



Decisions taken by Adapteo Plc's Annual General Meeting and Board of Directors

Adapteo Plc Regulatory Press release 19 April 2021 at 4:30 p.m CEST

Adapteo Plc's ("**Adapteo**") Annual General Meeting ("**AGM**") was held today 19 April 2021 in Vantaa. The AGM adopted the financial statements, the report of the Board of Directors and the auditor's report for the financial year 2020 and discharged the members of the Board of Directors as well as the President & CEO from liability for the financial year 2020. Furthermore, the AGM made the following resolutions.

Use of the profit shown on the balance sheet

The AGM resolved that that a dividend of EUR 0.12 per share (i.e. for 49,124,722 shares up to EUR 5,894,966.64) will be paid based on the balance sheet adopted for the financial year ended 31 December 2020. The dividend will be paid to shareholders who on the dividend record date of 21 April 2021 are entered as shareholders in the Company's shareholder register held by Euroclear Finland Ltd. The dividend will be paid on 28 April 2021.

Adoption of the remuneration report of the governing bodies

The AGM adopted the remuneration report of the governing bodies.

Remuneration of the Board of Directors

The AGM resolved that the members of the Board of Directors shall be paid the following remuneration: To the Chairman of the Board of Directors EUR 92,500 per year and to each other member of the Board of Directors EUR 37,500 per year.

The member of the Board of Directors elected Chairman of the Audit Committee shall receive an additional compensation of EUR 15,000 per year and each other member of the Audit Committee EUR 7,500 per year. The member of the Board of Directors elected Chairman of the Remuneration Committee shall receive an additional compensation of EUR 10,000 per year and each other member of the Remuneration Committee EUR 5,000 per year. The total fee for the services of the Audit Committee and the Remuneration Committee shall not exceed EUR 50,000.

The remuneration is paid in cash and reasonable travel expenses will be refunded in as invoiced.

Composition of the Board of Directors

The AGM resolved that the number of members of the Board of Directors shall be eight (8). All current members of the Board of Directors, i.e., Peter Nilsson as the Chairman and Carina Edblad, Outi Henriksson, Sophia Mattsson-Linnala, Andreas Philipson, Joakim Rubin and Ulf Wretskog were re-elected as members of the Board of Directors. Rickard Wilson was elected as new member of the Board of Directors. The term of office of all members of the Board of Directors of Adapteo will expire at the end of the AGM 2022.

Election and remuneration of Auditor

The AGM re-elected the firm of authorised public accountants KPMG Oy Ab as the Auditor of the company, with Authorised Public Accountant Toni Aaltonen as the responsible auditor. The Auditor shall be paid reasonable remuneration in accordance with an invoice approved by Adapteo.

Authorisation to resolve on the issuance of shares and special rights entitling to shares

The AGM authorised the Board of Directors to resolve on the issuance of shares, as well as the issuance of option rights and other special rights entitling to shares pursuant to Chapter 10 of the Finnish Companies Act as follows:

Under the authorisation, a maximum of 4,900,000 shares can be issued, which corresponds to approximately 10 percent of all Adapteo's shares at the time of the resolution. The shares or special rights entitling to shares can be issued in one or more tranches, either against or without payment. The shares issued under the authorisation can be new shares or shares in Adapteo's possession.

The authorisation can be used for the financing or execution of acquisitions or other business arrangements, to strengthen the balance sheet and financial position of the company, for implementing the company's share-based incentive plans, or for other purposes determined by the Board of Directors.

Under the authorisation, the Board of Directors may resolve upon issuing new shares, without consideration, to Adapteo itself. However, Adapteo, together with its subsidiaries, may not at any time own more than 10 percent of all shares in Adapteo.

The Board of Directors is authorised to resolve on all terms for share issues and granting of special rights entitling to Adapteo shares. The Board of Directors is authorised to resolve on a directed share issue and issuance of special rights entitling to shares in deviation from the shareholders' pre-emptive right, provided that there is a weighty financial reason for Adapteo to do so.

The authorisation is valid until the end of the next AGM, however, no longer than until 30 June 2022. The authorisation shall revoke previous unused share issue authorisations.

Authorisation to resolve on the acquisition of Adapteo's own shares and on acceptance as pledge of Adapteo's own shares

The AGM authorised the Board of Directors to resolve on the acquisition of Adapteo's own shares and on the acceptance as pledge of Adapteo's own shares as follows:

The total number of own shares to be acquired or accepted as pledge shall not exceed 100,000 shares in total. Adapteo together with its subsidiaries may not at any moment own and/or hold as pledge more than 10 percent of all the shares in Adapteo. Only the unrestricted equity of Adapteo can be used to acquire own shares on the basis of the authorisation.

Own shares can be acquired, in one or several instalments, at a price formed in public trading on the regulated market on which Adapteo's shares are traded on the date of the acquisition or otherwise at a price formed on the market.

The Board of Directors decides how own shares will be acquired and accepted as pledge. Own shares can be acquired using derivatives, among other things. Own shares can be acquired otherwise than in proportion to the shareholdings of the shareholders (directed acquisition).

Own shares can be acquired and accepted as pledge to, among other things, limit the dilutive effects of share issues carried out in connection with possible acquisitions, to develop Adapteo's capital structure, to be transferred in connection with possible acquisitions, to be used in incentive arrangements or to be cancelled, provided that the acquisition is in the interest of Adapteo and its shareholders.

The authorisation is valid until the end of the next AGM, however no longer than until 30 June 2022. The authorisation shall revoke previous unused authorisations regarding acquisition of Adapteo's own shares and on acceptance as pledge of Adapteo's own shares.

AGM minutes

The minutes of the AGM will be available on the company's website <https://www.adapteogroup.com/> as from 3 May 2021, at the latest.

Decisions by the Board of Directors

In its organisation meeting held after the AGM, the Board of Directors decided to appoint from among its members the following members to its committees:

Audit Committee: Outi Henriksson (Chairman), Joakim Rubin and Ulf Wretskog.

Remuneration Committee: Peter Nilsson (Chairman), Carina Edblad and Andreas Philipson.

For additional information, please contact

Philip Isell Lind af Hageby, CEO, +46 73 022 19 36, philip.isell@adapteo.com
Erik Skånsberg, CFO, +46 70 264 70 35, erik.skansberg@adapteo.com

Adapteo in brief

Adapteo is a leading flexible real estate provider in Northern Europe. We build, rent out and sell adaptable buildings for schools, daycare centres, care, offices, accommodation and events. We know that our society will go through an immense change in the years to come. Whatever the future brings, we believe that adaptability is the best solution. With our buildings, we can transform, repurpose, scale up and scale down in a matter of weeks by using a modular and circular building concept. Our buildings can be used for a few days or indefinitely, always optimised for current needs. That is how we build adaptable societies.

Adapteo is listed on Nasdaq Stockholm and operates in Sweden, Finland, Norway, Denmark, Germany, and The Netherlands. In 2020, Adapteo's Net sales were EUR 231 million.

www.adapteogroup.com