Componenta Corporation Extraordinary General Meeting

29 October 2020

Agenda:

1. Opening of the meeting
2. Calling the meeting to order
3. Election of persons to scrutinize the minutes and to supervise the counting of votes
4. Recording the legality of the meeting
5. Recording the attendance at the meeting and adoption of the list of votes
6. Authorizing the Board of Directors to resolve on a rights issue
7. Proposal of the Board of Directors for the Extraordinary General Meeting for resolution to carry out a reverse share split and thereto related redemption of shares and authorizing the Board of Directors to resolve on the directed share issue
8. Closing of the meeting

1. Opening of the meeting

2. Calling the meeting to order

3. Election of persons to scrutinize the minutes and to supervise the counting of votes

4. Recording the legality of the meeting

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

6. Authorizing the Board of Directors to resolve on a rights issue

Proposal of the Board of Directors

Stock Exchange Release 5 October 2020

The Board of Directors proposes to the EGM that:

Componenta Corporation EGM would authorize the Board of Directors to resolve on the issuance of maximum 237,269,224 new shares to carry out a rights issue.

- **The shares are offered for subscription** to the shareholders of the company in proportion to their shareholding in the company as per the record date of the rights issue.
- **The authorization includes** the right for the Board of Directors to resolve to offer, on a secondary basis, the potentially unsubscribed shares to the other shareholders or other persons for subscription.
- **The Board of Directors is authorized** to resolve on all other terms and conditions of the rights issue.
- **The authorization is proposed to be valid until** the close of the next Annual General Meeting, however, no longer than until 30 June 2021. The authorization does not revoke the share issue authorizations resolved upon earlier.
- **The rights issue** is intended to be carried out by the end of year 2020.

7. Proposal of the Board of Directors for the Extraordinary General Meeting for resolution to carry out a reverse share split and thereto related redemption of shares and authorizing the Board of Directors to resolve on the directed share issue

Proposal of the Board of Directors

Stock Exchange Release 5 October 2020

The Board of Directors proposes that the EGM

- **Resolve** that the number of shares in the company would be reduced without reducing the share capital.
- **The arrangement is proposed to be carried out by** conveying company's new shares and by redeeming company's shares to that effect that:
 - **each fifty (50) shares of the company are merged into one (1) share** without reducing the share capital of the company.
 - **The Board of Directors is authorized to resolve on a directed share issue in which new shares are conveyed** without compensation to the effect that the number of shares in each shareholders book-entry account is made divisible by 50.
 - **Concurrently**, the company will redeem without compensation from each shareholder a number of shares determined by redemption ratio 49/50, meaning that for each 50 existing shares the company will redeem 49 shares. The shares redeemed without compensation in connection with the reduction of number of shares will be cancelled immediately after the redemption.

Proposal of the Board of Directors

Stock Exchange Release 5 October 2020

Reverse share split and redemption of shares, and the directed share issue

- **The reverse share split and redemption of shares and the directed share issue will be executed** on the Reverse Split Date later resolved by the Board of Directors.
- **The maximum amount of share issue authorization** is proposed to be 400 000 shares. The maximum amount is based on the Board of Director's assessment on 5 October 2020 related to the number of shareholders.
- **The authorization is proposed to be valid** until the close of the next Annual General Meeting, however, no longer than until 30 June 2021. The authorization does not revoke the share issue authorizations resolved upon earlier.
- **The Board of Directors is authorized to resolve** on all the matters related to the conveyance carried out without compensation within the limits of the proposed authorization.
- **The Board of Directors has the right** to resolve on all other matters with respect to the redemption of shares.
- **The Board of Directors intends** to carry out the reverse share split after execution of the rights issue proposed in item 6.

Proposal of the Board of Directors

Stock Exchange Release 5 October 2020

The Board of Directors holds that:

The purpose of reverse share split is to

- **facilitate trade in the company's shares by increasing the value of an individual share**
- **to contribute the shares' efficient price formation.**

Merging the shares is in the interest of the company and all of its shareholders. The company has a particularly weighty financial reason for the reverse share split and the related redemption of shares and the directed share issue. .

8. Closing of the meeting



Componenta Corporation EGM
29 October 2020
Thank you!