

## NOTICE TO THE EXTRAORDINARY GENERAL MEETING OF TAMTURBO OYJ

The shareholders of Tamturbo Oyj are summoned to the Extraordinary General Meeting to be held on Friday 28 April 2023 at 11.00 at Technopolis Yliopistonrinne, meeting room Kansleri, address Kalevantie 2, Tampere, Finland.

Participants of the General Meeting shall register for the meeting no later than 25 April 2023 at 16.00 Finnish time by e-mail to address [info@tamturbo.com](mailto:info@tamturbo.com).

The reception of persons who have registered for the meeting will commence at 10.30. In connection with the reception, the participant shall be prepared to prove his/her/its identity.

***Shareholders have also possibility to follow the meeting and ask questions through Zoom video connection. However, it is not possible for the shareholders to officially participate in the meeting or use voting right through Zoom video connection.***

***Shareholders who wish to follow the meeting through Zoom video connection shall notify their intent by 26 April 2023 via email to [info@tamturbo.com](mailto:info@tamturbo.com). A link to Zoom video connection will be sent to such shareholders via email before the meeting.***

### A. Matters on the agenda of the General Meeting

1. Opening of the meeting
2. Calling the meeting to order
3. Election of persons to scrutinize 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. Authorizing the Board of Directors to decide on directed issuances of shares as well as on issuance of options and other special rights entitling to shares

The Board of Directors proposes that the Extraordinary General Meeting resolves to authorize the Board of Directors to decide, in one or more transactions, on the directed issuance of shares, directed transfer of company's own shares and the issuance of options and other special rights entitling to shares referred to in Chapter 10 Section 1 of the Limited Liability Companies Act as follows:

The number of shares to be issued based on the authorization may in total amount to a maximum of 4,133,333 shares.

In accordance with the Shareholders' Agreement of Tamturbo Oyj, Sulzer AG shall be offered the right to participate pro rata to their ownership in any form of financing to be potentially obtained based on the authorization. The authorization would be used for potential financing round to be arranged by Springvest Oyj (maximum of 2,666,667 shares), option remuneration relating to the financing round (maximum of 426,666 shares) and potential share issue or issuance of options or other special rights entitling to shares referred to in Chapter 10 Section 1 of the Limited Liability Companies Act directed to Sulzer AG relating to the above (maximum of 1,040,000 shares). The minimum subscription price per share to be used in the potential financing round to be arranged by Springvest Oyj would be EUR 3.00 per share.

The Board of Directors decides on all other terms and conditions of the issuances of shares and of options and other special rights entitling to shares.

The authorization is valid until 30 June 2024.

#### 7. Authorizing the Board of Directors to decide on a rights issue

The Board of Directors proposes that the Extraordinary General Meeting resolves to authorize the Board of Directors to decide on a rights issue, in case the Board of Directors is unable to execute the share issue and/or issuance of options and other special rights entitling to shares proposed in section 6 of this notice in the time schedule or in the amount required by the financing situation of the company, as follows:

The number of shares to be issued based on the authorization may in total amount to a maximum of 12,979,910 shares.

In the rights issue, the shareholders have a pre-emptive right to the shares to be issued in proportion to their current shareholdings in the company. The Board of Directors decides on all the other terms and conditions of the rights issue.

The authorization is valid until 30 June 2024.

#### 8. Authorizing the Board of Directors to decide on acquisition of the company's own shares

The Board of Directors proposes that the Extraordinary General Meeting resolves to authorize the Board of Directors to decide on acquisition of the company's own shares on the following terms and conditions:

The Board of Directors is authorized to repurchase a maximum of 5,000,000 company's own shares on the company's unrestricted equity.

The acquisition may take place in one or more instalments. The purchase price shall not be lower than EUR 0.01 per share and shall not be higher than EUR 10.00 per share. The authorization entitles the Board of Directors to decide on the acquisition in deviation from the shareholders' shareholding (directed acquisition).

The Board of Directors shall decide on other terms and conditions relating to acquisition of own shares. The authorization is valid for eighteen (18) months from the decision of the Extraordinary General Meeting.

## 9. Closing of the meeting

### **B. Documents of the meeting**

The documents mentioned in Chapter 5, Section 21 of the Limited Liability Companies Act are kept available on view at Tamturbo Oyj's website at <http://www.tamturbo.com>. The above-mentioned documents are also on view at the General Meeting.

The minutes of the General Meeting are available on the above-mentioned website no later than 12 May 2023.

### **C. Instructions for participants in the meeting**

#### 1. Shareholder registered in the shareholders' register

Each shareholder who is registered in the shareholders' register of the company held by Euroclear Finland Ltd., on the record date of the General Meeting, which is 18 April 2023 has the right to participate in the General Meeting. A shareholder, whose shares are registered on his/her/its personal Finnish book-entry account, is registered in the shareholders' register of the company. A shareholder, who wants to participate in the General Meeting, shall register for the meeting no later than 25 April 2023 at 16.00 Finnish time, by which time the registration shall be received. The registration takes place by e-mail to address [info@tamturbo.com](mailto:info@tamturbo.com).

The personal data given to Tamturbo Oyj is used only in connection with the General Meeting and the processing of related necessary registrations.

Shareholder, his/her/its representative or proxy representative shall, when necessary, be able to prove his/her/its identity and/or right of representation.

## 2. Holders of nominee registered shares

A holder of nominee-registered shares has the right to participate in the General Meeting by virtue of shares based on which he/she/it on the record date of the meeting, i.e. on 18 April 2023, would be entitled to be registered in the shareholders' register of the company held by Euroclear Finland Ltd. The right to participate in the General Meeting requires, in addition, that the shareholder has on the basis of such shares been registered into the temporary shareholders' register of the company held by Euroclear Finland Ltd. at the latest on 25 April 2023 by 10.00 Finnish time. As regards nominee-registered shares this constitutes due registration for the General Meeting.

A holder of nominee-registered shares is advised without delay to request necessary instructions regarding the registration in the temporary shareholder's register of the company, the issuing of proxy documents and registration for the General Meeting from his/her/its custodian bank. The account management organization of the custodian bank has to register a holder of nominee-registered shares, who wants to participate in the General Meeting, into the temporary shareholders' register of the company at the latest on the date and time mentioned above.

## 3. Proxy representative and powers of attorney

A shareholder may participate in the General Meeting and exercise his/her/its rights at the meeting by way of proxy representation. A proxy representative shall produce a dated proxy document or otherwise provide reliable evidence of the right to represent the shareholder. When a shareholder participates in the General Meeting by means of several proxy representatives representing the shareholder with shares at different securities accounts, the shares by which each proxy representative represents the shareholder shall be identified in connection with the registration for the General Meeting.

Shareholders who are directly registered in the company's shareholder register may also authorize CFO Tommi Holopainen with power of substitution to represent and vote for the shareholder in the General Meeting. The proxy document template and instructions on its delivery are available at <http://www.tamturbo.com>.

Possible proxy documents should be delivered by email as a PDF file to [info@tamturbo.com](mailto:info@tamturbo.com) or by regular mail or personally delivered to Tamturbo Oyj, General Meeting, Koskikatu 7 A 5 33100 Tampere, by 26 April 2023 noon at the latest. The proxy document should be presented at the General Meeting at the latest, if required.

All shareholders wishing to be represented at the General Meeting should, in addition to issuing a proxy document, make sure that they are registered for the General Meeting in accordance with the instructions set out in the notice to the General Meeting. Delivery of a proxy document does not constitute registration for the General Meeting.

#### 4. Other instructions and information

Pursuant to Chapter 5 Section 25 of the Limited Liability Companies Act, a shareholder who is present at the General Meeting has the right to request information with respect to the matters to be handled at the meeting.

On the date of the notice to the General Meeting, 6 April 2023, the total number of shares in Tamturbo Oyj is 12,979,910, which represent equal number of votes.

In Tampere, 6 April 2023

TAMTURBO OYJ  
Board of Directors