To the Noteholders in:

Espoo, 24 August 2026

NOTICE OF WRITTEN PROCEDURE

**SOLTEQ PLC – SENIOR UNSECURED FIXED RATE NOTES DUE 2026
WITH AN OUTSTANDING AMOUNT OF EUR 18.74 MILLION (ISIN: FI4000442264) (THE "NOTES")**

This voting request for Written Procedure has been published and sent on 24 August 2026 to the Noteholders registered on 21 August 2026 in the register maintained by Euroclear Finland Oy (the "**CSD**") pursuant to paragraph 2 of Section 3 of Chapter 6 of the Book-Entry System Act as direct registered owner (Fin: *omistaja*) or nominee (Fin: *hallintarekisteröinnin hoitaja*) with respect to one or several Notes. This voting request has also been published on the website of the Agent (as defined below) in accordance with the terms and conditions of the Notes (the "**Terms and Conditions**").

If you are an authorised nominee under the Book-Entry System Act or if you otherwise are holding Notes on behalf of someone else on a securities account, please forward this notice to the Noteholder you represent as soon as possible. For further information, please see below under Section 6.3 (*Voting rights and authorisation*).

Key information:

Record Date for being eligible to vote:	End of CSD Business Day on 27 August 2026
Final Response Deadline:	3:00 p.m. (EEST) on 17 September 2026
Quorum requirement:	At least 50 per cent. of the Adjusted Nominal Amount
Majority requirement:	At least 66 2/3 per cent. of the Adjusted Nominal Amount for which Noteholders reply in the Written Procedure

Nordic Trustee Oy acts as agent (the "**Agent**") for the holders of the notes (the "**Noteholders**") in accordance with the Terms and Conditions. In its capacity as the Agent, and as requested by Solteq Plc (the "**Issuer**"), the Agent hereby convenes the Noteholders to a Written Procedure, whereby the Noteholders can vote for or against the Request (as defined below).

All capitalised terms used herein and not otherwise defined in this notice (the "**Notice**") shall have the meanings assigned to them in the Terms and Conditions.

The Noteholders participate in the Written Procedure by completing and sending the voting form, attached hereto as Schedule 1 (the "**Voting Form**"), and, if applicable, the power of attorney, in the form attached hereto as Schedule 2 (the "**Power of Attorney**") in accordance with the instructions set out in Section 6.4 (*Notes registered with a nominee*) to the Agent. Please contact the securities firm you hold your Notes through, if you do not know how your Notes are registered or if you need authorisation or other assistance to participate.

The Agent must receive the Voting Form no later than 3:00 p.m. (EEST) on 17 September 2026 (the "**Final Response Time**") either by regular mail, courier or e-mail to the addresses of the Agent set out in Section 6.7 (*How to vote*) below. Votes received thereafter may be disregarded.

To be eligible to participate in the Written Procedure, a person must meet the criteria for being a Noteholder at the end of the CDS Business Day on 27 August 2026 (the "**Record Date**"). This means that the person must, on the Record Date, be registered on a securities account with the CSD, as a direct registered owner (Fin. *omistaja*) or nominee (Fin. *hallintarekisteröinnin hoitaja*) with respect to one or several Notes.

The Agent will not, and is under no obligation to, update this Notice.

SUMMARY

To, among others, provide the Issuer and the Group with the requisite financial flexibility and certainty and to prepare for the future refinancing of the Notes, the Issuer is approaching the Noteholders with a request to extend the Final Maturity Date of the Notes by 30 months until 1 April 2029. This extension requires amending the definition of "Final Maturity Date" in Clause 1.1 (*Definitions*) of the Terms and Conditions. To facilitate these amendments, the Issuer has decided to commence a Written Procedure in accordance with the terms and conditions of this Notice.

To be eligible to participate in the Written Procedure, a person must be a Noteholder at the end of the CDS Business Day on 27 August 2026. The Final Response Time for submission of a valid Voting Form is 3:00 p.m. (EEST) on 17 September 2026, at which time the Voting Form must be received by Nordic Trustee Oy via regular mail, courier or e-mail to the address set out in Clause 6.7 (*How to vote*) below.

As compensation for the Noteholders voting to approve the Request in the Written Procedure, the Issuer offers a Consent Fee of 1.00 per cent. for the Nominal Amount of the Notes held by each Noteholder for which such Noteholder votes in favour of the Request. The Consent Fee will be paid to those Noteholders from whom Nordic Trustee Oy has received a valid Voting Form in favour of the Request by the Final Response Time. The payment of the Consent Fee is subject to the Request being approved by a requisite majority of the Noteholders participating in the Written Procedure. Noteholders, who (i) do not vote; (ii) vote in favour of the Request but after the Final Response Time; or (iii) vote against the Request, will not be eligible to receive the Consent Fee.

1. BACKGROUND

1.1 Solteq in brief

Solteq Plc (the "**Issuer**" and together with its subsidiaries the "**Group**") is a Nordic software solution and expert service provider specialising in retail and energy sectors and needs related to e-commerce. The Group currently has two reportable business segments: Utilities and Retail & Commerce.

Retail & Commerce business segment offers expert services and software solutions for the Nordic retail and e-commerce clients. The portfolio consists of leading third-party software platforms, related services, and solutions based on Solteq's own IPR.

Utilities segment provides software solutions and expert consulting services for the Nordic energy sector. The portfolio consists mainly of solutions based on Solteq's own IPR and comprehensive professional services

The Group operates with approximately 400 professionals in Finland, Sweden, Norway, Denmark, Poland, and the United Kingdom.

1.2 Recent developments in the Group's business and operating environment

During the past several years, the Group has continued the transformation of its business and operating model, focusing on improving profitability, strengthening cash flow, simplifying its business portfolio and increasing the share of software and recurring revenue.

The Group has completed multiple efficiency and restructuring initiatives and has divested non-core operations in order to strengthen its financial position and strategic focus. The Issuer has also continued to improve operational efficiency, delivery governance and cost competitiveness across its business operations.

The most recent efficiency programme was completed during the first quarter of 2026. The change negotiations initiated in January 2026 resulted in annual cost savings of approximately EUR 2.5 million, of which approximately EUR 1.8 million is expected to be realised during 2026. These measures are expected to support profitability, cash flow generation and operational efficiency during the remainder of the year.

The Group's performance during the second quarter of 2026 developed in line with management expectations. Revenue remained stressed compared to comparison period due to continued market uncertainty and cautious customer investment behaviour. Second quarter profitability improved significantly compared to the comparison period as the benefits of implemented efficiency measures began to materialise and comparable result was slightly better in first half than comparable period despite the weak first quarter. While customer demand remains uneven in certain areas, particularly within project-based services, the Utilities business continued to develop favourably, and the Group's profitability trajectory strengthened during the second quarter.

The Group's Utilities segment continues to benefit from structural market drivers, including regulatory changes, digitalisation of the energy sector, increasing requirements for real-time data processing and invoicing, and growing demand for solutions that improve operational efficiency and customer experience. The Issuer believes that these trends support mid-term demand for its software solutions and expert services in the Nordic utility market. At the same time, the Retail & Commerce segment continues to operate in a challenging market environment characterized by cautious customer spending and extended decision-making processes. However, the Issuer expects its renewed service offering, productised solutions and AI-enabled capabilities to improve competitiveness and support future growth opportunities.

The Group expects revenue for the financial year 2026 to remain at approximately the same level as in 2025. In addition, the Issuer expects comparable EBIT to improve significantly compared to 2025. The anticipated improvement is primarily driven by the profitability measures implemented during 2025 and the first half of 2026, continued focus on operational excellence, a lower cost base and a stronger earnings contribution expected during the second half of the year. Management expects profitability to improve materially towards year-end as the benefits of completed restructuring actions are fully reflected in the results.

Despite the progress achieved through the Group's transformation programme, efficiency measures and profitability improvements, the pace of financial improvement has been slower than anticipated when the previous maturity extension was agreed in 2024. While the Group has successfully reduced its cost base, improved operational efficiency and strengthened profitability, the improvement has not yet been sufficient to enable a full refinancing of the Notes on commercially acceptable terms prior to their current maturity date.

This is primarily attributable to the prolonged weakness in the Issuer's end markets. During the past two years, customers have remained cautious in their investment decisions, resulting in lower demand, extended sales cycles and delays in the commencement of new projects, particularly within the Retail & Commerce segment. As a result, revenue development has remained below the Group's original expectations despite continued operational improvements and successful execution of restructuring measures.

Nevertheless, the Issuer believes that the actions undertaken have materially strengthened the business and improved its long-term prospects. Profitability has improved significantly compared to previous years, the cost structure is substantially leaner, and the Group expects comparable EBIT to improve significantly during 2026. However, additional time is required for the benefits of completed measures to be fully reflected in the Group's financial performance and to provide the Issuer with the flexibility necessary to complete a refinancing under more favourable circumstances. The proposed maturity extension is therefore intended to support the continued execution of the Issuer's strategy and to facilitate a refinancing process at a time when both the Issuer's financial metrics and market conditions are expected to be more supportive.

The Issuer published its Half-Year Report for the period 1 January – 30 June 2026 on 21 August 2026.

1.3 Future refinancing of the Notes

The recent and expected developments in the Group's business and operating environment as well as developments in the financial environment also affect the Issuer's capacity to refinance the Notes. As the Issuer's best estimate is that the current financial metrics and the capital market conditions are not optimal to allow for a full refinancing of the Notes on commercially acceptable terms or at all by their original Final Maturity Date of 1 October 2026, the Issuer considers it appropriate to request a 30-month extension to the term of the Notes. The redemption price payable during the extended maturity of the Notes and on the Final Maturity Date would be retained at its current level at 104 per cent. of the Nominal Amount. The proposed amendments to the Terms and Conditions reflect the Issuer's ambitions to complete the refinancing of the Notes as soon as the Issuer's financial position and the capital market conditions enable such refinancing, and potentially prior to the extended Final Maturity Date.

The objective of the requested amendments of the Terms and Conditions is to extend the maturity period of the Notes in order to provide flexibility and certainty for the Issuer to subsequently refinance the Notes. For this purpose, the Issuer is approaching the Noteholders to request amendment to the Terms and Conditions as set out below in Clause 2 (*Amendment*) (the "**Amendment**"). The Issuer expects that the Amendment, together with published and the ongoing measures to achieve costs savings and improve its profitability, will provide the Issuer with a good opportunity to refinance the Notes.

The Issuer has requested the Agent to initiate a Written Procedure under which the Noteholders shall vote for the Amendment and provide the Noteholders with necessary instructions in respect of the procedure.

2. AMENDMENT

The Issuer requests that the Noteholders consent to the following amendments to the Terms and Conditions for the purpose of completing the Amendment:

(i) The definition of "Final Maturity Date" included in Clause 1.1 (*Definitions*) of the Terms and Conditions shall be amended to read as set out below:

""**Final Maturity Date**" means 1 April 2029~~1 October 2026~~."

3. CONSENT

The Noteholders are hereby asked to approve the Amendment (the "**Request**").

If the Request is approved in the Written Procedure by Noteholders representing the requisite majority of the total Adjusted Nominal Amount, each Noteholder will be deemed to have approved the Request and authorised the Agent to take any action on its behalf deemed necessary for the execution of the Amendment.

4. CONSENT FEE

If the Request is approved by the Noteholders in the Written Procedure, the Issuer will pay to the Noteholders who vote in favour of the Request by submitting valid Voting Form by the Final Response Time a consent fee amounting to 1.00 per cent. of the Nominal Amount of the Notes (corresponding to EUR 200 per Note) held by each Noteholder (on the Record Date) for which such Noteholder votes in favour of the Request (the "**Consent Fee**").

The Consent Fee will be payable *pro rata* to all persons who have voted in favour of the Request by submitting a valid Voting Form by the Final Response Time and are registered as a direct registered owner or authorised nominees in the debt register kept by the CSD two (2) Business Days from the date when the Request has been approved in the Written Procedure (the "**Consent Fee Record Date**"). The payment of the Consent Fee shall be made no later than 30 November 2026 to the bank accounts provided in the Voting Forms of such Noteholders who have voted in favour of the Request, provided that the Issuer has received all necessary information in order to be able to make the payment. If the Issuer has not received such information, the Consent Fee shall be paid without undue delay after the Issuer has received the required information.

No Consent Fee shall be paid to such Noteholders who do not vote or who vote against the Request.

The Agent does not administer the Consent Fee and is not involved or in any way responsible for the Consent Fee.

5. NON-RELIANCE

The Request is presented to the Noteholders, without any evaluation, advice or recommendations from the Agent whatsoever. The Agent has not reviewed or assessed this Notice or the Request (and its effects, should it be adopted) from a legal or commercial perspective of the Noteholders and the Agent expressly disclaims any liability whatsoever related to the content of this Notice and the Request (and its effects, should it be adopted). The Noteholders are recommended to seek legal advice in order to independently evaluate whether the Request (and its effects) is acceptable or not.

6. WRITTEN PROCEDURE

The following instructions need to be adhered to under the Written Procedure.

6.1 Final Response Time to participate in the Written Procedure

The Agent must have received the votes by regular mail, courier or e-mail to the address indicated in Clause 6.7 (*How to vote*) below no later than 3:00 p.m. (EEST) on 17 September 2026 (the "**Final Response Time**"). Votes received thereafter may be disregarded.

6.2 Decision procedure

The Agent will, in accordance with this Notice, determine if received replies are eligible to participate under the Written Procedure as valid votes.

Information about the decision(s) taken under the Written Procedure will (i) be sent by notice to the Noteholders and (ii) be published on the websites of the Issuer and the Agent. The minutes from the Written Procedure shall at the request of a Noteholder be sent to it by the Issuer or the Agent, as applicable.

A matter decided under the Written Procedure will be binding for all Noteholders, irrespective of them responding in the Written Procedure.

6.3 Voting rights and authorisation

Anyone who wishes to participate in the Written Procedure must on the Record Date be registered on a securities account with the CSD, as a direct registered owner (Fin. *omistaja*) or nominee (Fin. *hallintarekisteröinnin hoitaja*) with respect to one or several Notes.

6.4 Notes registered with a nominee

If you are not registered as a direct registered owner, but your Notes are held through a registered nominee or another intermediary, you may have two different options to influence the voting for the Notes.

(i) You can ask the nominee or other intermediary that holds the Notes on your behalf to vote in its own name as instructed by you.

(ii) You can obtain a Power of Attorney (in the form of Schedule 2) from the nominee or other intermediary and send in your own Voting Form based on the authorisation granted in the Power of Attorney. If you hold your Notes through several intermediaries, you need to obtain authorisation directly from the intermediary that is, on the Record Date, registered in the CSD as Noteholder, or from each intermediary in the chain of holders, starting with the intermediary that is registered in the CSD as a Noteholder as nominee or direct registered owner.

Whether one or both of these options (i) or (ii) are available to you depends on the agreement between you and the nominee or other intermediary that holds the Notes on your behalf (and the agreement between the intermediaries, if there are more than one).

The Agent recommends that you contact the securities firm that holds the Notes on your behalf for assistance, if you wish to participate in the Written Procedure and do not know how your Notes are registered or need authorisation or other assistance to participate. Notes owned by the Issuer, another Group Company or an Affiliate of the Issuer do not entitle to any voting rights.

6.5 Quorum

Pursuant to the Terms and Conditions, quorum in respect of a Written Procedure in relation to the Request only exists if Noteholder representing at least fifty (50) per cent. of the Adjusted Nominal Amount reply to the Request.

If a quorum does not exist, the Agent shall initiate a second Written Procedure, provided that the Issuer has confirmed that relevant proposal has not been withdrawn by the Issuer. No quorum requirement will apply to such second Written Procedure.

6.6 Majority

Noteholder representing at least sixty-six and two thirds (66 2/3) per cent. of the Adjusted Nominal Amount for which Noteholders reply in the Written Procedure must consent to the Request for it to be approved.

6.7 How to vote

A duly signed Voting Form (in the form of Schedule 1) and, if applicable, the Power of Attorney (in the form of Schedule 2) must be received by the Agent no later than on the Final Response Time and must be submitted as a scanned copy by e-mail, or by regular mail or courier as follows:

(a) By e-mail:
finland@nordictrustee.com

(b) By regular mail or courier:
Nordic Trustee Oy
Eteläesplanadi 12, 00130 Helsinki
Finland

7. ROLE OF THE AGENT

The role of the Agent under this Written Procedure is solely mechanical and administrative in nature.

The Agent is entitled to disclose the votes, payment information and other relevant information in respect of the Written Procedure to the Issuer and Danske Bank S/A.

8. FURTHER INFORMATION

For questions regarding the administration of the Written Procedure, please contact the Agent at finland@nordictrustee.com or +358 505 623 760.

For all other queries relating to the subject matter of the Request, please contact the Issuer's CFO Mikko Sairanen at mikko.sairanen@solteq.com or +358 50 567 3421.

Kind regards,

NORDIC TRUSTEE OY
as Agent

at the request of **SOLTEQ PLC**

VOTING FORM

For voting in the Written Procedure relating to Solteq Plc –
Senior Unsecured Fixed Rate Notes due 2026 with an outstanding amount of EUR 18.74 million
(ISIN: FI4000442264)
(the "Notes")

We refer to communication from Nordic Trustee Oy dated 24 August 2026 concerning the initiation of a Written Procedure relating to the Notes (the "**Letter**"). Capitalised terms used herein, unless the context otherwise requires, shall have the meaning assigned to such terms in the Letter or the Terms and Conditions.

The undersigned Noteholder or authorised person / entity (the "**Voting Person**"), votes either **For** or **Against** the Request by ticking the applicable box below.

NOTE: If the Voting Person is not registered as Noteholder (as defined in the Terms and Conditions), the Voting Person must enclose a Power of Attorney/Authorisation (in the form of Schedule 2).

☐ **For** the Request

☐ **Against** the Request

Name of the Voting Person: ____________________

Capacity of the Voting Person: Noteholder: ____ [1]

OR

Authorised person: ____ [2]

Voting Person's business id / reg.no / id.no and country of incorporation / domicile: ____________________

Nominal Amount of Notes voted for (in EUR): ____________________

____________________ ____________________
Telephone number *E-mail address*

____________________ ____________________
Signature, position and name in block letters *Place and date*

[1] When voting in this capacity, no further evidence is required.
[2] When voting in this capacity, the person/entity voting must also enclose a Power of Attorney (Schedule 2) from the Noteholder or other proof of authorisation showing the number of votes held at the Record Time (as defined in the Notice).

Information on the Noteholder/authorised person

Name of Noteholder/authorised person:	
Book-entry account number:	
Personal/corporate identity number:	
Address:	
City / postcode:	
Country:	
Tax country:	
Tax identity number (TIN identification) if tax country other than Finland:	
Subject to withholding tax:	Yes [ ] / No [ ]
Name of contact person (if different from Noteholder/authorised person):	
Telephone:	
Email address:	

The Consent Fee (if any) will (subject to all conditions therefore being met) be paid into the bank account specified below and the Issuer and Danske Bank A/S and its affiliates are hereby authorised to execute such payment.

Please note that the bank account must accept payment denominated in EUR.

Name of recipient:	
Recipient's personal/corporate identity number:	
Recipient's address:	
Recipient's city / postal code:	
Recipient's email address:	
Recipient's telephone:	
Name of recipient's bank:	
IBAN:	
SWIFT/BIC code:	

POWER OF ATTORNEY / AUTHORISATION

For the Written Procedure relating to Solteq Plc –
Senior Unsecured Fixed Rate Notes due 2026 with an outstanding amount of EUR 18.74 million
(ISIN: FI4000442264)
(the "Notes")

We refer to communication from Nordic Trustee Oy dated 24 August 2026 concerning the initiation of a Written Procedure relating to the Notes (the "**Letter**"). Capitalised terms used herein, unless the context otherwise requires, shall have the meaning assigned to such terms in the Letter or the Terms and Conditions.

We hereby authorise:

____

Name(s) of the authorised person(s)

to represent and vote on behalf of

____

Name of the Noteholder

in the Written Procedure relating to the Notes set out in the Letter.

Date and place: ____________________________

______________________________	______________________________
Name:	*Name:*
Authorised signatory of the Noteholder[3]	*Authorised signatory of the Noteholder*

[3] If the undersigned is not a Noteholder as defined in the Terms and Conditions and has marked the box "authorised person", the undersigned – by signing this document – confirms that the Noteholder has been instructed to refrain from voting for the number of votes cast with this Voting Form.