

## NOTICE OF ANNUAL GENERAL MEETING OF SATO CORPORATION

Notice is hereby given to the shareholders of SATO Corporation of the Annual General Meeting to be held in the SATO office building auditorium (address: Panuntie 4, FI-00610 Helsinki) *on Tuesday 23 June 2020 at 15.00*. The reception of registered participants and the distribution of voting tickets will commence at 14.30.

### Matters on the agenda of the General Meeting

The following matters will be considered at the General Meeting:

- 1. Opening of the meeting**
- 2. Calling the meeting to order**
- 3. Election of examiner of the minutes and a person to supervise the counting of votes**
- 4. Recording the legality of the meeting**
- 5. Recording of the participants and adoption of the list of votes**
- 6. Presentation of the financial statements, report of the Board of Directors and auditor's report for the year 2019**  
Presentation of the annual review.
- 7. Adoption of the financial statements**
- 8. Resolution on the use of the profit shown on the balance sheet and the payment of dividend**  
The Board of Directors proposes that the company will not distribute any dividend for the financial year ending on 31 December 2019.
- 9. Resolution on discharge of members of the Board of Directors and CEO from liability**
- 10. Resolution on the remuneration to the members of the Board of Directors**  
Shareholders' Nomination Committee proposes that the remunerations will remain unchanged and that the Chair of the Board will be paid EUR 36,000 per term, the Deputy Chair of the Board EUR 22,000 per term and Board Members EUR 18,000 per term. In addition, the Board and Committee Chairs and Members will be paid EUR 500 for each meeting.
- 11. Resolution on the number of members of the Board of Directors**  
Shareholders' Nomination Committee proposes that the number of the members of the Board be confirmed as seven.
- 12. Election of the members of the Board of Directors**  
Shareholders' Nomination Committee proposes that members of the Board of Directors Marcus Hansson, Jukka Hienonen, Esa Lager, Tarja Pääkkönen, Erik Selin, Johannus (Hans) Spikker and Timo Stenius be re-elected as members of the Board of Directors.
- 13. Election of the Chairman of the Board of Directors**  
Shareholders' Nomination Committee proposes that Erik Selin be elected as the Chairman of the Board of Directors.
- 14. Resolution on the remuneration of the auditor**  
In accordance with the recommendation of the Board's Audit Committee, the Board of Directors proposes that the auditor's fee be paid as invoiced and approved.

### **15. Election of auditor**

In accordance with the recommendation of the Board's Audit Committee, the Board of Directors proposes that the audit firm Deloitte Oy be elected as the auditor. If Deloitte Oy will be elected as auditor, the audit company has informed that APA Eero Lumme will serve as the auditor with principal responsibility.

### **16. Closing of the meeting**

## **Documents of the General Meeting**

The notice of the meeting, which includes the meeting agenda with the draft resolutions, is available on SATO Corporations website [www.sato.fi](http://www.sato.fi). SATO Corporation's financial statements, report of the Board of Directors and the auditor's report are available on the mentioned website. The above-mentioned documents will also be available at the General Meeting. The minutes of the General Meeting will be available on the website [www.sato.fi](http://www.sato.fi) on 7 July 2020 at the latest.

## **Instructions for participants of the General Meeting**

### **About organizing the meeting**

SATO Corporation has a very serious attitude to the circumstances due to corona virus and makes its reasonable efforts to ensure the safety of those who need to be present at the meeting. The meeting will be held as short as possible, the number of company's representatives in the meeting shall be limited to minimum and the presentations in the meeting shall be limited to cover only the required matters. The general meeting can be organized only if the number of participants at the meeting is so low that the meeting can be held in compliance with the instructions given by the authorities. SATO Corporation will update the instructions regarding the Annual General Meeting if needed.

The shareholders may exercise their voting rights by issuing a power of attorney to Legal counsel Anna Saarinen, SATO Corporation.

The shareholders may present written questions to company in advance concerning the matters to be handled in the annual general meeting. The questions can be sent to the e-mail address [yhtiokokous@sato.fi](mailto:yhtiokokous@sato.fi). The questions shall be delivered to the company on 10 June 2020 at the latest. The company will aim to consider the presented questions when preparing presentations for the annual general meeting. The written presentation material will be available at company's website after the meeting.

To ensure the decision-making process in the meeting SATO Corporation has received an announcement that the shareholders holding the majority of the shares and votes in SATO Corporation support all the proposals made by the board of directors and the shareholders' nomination committee to the annual general meeting.

There will be no coffee service at the meeting.

### **Right to attend and registration**

Each shareholder who is on 10 June 2020 registered in the shareholders register of the company maintained by Euroclear Finland Ltd has the right to attend the General Meeting. A shareholder whose shares have been entered into his/her personal Finnish book-entry account is registered in the shareholders register of the company.

A shareholder who is entered into the shareholders register and who wish to attend the General Meeting shall register for the meeting no later than on 18 June 2020 at 16.00, by which time the registration shall be received by the company. The registration may be made as follows:

- by regular mail to the address SATO Corporation, Kati Laakso, PO Box 401, FI-00601 Helsinki
- by telephone (+358 201 34 4002/Kati Laakso) Mon-Fri 9.00 – 16.00, or
- by e-mail to [yhtiokokous@sato.fi](mailto:yhtiokokous@sato.fi)

Registrations to the company's annual general meeting which was to be held on 1 April 2020 shall not be considered as registrations to this reconvened annual general meeting.

Personal information given by the shareholders to SATO Corporation shall be used only in connection with the General Meeting and the registrations required for it.

If required, the shareholder, his/her authorized representative or proxy representative shall prove his/her identity and/or the right of representation at the meeting.

#### **Holders of nominee registered shares**

A holder of nominee registered shares is entitled to attend the General Meeting by virtue of shares on the basis of which he/she on 10 June 2020 would be entitled to be registered in the shareholders register of the company maintained by Euroclear Finland Ltd. The attendance also requires that the shareholder is temporarily entered into the shareholders register maintained by Euroclear Finland Oy on the basis of such shares by 18 June 2020 by 10.00. For shares entered in the nominee register, this will be deemed as registration for the General Meeting.

With regard to the nominee registered shares, the holder of such shares is advised to request from his/her custodian bank in time instructions for entry on the temporary shareholders register, the issuing of proxy documents and registration for the General Meeting. The account management organisation of the custodian bank shall request temporary entry of the holder of the nominee registered shares wishing to attend the General Meeting into the company's shareholders register no later than the abovementioned time.

#### **Representatives and powers of attorney**

A shareholder may attend the General Meeting and exercise his/her rights by way of a representative. The shareholder's representative shall present a dated power of attorney or otherwise in a reliable manner prove his/her right to represent the shareholder. In case a shareholder participates the General Meeting by means of several representatives, representing the shareholder with shares entered into different book-entry accounts, the shares on the basis of which each representative represents the shareholder shall be identified in connection with the registration for the General Meeting.

A shareholder may also issue a power of attorney to Legal counsel Anna Saarinen to present the shareholder at the meeting.

Proxy documents, if any, should be delivered to SATO Corporation, Kati Laakso, PO Box 401, FI-00601 Helsinki by the expiry of the registration period.

#### **Other instructions and information**

Pursuant to Chapter 5 Section 25 of the Finnish Limited Liability Companies Act a shareholder attending the General Meeting is entitled to request information concerning the issues on the Meeting agenda

On the date of publishing this notice of the Annual General Meeting SATO Corporation has a total of 56,783,067 shares and votes.

Helsinki, 22 May 2020

SATO CORPORATION  
Board of Directors