



Notice of the Annual General Meeting of Shareholders of Nixu Corporation

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Notice is hereby given to the shareholders of Nixu Corporation to attend the Annual General Meeting (“**AGM**”) of Shareholders to be held on Thursday, April 25, 2019, at 4:00 PM EET at Dipoli at the following address: Otakaari 24, 02150 Espoo, Finland. Reception of registered attendants and the distribution of voting papers will commence at 3:00 PM EET. Coffee will be served prior to the meeting.

At the end of the AGM, estimated approximately at 5 pm to 6 pm, André Catry, Nixu's leading cybersecurity consultant, will give a presentation on cyber threats. The presentation is in English.

A. Matters to be discussed in the AGM

- 1. Opening of the meeting**
- 2. Calling the meeting to order**
- 3. Election of persons to scrutinise 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. Presentation of the Financial Statements, Report of the Board of Directors and Auditor's Report for the year 2018**
 - Presentation of the CEO's Review
- 7. Adoption of the Financial Statements**
- 8. Resolution on the use of the profit shown in the Balance Sheet and the payment of a dividend**

The Board of Directors proposes to the AGM that the profit of the parent company for the financial year January 1 – December 31 2018, EUR 115,023.14, to be transferred to the retained earnings account and that no dividend shall be paid.

- 9. Resolution on the discharge of the members of the Board of Directors and the CEO from liability**
- 10. Resolution on the remuneration of the members of the Board of Directors**

Shareholders representing over 35% of the shares and votes in the company have notified the Board of Directors that they will propose to the AMG for the remuneration of the members of the Board of Directors to be paid as follows:

The Chairman of the Board of Directors: EUR 3,200 per month, the Deputy Chairman: EUR 2,400 per month, and other Members of the Board: EUR 1,600 per month. For the work of the Audit Committee, the Chairman of the Committee will be

paid an annual remuneration of EUR 2,000 and each Member shall be paid an annual remuneration of EUR 1,000.

In addition, travel expenses of the members of the Board of Directors shall be reimbursed in accordance with the company's travel policy.

11. Resolution on the number of members of the Board of Directors

Shareholders representing over 35% of the shares and votes in the company have notified the Board of Directors that they will propose to the AMG that the number of members of the Board of Directors would be seven (7).

12. Election of the members of the Board of Directors

Shareholders representing over 35% of the shares and votes in the company have notified the Board of Directors that they will propose to the AMG that the following ordinary members of the Board of Directors be re-elected until the conclusion of the next AGM: Kati Hagros, Juhani Kaskeala, Marko Kauppi, Kimmo Rasila, Tuija Soanjärvi, Teemu Tunkelo, and as a new ordinary member, Anders Silwer. Silwer's introduction and CV are available at www.nixu.com/investors/nixu-annual-general-meeting-2019.

The nominees have given their consent for the position.

13. Deciding the remuneration of the auditor

Shareholders representing over 35% of the shares and votes in the company have notified the Board of Directors that they will propose to the AMG that the remuneration of the auditor of the company be paid according to a reasonable invoice.

14. Selection of the Auditor

Shareholders representing over 35% of the shares and votes in the company have notified the Board of Directors that they will propose to the AMG that the authorized public accountants PricewaterhouseCoopers Oy be re-elected as the auditor of the company. PricewaterhouseCoopers Oy has announced that Mr. Heikki Lassila, Authorized Public Accountant, will act as the auditor in charge.

15. Authorizing the Board of Directors to resolve on the purchase of the company's own shares

The Board of Directors proposes that the AGM resolves to authorize the Board of Directors to resolve on the acquisition of the company's own shares in one or several instalments as follows:

Up to 711,714 shares can be acquired using funds belonging to the unrestricted equity of the company. The proposed amount equates to approximately ten (10) per cent of all the shares in the company on the date of the notice, taking into account the company's own shares already held by the company. Acquisitions under the

authorization are proposed to be done on the marketplace of which rules allow the company to trade with its own shares. The shares shall be acquired through public trading on the marketplaces where the company's share is admitted to public trading. The consideration paid for the acquired shares shall be based on the market price.

The authorization shall also entitle the Board of Directors to resolve on an acquisition of shares otherwise than in proportion to the shares owned by the shareholders (directed purchase). In such event, there must exist weighty financial reasons for the company for the purchase of its own shares.

The shares may be acquired to implement the company's arrangements linked to the company's business operations, to implement the company's share-based incentive programmes or to be otherwise transferred or be cancelled. The acquired shares can also be held by the company itself.

The Board of Directors is authorized to resolve on all other conditions and matters related to the acquisition of the company's own shares. The acquisition of the company's own shares will reduce the unrestricted equity of the company.

The authorization is proposed to remain in force until the next AGM, however, up to June 30, 2020, whichever is the earliest.

16. Authorizing the Board of Directors to decide on a share issue, granting of special rights entitling to shares and the disposal of own shares

The Board of Directors proposes that the AGM resolves to authorize the Board of Directors to decide on the issuance of new shares through a share issue or by granting other special rights entitling to shares, referred to in Chapter 10, Section 1 of the Finnish Companies Act, and/or disposing shares held by the company as follows:

The Board of Directors may, in one or several instalments, issue new shares or grant special rights entitling to shares in accordance with Chapter 10, Section 1 of the Companies Act and dispose shares held by the company itself. The total number of shares to be issued under the authorization may not exceed 1,448,240. The authorization includes the right to decide to issue either new shares or own shares held by the company itself either against payment or without consideration.

New shares or shares held by the company itself may be issued in deviation from the shareholder's pre-emptive rights, if there exists a weighty financial reason for the company to implement such directed share issue or, in the case of an issue without consideration, an especially weighty financial reason for it both for the company and with regard to the interests of all shareholders.

The Board of Directors is authorized to resolve on the other terms and matters pertaining to the issuance of shares, option rights and to the granting of other special rights entitling to shares as well as the disposal of shares held by the company itself.

The authorization may be exercised to develop the capital structure, expand the ownership base, for the payment of consideration in transactions, when acquiring assets related to the company's business operations and to implement incentive

programmers so that the shares are issued directly to the employees and CEOs of the company and its subsidiaries. The proposed maximum number of shares corresponds to approximately 20 percent of the company's registered number of shares.

The authorization is proposed to remain in force until the next AGM, however, up to June 30, 2020, whichever is the earliest, and it would replace the previous authorizations regarding a directed share issue and the disposal of own shares.

17. Closing of the meeting

B. AGM documents

The above proposals included in the agenda of the AGM, this notice of the AGM, Nixu Corporation's Financial Statements, Report of the Board of Directors and the Audit Report will be available on the company website at www.nixu.com/investors/nixu-annual-general-meeting-2019 on March 27, 2019. The documents are also available in the AGM, and copies of them and this notice will be sent to shareholders upon request. The minutes of the AGM will be available on the above-mentioned website no later than May 9, 2019.

C. Instructions for those attending the AGM

1. Right to attend the AGM and registration

Shareholders registered in the shareholders' register of the company maintained by Euroclear Finland Ltd. no later than April 11, 2019 have the right to participate in the AGM. A Shareholder whose shares are registered in his or her personal Finnish book-entry account is registered in the shareholders' register of the company.

Shareholders registered in the shareholders' register of the company wishing to participate in the AGM should register for the AGM with the company by 10:00 AM EET on April 18, 2019 at the latest by giving a prior notice of participation, which must be received by the company no later than the above-mentioned date.

Such notice can be given:

- online at www.nixu.com/investors/nixu-annual-general-meeting-2019
- by e-mail at agm@nixu.com
- by letter addressed to Nixu Corporation, Annual General Meeting of Shareholders, P.O. Box 39, FI-02151 Espoo, Finland

When registering, shareholders should notify their name, address, personal identity code or business ID, telephone number and the name of an assistant or proxy representative, if applicable, and the personal identity code of the proxy representative. The personal information provided by shareholders for the Nixu Corporation are only processed in the context of the AGM and the registrations necessary for the AGM. Shareholders, their representatives, or proxy representatives present at the meeting should, where required, be able to prove their identity and/or authorization to represent a shareholder.

2. Shareholders with nominee registered holdings

Holders of nominee registered shares have the right to participate in the AGM according to those shares based on which he/she/it would be entitled to be registered in the shareholders' register of the company held by Euroclear Finland Ltd on April 11, 2019. In addition, the right to participate in the AGM requires that the shareholder has been registered on the basis of such shares into the temporary shareholders' register held by Euroclear Finland Ltd. by April 18, 2019 by 10.00 AM EET at the latest. This constitutes a due registration regarding a holder of nominee registered shares for the AGM.

Holders of nominee registered shares are advised to request without delay that their custodian bank provides the necessary instructions regarding registration in the temporary shareholders' register of the company, issuing proxy documents, and registration for the AGM. Account manager organization at custodian banks must register holders of nominee registered shares who wants to participate in the AGM in the temporary shareholders' register by the time stated above.

3. Use of a proxy representative and letters of proxy

Shareholders have the right to participate in the AGM and exercise their rights at the meeting by way of proxy representation. The proxy representative should produce a dated proxy document or otherwise demonstrate in a reliable manner his/her right to represent the shareholder. When a shareholder participates in the AGM by means of several proxy representatives which represent the shareholder with shares held in several securities accounts, the shares by which each proxy represents the shareholder shall be identified in connection with the registration for the AGM.

Proxy documents should be delivered in original form to the following address: Nixu Corporation, Annual General Meeting of Shareholders, P.O. Box 39, FI-02151 Espoo, Finland before the end of the registration period at 10:00 am EET on April 18, 2019.

4. Other information

Pursuant to Chapter 5, Section 25 of the Finnish Companies Act, a shareholder who is present at the AGM has the right to request information with respect to the matters to be considered at the meeting.

On the date of this AGM notice the total number of shares and votes in Nixu Corporation is 7,241,198. The company or its subsidiaries own 12,405 company shares, which have no voting rights at the general meeting.

Espoo, March 27, 2019

NIXU CORPORATION
Board of Directors

Further information:

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Distribution:

main media

www.nixu.com

Nixu in Brief:

Nixu is a cybersecurity services company on a mission to keep the digital society running. Our passion is to help organizations embrace digitalization securely. Partnering with our clients we provide practical solutions for ensuring business continuity, an easy access to digital services and data protection. We aim to provide the best workplace to our team of nearly 400 cybersecurity professionals with a hands-on attitude. With Nordic roots we serve enterprise clients worldwide. Nixu shares are listed on the Nasdaq Helsinki stock exchange.

www.nixu.com