

EXTRAORDINARY GENERAL MEETING OF DNA PLC

Time 31 October 2019 at 9:00 am

Place Kämp Hotel, Symposion facilities, Kluuvikatu 2, Helsinki, Finland

Present The shareholders present or represented at the meeting are listed in the list of votes confirmed at the meeting ([Appendix 5.1](#)).

The meeting was also attended by the company's management and meeting officers.

1 Opening of the meeting

The Chairman of the Board of Directors Pertti Korhonen opened the meeting.

2 Calling the meeting to order

Juha Väyrynen was elected as Chair of the General Meeting; the Chair asked the Group's Senior Vice President of Legal Affairs Asta Rantanen to act as Secretary for the General Meeting.

The Chair explained the procedures to be used to discuss the items on the agenda.

The Chair noted that Nordea Bank Plc and Skandinaviska Enskilda Banken AB (publ), Helsinki Branch, had indicated that they represented certain nominee registrations and other shareholders and that the shareholders represented by them had indicated that they supported all the proposals made in advance to the General Meeting.

3 Election of persons to scrutinise the minutes and supervise the counting of votes

Kaisa Leppäkumpu and Anne Suvela were elected to scrutinise the minutes.

Kaisa Leppäkumpu and Anne Suvela were elected to supervise the counting of votes.

4 Declaration of validity of the meeting

It was noted that the Notice of the General Meeting, which included the Board's proposals to the General Meeting, had been made public in a stock exchange release and on the company's website on 1 October 2019. The Shareholders' Nomination Committee's proposals to the General Meeting had been made public in a stock exchange release and on the company's website on 1 October 2019.

It was noted that the General Meeting had been convened in accordance with the rules and regulations laid down in the Articles of Association and the Limited Liability Companies Act, and the meeting was therefore valid.

The Notice of the General Meeting was appended to the minutes of the meeting as [Appendix 4.1](#), and the proposals of the Shareholders' Nomination Committee as [Appendix 4.2](#).

5 Recording the attendance and adoption of the list of votes

The list of persons present at the beginning of the meeting and the list of votes were presented. According to the lists, 13 shareholders were either present in person or represented by a legal representative or by proxy at the meeting.

It was noted that the total number of the company's shares was 132,303,500, and that each share entitled to one vote at the General Meeting. It was noted that the company had held 121,316 treasury shares on the General Meeting's record date of 21 October 2019. It was recorded that the number of shares and votes held by those present at the beginning of the General Meeting was 129,735,991.

The list of persons present at the beginning of the meeting and the list of votes were appended to the minutes as Appendix 5.1.

6 Resolution on the number of members of the Board of Directors

The Shareholders' Nomination Committee had proposed to the General Meeting that the number of Board members be set at seven (7).

The General Meeting decided to approve the Nomination Committee's proposal on the number of Board members.

7 Resolution on the remuneration of the members of the Board of Directors

The Shareholders' Nomination Committee had proposed to the General Meeting that the remuneration of the Board of Director remain unchanged.

The Shareholders' Nomination Committee had proposed to the General Meeting that the Chairman of the Board be paid annual remuneration of EUR 144,000 and each Board member EUR 48,000. The proposed meeting fee per Board meeting was EUR 1,050. The proposed meeting fee per meeting of the Board's permanent committees was EUR 1,050 for the committee chairs and EUR 525 for each committee member.

The Shareholders' Nomination Committee had proposed to the General Meeting that Board members who are not independent of DNA Plc's shareholders waive their entitlement to remuneration. It was recorded that all the persons proposed to be nominated to the Board had waived their entitlement to remuneration.

The General Meeting decided to approve the Nomination Committee's proposal on the remuneration of Board members.

8 Election of the members of the Board of Directors

The Shareholders' Nomination Committee had proposed to the General Meeting the re-election of the current Board members Anni Ronkainen, Kirsi Sormunen and Tero Ojanperä. Furthermore, the Nomination Committee had proposed the election of Jørgen Arentz-Rostrup, Ulrika Steg, Fredric Scott Brown and Nils Katla as new Board members. All of the persons proposed to be nominated to the Board had given their consent to being nominated.

Background information on the proposed members of the Board had been available online at: <https://corporate.dna.fi/sijoittajat/hallinnointi/yhtiokokoukset>.

In accordance with the Nomination Committee's proposal, the General Meeting decided to elect Jørgen Arentz-Rostrup, Fredric Scott Brown, Nils Katla, Tero Ojanperä, Anni Ronkainen, Kirsi Sormunen and Ulrika Steg as Board members for the term of office that ends at the end of the following year's Annual General Meeting.

9. Closing of the meeting

The Chair of the General Meeting noted that all the items on the agenda had been dealt with and that the minutes of the meeting would be made available at the company's head office and on its website by 14 November 2019 at the latest.

The Chair ended the meeting at 9.14 am.

Signed in witness of:

Juha Väyrynen
Chair

Asta Rantanen
Secretary



The minutes have been scrutinised and approved by:

Kaisa Leppäkumpu

Anne Suvela