

TERMS AND CONDITIONS OF THE OFFERING

The term “subscription” refers in the following to the investor’s offer or commitment (as defined below) to subscribe for or purchase Offer Shares (as defined below) in the Offering (as defined below), and an investor may be allocated either New Shares (as defined below) or Sale Shares (as defined below). Correspondingly, “subscriber”, “subscription period”, “subscription place”, “subscription price”, “purchase offer” and “subscription commitment” (and other corresponding terms) refer to both Share Issue (as defined below) and Share Sale (as defined below).

General Terms and Conditions of the Offering

Offering

Oma Savings Bank Plc, a public limited liability company incorporated in Finland (“**OmaSp**” or the “**Company**”), initially offers 4,500,000 new shares in the Company (the “**New Shares**”) for subscription (the “**Share Issue**”). In addition to the Share Issue Etelä-Karjalan Säästöpankkisäätiö (the “**Main Seller**”) and other sellers listed in Annex A of this offering circular (the “**Other Sellers**”, and together with the Main Seller the “**Sellers**”) may offer for purchase a maximum of 3,200,000 existing shares in the Company (the “**Sale Shares**”) (the “**Share Sale**” and together with the Share Issue the “**Offering**”). Unless the context indicates otherwise, the New Shares, the Sale Shares, and the Personnel Shares (as defined below) are together referred to herein as the “**Offer Shares**”.

The Offering consists of (i) a public offering to private individuals and entities in Finland (the “**Public Offering**”), (ii) an institutional offering to institutional investors in Finland and, in accordance with applicable laws, internationally outside the United States (the “**Institutional Offering**”) and (iii) a personnel offering to the Company’s Personnel (as defined below) (the “**Personnel Offering**”). The Offer Shares represent a maximum of approximately 15.2 per cent of all the Company’s shares (the “**Shares**”) after the Share Issue without the Over-Allotment Option (as defined below), (approximately 17.5 per cent assuming that the Over-Allotment Option is exercised in full), and that the Sellers will not sell any Sale Shares and that the Company issues 4,500,000 New Shares. The Offer Shares represent a maximum of approximately 26.0 per cent of all the Shares in the Company after the Offering without the Over-Allotment Option (approximately 29.9 per cent assuming, that the Over-Allotment Option is exercised in full), and assuming that the Sellers sell the maximum amount of Sale Shares, that all initially offered New Shares in the Share Issue are subscribed for.

Offer Shares will be offered in the Institutional Offering outside the United States in offshore transactions in compliance with Regulation S under U.S. Securities Act of 1933, as amended (the “**US Securities Act**”) and otherwise in compliance with said regulation. The Shares (including the Offer Shares) have not been registered, and they will not be registered under the US Securities Act or under the securities laws of any state of the United States and, accordingly, will not be offered or sold, directly or indirectly, in or into the United States (as defined in Regulation S of the US Securities Act).

The sole global coordinator and bookrunner for the Offering is Danske Bank A/S, Finland Branch (“**Danske Bank**” or the “**Sole Global Coordinator**”). Carnegie Investment Bank AB, Finland Branch (“**Carnegie**”), is the manager of the Offering (the “**Manager**” and together with the Danske Bank the “**Managers**”). The places of subscription in the Public Offering are Danske Bank, OmaSp and Nordnet Bank AB Finnish Branch (“**Nordnet**”), in the Institutional Offering are Danske Bank and Carnegie, and in the Personnel Offering are Danske Bank and Oma Sp.

The terms and conditions of the Offering are comprised of the general terms and conditions of the Offering as well as the special terms and conditions of the Public Offering, Institutional Offering and Personnel Offering.

Share Issue

The extraordinary general meeting of shareholders of the Company resolved on 9 November 2018 to authorise the Board of Directors of the Company to decide on an issue of a maximum of 5,000,000 New Shares. Based on said authorisation, the Board of Directors resolved on 15 November 2018 preliminarily to issue a

maximum amount of 4,500,000 New Shares in the Share Issue. The number of New Shares so issued would represent approximately 15.2 per cent of the Shares after the Share Issue. In the Personnel Offering, the Company is offering for subscription preliminarily a maximum of 150,000 New Shares and in possible over-subscription situations in the Personnel Offering a maximum of 550,000 additional New Shares (the “**Personnel Shares**”).

The New Shares are being offered in deviation from the shareholders’ pre-emptive subscription right in order to enable the listing of the Shares on the official list of Nasdaq Helsinki Ltd (the “**Helsinki Stock Exchange**”) (the “**Listing**”). The payment made to the Company for the approved New Share subscriptions will be booked in its entirety in the invested unrestricted equity fund of the Company. Thus, the Company’s share capital will not increase in connection with the Share Issue. As a result of the Share Issue, the number of the Company’s shares may increase to a maximum of 29,596,700 Shares (assuming that all New Shares initially offered in the Share Issue are subscribed for).

Share Sale

The Sellers may offer for purchase preliminarily a maximum of 3,200,000 Sale Shares in the Share Sale. The Sale Shares represent approximately 10.8 per cent of the Shares after the Share Issue without the Over-Allotment Option and approximately 14.7 per cent including the Over-Allotment Option, assuming that the Sellers will sell the maximum amount of Sale Shares, and that all New Shares offered in the Share Issue are subscribed for. If less than all Sale Shares are sold, each Seller will sell Sale Shares on a *pro rata* basis (however, the Additional Shares offered by the Main Seller will be included in the *pro rata* –ratio).

Over-Allotment Option

The Main Seller is expected to grant Danske Bank as stabilizing manager (the “**Stabilizing Manager**”) an over-allotment option, which would entitle the Stabilizing Manager to purchase a maximum of 675,000 additional Shares (the “**Additional Shares**”) if no Sale Shares are sold, and a maximum of 1,155,000 Additional Shares if all Sale Shares are sold, solely to cover over-allotments in connection with the Offering (the “**Over-Allotment Option**”). The Over-Allotment Option would be exercisable within 30 days from the commencement of trading of the Shares on the Helsinki Stock Exchange (which is estimated to occur between 30 November 2018 and 28 December 2018 (the “**Stabilisation Period**”). The Additional Shares represent approximately 3.9 per cent of the Shares and votes after the Share Issue assuming that all New Shares initially offered in the Share Issue are subscribed for. The Over-Allotment Option shares would in any case not exceed a maximum share of 15 per cent of the total amount of Offer Shares.

Stabilisation

The Stabilising Manager is entitled, but not obligated, to engage in measures during the Stabilisation Period that stabilise, maintain or otherwise affect the price of the Shares. The Stabilising Manager may allocate a larger number of Shares than the total number of Offer Shares, which will create a short position. The short position is covered if it does not exceed the number of Additional Shares. The Stabilising Manager is entitled to close the covered short position using the Over-Allotment Option and/or by buying Shares on the market. In determining how to close the covered short position, the Stabilising Manager may consider, among other things, the market price of the Shares in relation to the Final Subscription Price. In connection with the Offering, the Stabilising Manager may also bid for and purchase Shares on the market to stabilise the market price of the Shares. These measures are intended to support the market price of the Shares and the measures may raise or maintain the market price of the Shares in comparison with the price levels determined independently on the market or prevent or delay any decrease in the market price of the Shares. However, stabilisation measures cannot be carried out at a higher price than the Final Subscription Price. The Stabilising Manager has no obligation to carry out these measures, and it may cease any of these measures at any time. The Stabilising Manager or the Company on behalf of the Stabilising Manager will publish information regarding the stabilisation required by legislation or other applicable regulations during the Stabilisation Period and at the end of the Stabilisation Period. Stabilisation measures may be carried out on the Helsinki Stock Exchange during the Stabilisation Period.

Any stabilisation measures will be conducted in accordance with Regulation (EU) No 596/2014 of the European Parliament and of the Council on market abuse and repealing Directive 2003/6/EC of the European

Parliament and of the Council and Commission Directives 2003/123/EC, 2003/125/EC and 2004/72/EC (the “**Market Abuse Regulation**”) and the Commission Delegated Regulation (EU) 2016/1052 supplementing the Market Abuse Regulation with regard to regulatory technical standards for the conditions applicable to buy-back programs and stabilisation measures.

The Stabilising Manager and Main Seller are expected to enter into a share lending agreement related to the stabilisation and the Over-Allotment Option in connection with the Offering. According to the share lending agreement, the Stabilising Manager could borrow a number of Shares equal to the maximum number of Additional Shares to cover any possible over-allotments in connection with the Offering. To the extent that the Stabilising Manager borrows Shares pursuant to the share lending agreement, it must return an equal number of Shares to the Main Seller. For further information, see “*Plan of Distribution in the Offering*”.

Placing Agreement

The Company, the Main Seller and the Managers are expected to enter into a placing agreement (the “**Placing Agreement**”) on or about 29 November 2018. The Other Sellers will not be parties to the Placing Agreement. However, the Other Sellers have each given share sale commitments under which they have undertaken to sell Offer Shares in the Offering. For further information, see “*Plan of Distribution in the Offering*”.

Subscription Period

The subscription period for the Public Offering will commence on 19 November 2018 at 10:00 (Finnish time) and end on 27 November 2018 at 16:00 (Finnish time).

The subscription period for the Institutional Offering will commence on 19 November 2018 at 10:00 (Finnish time) and end on 29 November 2018 at 12:00 (Finnish time).

The subscription period for the Personnel Offering will commence on 19 November 2018 at 10:00 (Finnish time) and end on 27 November 2018 at 16:00 (Finnish time).

The Company’s Board of Directors and the Main Seller have, in the event of an oversubscription, the right to discontinue the Public Offering and the Institutional Offering by joint decision at the earliest on 26 November 2018 at 16:00 (Finnish time). The Company’s Board of Directors may discontinue the Personnel Offering at its sole discretion no earlier than 26 November 2018 at 16:00 (Finnish time). The Public, Institutional and Personnel Offerings may be discontinued or not discontinued independently of one another. A stock exchange release regarding any discontinuation will be published without delay.

The Company’s Board of Directors and the Main Seller are entitled to extend the subscription periods of the Public Offering and the Institutional Offering. The Company’s Board of Directors is entitled to extend the subscription period of the Personnel Offering. A possible extension of the subscription period will be communicated through a stock exchange release, which will indicate the new end date of the subscription period. The subscription periods of the Institutional Offering, the Public Offering and the Personnel Offering will in any case end on 27 November 2018 at 16:00 (Finnish time) at the latest. The Company’s Board of Directors and the Main Seller may extend or refrain from extending the subscription periods of the Institutional Offering, Public Offering or Personnel Offering independently of one another. A stock exchange release concerning the extension of the subscription period must be published no later than on the estimated final dates of the subscription periods for the Institutional, Public and Personnel Offerings stated above.

Subscription Price

The preliminary subscription price for subscription and purchase of the Offer Shares in the Institutional Offering and Public Offering is a minimum of EUR 7.00 and a maximum of EUR 8.20 per Offer Share (the “**Preliminary Price Range**”). The Preliminary Price Range may be changed during the subscription period, which would be communicated through a stock exchange release. If, as a result of the change, the upper limit of the Preliminary Price Range increases or the lower limit decreases, the Offering Circular will be supplemented and the supplement will be published through a stock exchange release. The Final Subscription Price may be above or below the Preliminary Price Range.

The Final Subscription Price (the “**Final Subscription Price**”) will be determined in negotiations between the Company, the Main Seller and the Managers based on the subscription offers of institutional investors in the Institutional Offering (the “**Subscription Offer**”) after the expiry of the subscription period, on or about 29 November 2018 (the “**Pricing**”). However, the Final Subscription Price in the Public Offering cannot be higher than the maximum price of the Preliminary Price Range, i.e. EUR 8.20 per Offer Share. The subscription price per share in the Personnel Offering is 10 per cent lower than the Final Subscription Price in the Public Offering, i.e. the Final Subscription Price in the Personnel Offering (as defined below) will be no more than EUR 7.38 per Personnel Share. The amount of the Final Subscription Price can differ in the Public Offering and Institutional Offering only in the case that the Final Subscription Price in the Institutional Offering is higher than the maximum price of the Preliminary Price Range. The Final Subscription Price and the Final Subscription Price in the Personnel Offering will be published through a stock exchange release immediately after the Pricing and will be available on the Company’s website at www.omasp.fi/investors under the Offering page following the publication of the stock exchange release and in the subscription places of the Public Offering and the Personnel Offering no later than the business day following the Pricing, i.e. on or about 30 November 2018.

Conditionality, Execution and Publishing of the Offering

The Company’s Board of Directors and the Main Seller will jointly decide on the execution of the Offering, final number of Offer Shares, the Final Subscription Price and the allocation of Offer Shares in connection with the Pricing on or about 29 November 2018. The aforementioned information will be published through a stock exchange release immediately after the Pricing and be available on the Company’s website at www.omasp.fi/investors under the Offering page following the publication of the stock exchange release and in the subscription places of the Public Offering and the Personnel Offering no later than the business day following the Pricing, i.e. on or about 30 November 2018. In case all New Shares are not subscribed for, the Offering will not be executed. The implementation of the Offering is conditional upon the signing of the Placing Agreement.

Cancellation of the Commitments

A commitment to subscribe for or purchase Offer Shares in the Public Offering or subscribe for Personnel Shares in the Personnel Offering (a “**Commitment**”) cannot be amended. A Commitment may only be cancelled in the situations provided for in the Finnish Securities Markets Act (746/2012, as amended, the “**Securities Markets Act**”).

Cancellation in Accordance with the Securities Markets Act

If the Finnish Prospectus is supplemented or corrected due to a material error or omission or due to material new information that has become known after the Finnish Financial Supervisory Authority has approved the Finnish Prospectus and before trading in the Offer Shares begins on the Prelist Helsinki Stock Exchange, investors who have given their Commitments before the supplement or correction of the Finnish Prospectus have, in accordance with the Securities Markets Act, the right to cancel their Commitments within at least two (2) banking days after the supplement or correction has been published. In addition, the use of the cancellation right requires that the error, omission or material new information that led to the supplement or correction has become known prior to the delivery of the Offer Shares to the investors. Any cancellation of a Commitment must concern the total number of shares covered by the Commitments given by an individual investor. If the Finnish Prospectus is supplemented, the supplement will be published through a stock exchange release. The stock exchange release will also include information on the right of the investors to cancel their Commitments.

Procedure to Cancel a Commitment

The cancellation of a Commitment must be notified in writing to the subscription place where the initial Commitment was made and within the time limit set for such cancellation with the following exceptions:

- A Commitment made by telephone to the Danske Bank Investment Center may be cancelled by telephone using Danske Bank’s bank identifiers.

- The cancellation of a Commitment made online via the Danske Bank eBanking service, corporate eBanking services or Web subscription can be made by visiting a Danske Bank office (excluding corporate offices) in person or through an authorized representative or by calling Danske Bank Investment Center using Danske Bank's bank identifiers.
- In the Personnel Offering, the cancellation of a Commitment must be notified in writing to the place of subscription.

The cancellation of a commitment made in an Oma Savings Bank branch bank must be notified in writing to the subscription place where the commitment was made either in person or through an authorised representative and within the time limit set for such cancellation.

In the event the Offering Circular is supplemented, investors that subscribed through Nordnet must send a written cancellation request by email to operations.fi@nordnet.fi or a cancellation request must be delivered to the office within the time limit set for such cancellation subject to the following exceptions: Commitments submitted through Nordnet's online service for Nordnet's own customers can be cancelled through an authorised representative or through Nordnet's online service by approving a separate Commitment cancellation using Nordnet online banking identifiers.

The possible cancellation of a Commitment must concern the entire Commitment. After the time limit set for cancellation has expired, the cancellation right is no longer valid. If a Commitment is cancelled, the place of subscription will return the amount paid for the Offer Shares to the bank account stated in the Commitment. The money is refunded as soon as possible after the cancellation of the Commitment, approximately within five (5) banking days of the cancellation notice being submitted to the subscription place. If an investor's bank account is in a different bank than the place of subscription, the refund will be paid to the investor's Finnish bank account in accordance with the payment schedule of the financial institutions, approximately no later than two (2) banking days thereafter. To Nordnet book-entry account customers who gave the Commitment through Nordnet to the amount to be refunded will only be paid to Nordnet cash accounts. No interest will be paid on the refunded amount.

Registration of Offer Shares to Book-Entry Accounts

An investor giving a Commitment must have a book-entry account with a Finnish account operator or an account operator operating in Finland. Investors must specify the details of their book-entry account in their Commitments. The Offer Shares allocated in the Public Offering are recorded in the book-entry accounts of investors who have made an approved Commitment on or about the first banking day after the Pricing takes place, on or about 30 November 2018. In the Institutional Offering, investors should contact the Managers of the Offering with respect to the book-entry accounts. The Offer Shares allocated in the Institutional Offering will be ready to be delivered against payment on or about 4 December 2018 through Euroclear Finland Oy. Personnel Shares will be registered in the book-entry accounts of investors who have made an approved Commitment on or about 18 December 2018.

Title and Shareholder Rights

The title to the Offer Shares will be transferred when the Offer Shares are paid for, the New Shares are registered in the Trade Register maintained by the Finnish Patent and Registration Office (the "**Trade Register**") and the Offer Shares are recorded in the investor's book-entry account. Offer Shares carry rights equal to all other Shares and they will entitle their holders to dividends and other distributions of assets as well as other rights in the Company related to the Shares when the title has been transferred.

Transfer Tax and Other Expenses

Transfer tax will not be levied in connection with the issuance or subscription of the New Shares in Finland. Account operators charge fees in accordance with their price lists for the maintenance of the book-entry account and for safekeeping of shares. The Sale Shares are being sold in connection with commencement of trading in the Shares on the Prelist of the Helsinki Stock Exchange, and no transfer tax is expected to be payable for these transfers in Finland. Should transfer tax be levied, the Sellers will pay the transfer tax levied on the sale of their Sale Shares.

Trading in the Shares

Before the execution of the Offering, the Shares have not been subject to trading on any regulated market or multilateral trading facility. The Company intends to submit a listing application with the Helsinki Stock Exchange to list the Shares on the official list of the Helsinki Stock Exchange. Trading in the Shares is expected to commence on the Prelist of the Helsinki Stock Exchange on or about 30 November 2018 and on the official list of the Helsinki Stock Exchange on or about 4 December 2018. Trading in the Personnel Shares is expected to commence on the stock exchange list of the Helsinki Stock Exchange on or about 18 December 2018. The trading code of the Shares is OMASP and the ISIN code is FI40000306733.

When trading on the Prelist begins on or about 30 November 2018, not all of the Shares issued or sold in the Offering may have been transferred to the investors' book-entry accounts yet. If an investor wishes to sell Shares purchased or subscribed for by them in the Offering on the Prelist, the investor should ensure that the number of Shares registered to its book-entry account covers the transaction in question at the time of clearing.

Right to Cancel the Offering

The Company's Board of Directors and the Main Seller may cancel the Offering at any time before its execution on the grounds of, for example, the market conditions, the Company's financial position or a material change in the Company's business. If the the Offering is cancelled, the subscription price paid by the investors will be refunded in approximately five (5) banking days from the cancellation decision. If an investor's bank account is in a different bank than the place of subscription, the refund will be paid to a Finnish bank account in accordance with the payment schedule of the financial institutions, approximately no later than two (2) banking days thereafter. To Nordnet book-entry account customers who gave the Commitment through Nordnet the amount to be refunded will only be paid to Nordnet cash accounts. No interest will be paid on the refunded amount.

Lock-up

The Company and the Main Seller are expected to agree, and the Other Sellers have agreed that, during the period that will end on the date that falls 180 days from the Listing, without the prior written consent of the Sole Global Coordinator, they will not issue, offer, pledge, sell, contract to sell, sell any option rights or contract to purchase, purchase any option right or contract to sell, transfer any option right or warrant to purchase, lend or otherwise transfer or dispose of (or publicly announce such action), directly or indirectly, any of their Shares or any securities convertible into or exercisable or exchangeable for Shares or enter into any swap or other agreement that transfers to another, in whole or in part, any of the economic consequence of ownership of Shares, whether any such transactions are to be settled by delivery of the Shares or other securities, in cash or otherwise, or submit to the Company's general meeting of shareholders a proposal to effect any of the foregoing. The Company lock-up does not apply to remuneration or incentive programs described in the Finnish Prospectus and there are certain exemptions to the application of the Other Sellers' lock-up. The lock-up does not apply to the measures related to the execution of the Offering. If the Sale Shares are not sold in connection with the Offering, the Seller's lock-up will not apply.

The members of the Board of Directors and the management team of the Company are expected to enter into a lock-up agreement with similar terms, save for certain exceptions, to that of the Company and the Sellers that will end on the date that falls 360 days from the Listing.

The lock-up applies to approximately 72.1 per cent of the Shares after the Offering without the Over-Allotment Option and approximately 68.2 per cent including the Over-Allotment Option, assuming that the Sellers will sell the maximum amount of Sale Shares, and that all New Shares initially offered in the Share Issue are subscribed for. Assuming that the Sellers will not sell Sale Shares, the lock-up applies to approximately 37.5 per cent of the Shares after the Offering without the Over-Allotment Option and approximately 35.2 per cent including the Over-Allotment Option, assuming that all New Shares initially offered in the Share Issue are subscribed for.

The lock-up of persons participating in the Personnel Offering are described below in "*– Right to Participate in the Personnel Offering*".

Other Matters

The Board of Directors of the Company will decide on other matters related to the Share Issue and on the practical arrangements resulting therefrom. Other issues and practical matters relating to the Share Sale will be resolved by the Main Seller.

Documents on Display

The Company's latest financial statements, report of the Board of Directors and the auditor's report as well as the other documents pursuant to Chapter 5, section 21 of the Companies Act (624/2006, as amended), are available during the subscription period at the Company's offices at Valtakatu 32, FI-53100 Lappeenranta.

Applicable Law

The Offering shall be governed by the laws of Finland. Any disputes arising in connection with the Offering shall be settled by a court of competent jurisdiction in Finland.

Special Terms and Conditions Concerning the Public Offering

Overview

A maximum of 400,000 Offer Shares are preliminarily offered in the Public Offering to private individuals and entities in Finland. Depending on the demand, the Company and Main Seller may reallocate Offer Shares between the Institutional, Public and Personnel Offerings in deviation from the preliminary number of shares without limitation. However, the minimum number of Offer Shares to be offered in the Public Offering will be 400,000 Offer Shares or, if the aggregate number of Offer Shares covered by the Commitments submitted in the Public Offering is smaller than this, such aggregate number of Offer Shares as covered by the Commitments submitted in the Public Offering.

The place of subscription has the right to reject a Commitment, either partially or wholly, if the Commitment does not comply with the terms and conditions herein or if it is otherwise incomplete.

Right to Participate and the Minimum and Maximum Amounts for Commitments

Investors whose domicile is in Finland and who submit their Commitments in Finland may participate in the Public Offering. Commitments in the Public Offering must cover no less than 100 and no more than 20,000 Offer Shares. Each investor may only provide one Commitment in the Public Offering. If an investor provides Commitments in the Public Offering in more than one place of subscription, only the first Commitment will be considered when allocating Offer Shares.

Places of Subscription and Submission of Commitments

A Commitment will be considered to have been made when the investor has submitted a signed commitment form to the place of subscription in accordance with instructions of the place of subscription or has confirmed the Commitment with bank identifiers in accordance with the instructions of the place of subscription and paid for the subscription concerned by the Commitment. A Commitment submitted as a web subscription is deemed to have been made when the investor has made the Commitment in accordance with the terms and conditions of the web subscription. Any more detailed instructions issued by the place of subscription must be taken into consideration when submitting a Commitment.

Commitments may only be cancelled in the manner and situations referred to under "*– General Terms and Conditions of the Offering – Cancellation of Commitments*".

The places of subscription in the Public Offering for customers with a book-entry account in Danske Bank are:

- Danske Bank's eBanking service with bank codes for private customers at www.danskebank.fi;

- Danske Bank's corporate eBanking services in the Markets Online module for Business Online customers;
- Danske Bank's Investment Center with Danske Bank's bank codes by phone, 9:00 to 20:00 Monday to Friday and 10:00 to 16:00 on Saturday (Finnish time), tel. +358 200 2000 (local network charge/mobile call charge). Calls to the Danske Bank Investment Center are recorded;
- Danske Bank's offices in Finland during normal business hours; and
- Danske Bank's Private Banking offices in Finland (for Danske Bank's Private Banking customers only).

Making a Commitment by phone using Danske Bank's Investment Center or Danske Bank's eBanking service requires a valid eBanking agreement with Danske Bank.

The places of subscription in the Public Offering for customers book-entry account in OmaSp are:

- All OmaSp's branches during normal business hours. Information on the branches of OmaSp is available online at www.omasp.fi/fi/konttorisi-yhteystiedot. Information on the branches and additional information are also available on OmaSp's customer service from Monday to Friday at 8:00 – 20:00 and on Saturday at 10:00 – 14:00, tel. +358 20 764 0600.

The other places of subscription in the Public Offering are:

- Nordnet's internet service at www.nordnet.fi/omasp. The subscription can be made through internet service with the bank identifiers of Nordnet, Aktia, Danske Bank, Handelsbanken, Nordea, Oma Säästöpankki, Osuuspankki, POP Bank, S-Bank, Savings Bank as well as Ålandsbanken
- When separately agreed, the subscription commitment in the Public Offering can be made at Nordnet Bank Ab Finland branch's office at Yliopistonkatu 5, 00100 Helsinki, on weekdays from 9:30 to 16:30.
- Danske Bank's e-subscription for private customers at www.danskebank.fi. A Subscription can be made through the online service with the bank identifiers of Aktia, Danske Bank, Savings Bank, S-Bank, Nordea, Oma Savings Bank, and Ålandsbanken; and
- Danske Bank's branches in Finland (excluding corporate branches) during normal business hours. Information on the offices offering subscription services is available by phone using Danske Bank's Investment Center, 9:00 to 18:00 Monday to Friday and 10:00 to 16:00 Saturday (Finnish time), tel. +358 200 20109 (local network charge/mobile call charge), by e-mail at the address sijoituspalvelut@danskebank.fi or online at www.danskebank.fi. Calls to the Danske Bank Investment Center are recorded.

The Offer Shares covered by a Commitment must be paid using an account in the name of the investor making the Commitment. Corporations may not submit Commitments via Danske Bank's eBanking service or web subscription.

The subscription commitment can also be made on behalf of a corporation through the online service of Nordnet. Estates of a deceased person or persons under guardianship cannot submit their subscription commitment through Nordnet's online service, and must instead submit their subscription commitment at the office of Nordnet.

Commitments by or on behalf of persons under the age of 18, or otherwise under guardianship, must be made by their legal guardians and may require the consent of the local guardianship authority in Finland. A guardian may not subscribe for Shares without the permission of the local guardianship authority, as the Shares are not subject to trading on a regulated market at the time of the Commitment.

Payment of Offer Shares

When submitting a Commitment, the maximum price of the Preliminary Price Range (i.e. EUR 8.20 per Offer Share), multiplied by the number of Offer Shares covered by the Commitment is to be paid for the Offer Shares. The Final Subscription Price shall not be higher than the maximum of the Preliminary Price Range, i.e. EUR 8.20 per Offer Share.

The payment of a Commitment submitted in a banking office of Danske Bank, Danske Bank's Private Banking offices or Danske Bank's Investment Center will be debited directly from the investor's bank account in Danske Bank or it may be paid by bank transfer. The payment corresponding to a Commitment that has been submitted through Danske Bank's eBanking service or Danske Bank's corporate eBanking service will be charged from the investor's bank account when the investor confirms the Commitment with his or her bank identifiers. The payment of a Commitment submitted through Danske Bank's web subscription must be made in accordance with the terms and conditions and instructions of web subscription immediately after the Commitment has been submitted.

The payment of a Commitment submitted at an OmaSp office is charged from the investor's bank account in OmaSp while making the subscription.

An account charge corresponding to a Commitment made through Nordnet's online service will be charged from a cash account in Nordnet from Nordnet's own customers and with regard to customers of other banks, from a bank account in another bank from the customers of other banks when the investor confirms the Commitment with their online banking codes.

Approval of a Commitment and Allocation

The Company and the Main Seller will decide on the allocation of Offer Shares in the Public Offering to investors after the Pricing. The Company and the Main Seller will decide on the procedure to be followed in the event of potential oversubscription. Commitments may be approved or rejected in whole or in part. The Company and the Main Seller aim to accept subscribers' Commitments in whole up to 100 Offer Shares. For Commitments exceeding this amount, the Company and the Main Seller allocate Offer Shares in proportion to the amount of Commitments unmet. A confirmation notice regarding the approval of the Commitments and the allocation of Offer Shares will be sent to the investors who have submitted their Commitments in the Public Offering as soon as possible and on or about 12 December 2018 at the latest.

Nordnet book-entry account customers who submitted their Commitments through Nordnet will see their Commitments as well as the allocation of Offer Shares on the transaction page of Nordnet's online service.

Refunding of Paid Amounts

If the Commitment is rejected or only partially approved and/or if the Final Subscription Price is lower than the amount paid at the time of making the Commitment, the excess amount of the paid amount will be refunded to the party that made the Commitment to the Finnish bank account identified in the Commitment on or about the fifth (5) banking day after the Pricing, on or about 7 December 2018. If an investor's bank account is in a different bank than the place of subscription, the refund will be paid to a bank account in accordance with the payment schedule of the financial institutions, approximately no later than two (2) banking days thereafter. The amount to be repaid to Nordnet book-entry account customers who gave the Commitment through Nordnet will only be paid to Nordnet cash accounts. No interest will be paid on the refunded amount. See also "*General Terms and Conditions of the Offering – Cancellation of Commitments*" above.

Registration of Offer Shares to Book-Entry Accounts

Investors submitting Commitments in the Public Offering must have a book-entry account with a Finnish account operator or an account operator operating in Finland, and the investor must specify the details of their book-entry account in its Commitment. As of 21 June 2017, it has no longer been possible to keep and process new book-entry types in Euroclear Finland's account operator, Customer Account Services. This being the case, Euroclear Finland's book-entry account clients must open a book-entry account in another Finnish account operator in order to subscribe for shares in the Public Offering. The Offer Shares allocated in the

Public Offerings are recorded in the book-entry accounts of investors who have made an approved Commitment on or about the first banking day after the Pricing takes place, on or about 30 November 2018.

Special Terms and Conditions Concerning the Institutional Offering

Overview

Preliminarily a maximum of 8,305,000 Offer Shares are offered in the Institutional Offering to institutional investors in Finland and, in accordance with the applicable laws, internationally outside the United States on the terms and conditions set forth herein. Depending on the demand, the Company and Main Seller may reallocate Offer Shares between the Institutional, Public and Personnel Offerings in deviation from the preliminary number of shares without limitation. However, the minimum number of Offer Shares to be offered in the Public Offering will be 400,000 Offer Shares or, if the aggregate number of Offer Shares covered by the Commitments submitted in the Public Offering is smaller than this, such aggregate number of Offer Shares as covered by the Commitments.

Offer Shares will be offered in the Institutional Offering outside the United States in offshore transactions in compliance with Regulation S under the US Securities Act and otherwise in compliance with said regulation. The Shares (including the Offer Shares) have not been registered, and they will not be registered under the US Securities Act or under the securities laws of any state of the United States and, accordingly, will not be offered or sold, directly or indirectly, in or into the United States (as defined in Regulation S of the US Securities Act). For more information on restrictions concerning the offering of the Offer Shares, please see "*Important Information*".

The Managers have the right to reject a Subscription Offer, either partially or wholly, if it does not comply with the terms and conditions herein or if it is otherwise incomplete.

Right to Participate and Place of Subscription

An investor whose Subscription Offer covers at least 20,001 Offer Shares may participate in the Institutional Offering.

The Subscription Offers of investors in the Institutional Offering will be received by the Managers of the Offering.

Approval of Subscription Offers and Allocation

In the Institutional Offering, the Company and the Main Seller will decide on the approval of Subscription Offers after the Pricing. The Company and the Main Seller will decide on the procedure to be followed in the event of potential oversubscription. Subscription Offers may be approved or rejected in whole or in part. A confirmation of the approved Subscription Offers in the Institutional Offering will be provided as soon as practicable after the allocation.

Payment for Offer Shares

Investors in the Institutional Offering must pay for the Offer Shares corresponding to their accepted Subscription Offers in accordance with the instructions issued by the Managers on or about 4 December 2018. If necessary in connection with a Subscription Offer being made or before the approval of a Subscription Offer, the Managers have the right provided by the duty of care set for securities intermediaries to require that the investor provide information concerning its ability to pay for the Offer Shares corresponding to its Subscription Offer or require that the payment for the Offer Shares concerned by the Subscription Offer be made in advance. The amount to be paid in this connection is the maximum price of the Preliminary Price Range, i.e. EUR 8.20, multiplied by the number of Offer Shares covered by the Subscription Offer. The Final Subscription Price may be lower or higher than the Preliminary Price Range. If the Preliminary Price Range is increased, the maximum price per share of the new price range will be applied to the orders submitted thereafter. Possible refunds will be made on or about the fifth (5th) banking day following the Pricing, on or about 7 December 2018. No interest will be paid on the refunded amount.

Special Terms and Conditions Concerning the Personnel Offering

Overview

Preliminarily a maximum of 150,000 Personnel Shares and, in the event of an oversubscription, a maximum of 550,000 additional Personnel Shares are being offered in the Personnel Offering to all employees of the Company in Finland at the end of the subscription period, the members of the Company's Board of Directors and the members of the management team (the "**Personnel**").

Depending on the demand, the Company may reallocate Offer Shares between the Institutional and the Public and Personnel Offerings in deviation from the preliminary number of shares without limitation. Notwithstanding the above, the minimum number of Offer Shares to be offered in the Public Offering will be 400,000 Offer Shares or, if the aggregate number of Offer Shares covered by the Commitments submitted in the Public Offering is smaller than this, such aggregate number of Offer Shares as covered by the Commitments submitted in the Public Offering.

Right to Participate in the Personnel Offering

Only the Personnel are entitled to subscribe for Personnel Shares.

Personnel must agree to comply with the lock-up to participate in the Personnel Offering. In accordance with the lock-up, Personnel participating in the Personnel Offering may not, without the prior written consent of the Sole Global Coordinator (which consent may not be unreasonably withheld) and during a period ending 360 days after the Listing, i.e. on 25 November 2019, sell, short sell, or otherwise directly or indirectly transfer Personnel Shares, option rights or warrants to own Personnel Shares or other securities exchangeable for or convertible into or exercisable for Personnel Shares that they may hold or have purchased in the Personnel Offering or be authorised to transfer. When making subscriptions, persons participating in the Personnel Offering accept that they will be bound without separate measures by the aforementioned lock-up period and that it will be noted on the subscriber's book-entry account by the Company.

The right to participate in the Personnel Offering is personal and non-transferrable. Personnel entitled to participate may, however, make a subscription through an authorised representative. Personnel participating in the Personnel Offering may also participate in the Public Offering subject to its terms if they wish.

A Commitment in the Personnel Offering must concern 100 Personnel Shares at minimum.

Final Subscription Price of the Personnel Offering and the Allocation of Personnel Shares

The final subscription price in the Personnel Offering is 10 per cent lower than the Final Subscription Price in the Public Offering, preliminarily no more than EUR 7.38 (the "**Final Subscription Price of the Personnel Offering**"). The Final Subscription Price of the Personnel Offering may be below the lower limit of the Preliminary Price Range. The Final Subscription Price and the Final Subscription Price of the Personnel Offering will be communicated through a stock exchange release immediately following the Pricing, and they will be available in the places of subscription of the Personnel Offering no later than the banking day following the Pricing, on or about 30 November 2018.

The Company's Board of Directors will decide on the allocation of the Personnel Shares after the Pricing. The Company's Board of Directors will decide on the procedure to be followed in the event of an oversubscription and will, if necessary, use its authorisation to issue a maximum of 550,000 additional Personnel Shares. Commitments may be approved or rejected in whole or in part. The Board of Directors aims to approve Commitments in full for up to 100 Personnel Shares and, for Commitments exceeding this amount, allocate Personnel Shares in proportion to the amount of Commitments unmet. A confirmation notice regarding the approval of the Commitments and the allocation of Offer Shares will be sent to Personnel who have submitted their Commitments in the Personnel Offering as soon as possible and on or about 12 December 2018 at the latest.

Places of Subscription, the Placing of a Subscription, and the Payment and Registration of Personnel Shares

The places of subscription for the Personnel Offering are Danske Bank and the branches of Oma Savings Bank. In the Personnel Offering, the Commitments are given and payments paid in accordance with separate instructions provided to the eligible subscribers.

The Company or Danske Bank has the right to reject a Commitment, either partially or wholly, if the Commitment does not comply with the terms and conditions herein or if it is otherwise incomplete.

The Personnel Shares issued in the Personnel Offering will be registered with the Trade Register on or about 17 December 2018.

Entry of Personnel Shares into Book-Entry Accounts

The parties submitting Commitments in the Personnel Offering must have a book-entry account with a Finnish account operator or an account operator operating in Finland, and the party must specify the details of its book-entry account in its Commitment. As of 21 June 2017, it has no longer been possible to keep and process new book-entry types in Euroclear Finland's account operator, Customer Account Services. This being the case, Euroclear Finland's book-entry account clients must open a book-entry account in another Finnish account operator in order to subscribe for shares in the Personnel Offering. Personnel Shares allocated and paid for in the Personnel Offering will be entered into the investors' book-entry accounts on or about 18 December 2018.