

TERMS AND CONDITIONS OF THE OFFERING

The term “subscription” herein refers to the investor’s offer or commitment in the offering to subscribe for Offer Shares, and an investor may be allocated either New Shares or Sale Shares. Similarly the terms “subscriber”, “offer period”, “subscription place”, “offer price”, “purchase offer” and “commitment” (or other similar terms) refer to both the Share Issue and the Share Sale. In these terms and conditions of the Offering, the number of Shares after the Share Issue is based on the assumption that the combination of shares as decided by the Extraordinary General Meeting of Optomed Plc on 14 November 2019, has been completed in connection with the Listing.

General Terms and Conditions of the Offering

Offering

Optomed Plc, a public limited liability company incorporated in Finland (the “**Company**”), aims to raise gross proceeds of EUR 20 million by offering a maximum of 4,444,444 new shares in the Company (the “**New Shares**”) for subscription through a share issue (the “**Share Issue**”). In addition, Aura Capital Oy (“**Aura Capital**”), Halma Ventures Limited (“**Halma**”) and certain other existing shareholders in the Company listed in Annex A of this Prospectus (the “**Selling Shareholders**”) may, in their sole discretion, decide to increase the Offering and to sell a maximum of 1,702,575 existing shares in the Company (the “**Sale Shares**”, and together with the New Shares and the Additional Shares (as defined below), the “**Offer Shares**”) (the “**Share Sale**”, and together with the Share Issue, the “**Offering**”).

The Offering consists of (i) a public offering to private individuals and entities in Finland and in Sweden (the “**Public Offering**”), and (ii) private placements to institutional investors in Finland and internationally (the “**Institutional Offering**”). All offers and sales will be made outside the United States in offshore transactions in reliance on, and in compliance with, Regulation S under the U.S Securities Act (“**Regulation S**”).

The Company currently has in total 9,558,700 shares (the “**Shares**”), of which 811,000 are held by the Company itself. The number of outstanding Shares and votes in the Company is thus 8,747,700. The Offer Shares (excluding the 1,702,575 Sale Shares which may be sold in addition to the New Shares by a decision of the Selling Shareholders) represent approximately 33.7 percent of the Company’s outstanding Shares and votes after the Share Issue (excluding any Additional Shares based on the Over-Allotment Option, as defined below) assuming that the maximum number of New Shares are subscribed for in the Offering, and approximately 38.7 percent of the outstanding Shares and votes after the Share Issue if also the Over-Allotment Option is fully exercised. The Offer Shares (including 1,702,575 Sale Shares which may be sold in addition to the New Shares by a decision of the Selling Shareholders) represent approximately 46.6 percent of the outstanding Shares and votes after the Share Issue (excluding any Additional Shares based on the Over-Allotment Option) assuming that the maximum number of New Shares are subscribed for in the Offering, and approximately 53.6 percent of the outstanding Shares and votes after the Share Issue if also the Over-Allotment Option is fully exercised.

The terms and conditions of the Offering comprise the general terms and conditions of the Offering presented herein as well as the special terms and conditions of the Institutional Offering and the Public Offering.

Share Issue

The Company’s Extraordinary General Meeting of Shareholders held on 14 November 2019 (the “**EGM**”) resolved to authorise the Board of Directors of the Company to decide on an issue of a maximum of 7,500,000 New Shares of the Company. The Board of Directors of the Company is expected to resolve on or about 4 December 2019 to offer a maximum of 4,444,444 New Shares for subscription in the Share Issue on the basis of the authorisation granted by the EGM.

As a result of the Share Issue, the number of the Company’s Shares may increase to a maximum of 14,003,144 Shares (of which 811,000 would be held by the Company and 13,192,144 be outstanding). The New Shares issued in the Share Issue would represent approximately up to 33.7 percent of the outstanding Shares and votes after the Share Issue, assuming that a maximum number of New Shares are subscribed for in the Offering. The maximum number of New Shares offered represent approximately 50.8 percent of the outstanding Shares before the Share Issue.

The New Shares are offered in deviation from the shareholders’ pre-emptive subscription right in order to enable the listing of the Company’s Shares on the official list (the “**Official List**”) of Nasdaq Helsinki Ltd (“**Nasdaq Helsinki**”) (“**Listing**”). The payment made to the Company for approved New Share subscriptions will be booked in its entirety in the invested unrestricted equity fund. Thus, the Company’s share capital will not increase in connection with the Share Issue.

Share Sale

The Selling Shareholders may, in their sole discretion, decide to increase the Offering and to sell a maximum of 1,702,575 Sale Shares in the Share Sale. If the Selling Shareholders decide to increase the Offering, the Sale Shares offered in the Share Sale would represent without the Over-Allotment Option approximately 12.9 percent (with the Over-Allotment Option of 922,052 Additional Shares, approximately 19.9 percent) of the outstanding Shares and votes after the Share Issue, assuming that the maximum number of New Shares are subscribed for in the Offering.

If the maximum number of the Sale Shares would not be subscribed for in the Share Sale, the subscriptions would be allocated to the Selling Shareholders on a pro rata basis.

Sole Global Coordinator and Joint Bookrunner

The Company has appointed Carnegie Investment Bank AB (“**Carnegie**”) to act as the sole global coordinator and bookrunner (the “**Sole Global Coordinator**”) and Swedbank AB (publ) (“**Swedbank**”) to act as the joint bookrunner for the Offering (Carnegie and Swedbank together, the “**Managers**”, and each individually a “**Manager**”). In addition, the Company has appointed Nordnet Bank AB (“**Nordnet**”) to act as a subscription place in the Public Offering.

Over-Allotment Option

Halma and Carnegie (the “**Stabilising Manager**”) may agree that Halma shall give the Stabilising Manager an over-allotment option exercisable within 30 days from the commencement of trading of the Shares on Nasdaq Helsinki (which period is estimated to occur between 5 December 2019 and 3 January 2020) (the “**Stabilisation Period**”), to purchase or to procure purchasers for a maximum of 666,666 additional Shares (assuming that the Selling Shareholders would not decide to increase the Offering and sell the Sale Shares), or a maximum of 922,052 additional Shares (assuming that the Selling Shareholders would decide to increase the Offering and sell a maximum of 1,702,575 Sale Shares) (the “**Additional Shares**”) solely to cover over-allotment (the “**Over-Allotment Option**”). The Additional Shares (assuming that the Selling Shareholders would not decide to increase the Offering and sell the Sale Shares) represent approximately 7.6 percent of the outstanding Shares and votes before the Offering and approximately 5.1 percent after the Offering, assuming that a maximum number of New Shares are subscribed for in the Offering. However, the Additional Shares will in no case represent more than 15 percent of the total number of New Shares and Sale Shares.

Stabilisation

After the Offering, the Stabilising Manager may, but is not obligated to, within the Stabilisation Period, engage in measures which 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 creates a short position. The short position is covered if the short selling does not exceed the number of Shares which the Stabilising Manager can acquire through the Over-Allotment Option. The Stabilising Manager may close covered short selling with the Over-Allotment Option or by purchasing Shares in the market. In determining the acquisition method of the Shares to cover the short selling, the Stabilising Manager considers, among other things, the market price of the Shares compared to the Over-Allotment Option price. After the Offering, the Stabilising Manager may also bid for and purchase Shares in the market to stabilise the share price. The measures may raise or maintain the market price of the Shares in comparison with the price levels determined independently on the market or may prevent or delay any decrease in the market price of the Shares. However, the stabilisation measures may not be conducted on a higher price than the Final Subscription Price. The Stabilising Manager has no obligation to carry out these measures, and they may stop 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.

Any stabilisation measures will be conducted in accordance with Regulation (EU) No. 596/2014 of the European Parliament and the Council on market abuse (the “**Market Abuse Regulation**” or “**MAR**”) and the Commission Delegated Regulation (EU) 2016/1052 supplementing the Market Abuse Regulation with regards to regulatory technical standards for the conditions applicable to buy-back programmes and stabilisation measures.

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

Underwriting Agreement

The Company expects that it will, on or about 4 December 2019, together with Halma, as well as with Aura Capital and Finnish Industry Investment Ltd, if such Selling Shareholders have decided to increase the Offering and sell the Sale Shares, enter into an underwriting agreement (the “**Underwriting Agreement**”) with the Managers, and the other Selling Shareholders have each given a sales undertaking (the “**Sales Undertaking**”) with respect to the Offering. According to the Underwriting Agreement and the Sales Undertakings, the Company agrees to issue and the Selling Shareholders agree to sell Offer Shares to purchasers procured by the Managers or, failing which, to the Managers themselves, and each of the Managers severally and not jointly, agrees to procure such purchasers, or failing such procurement, to subscribe for or purchase, the Offer Shares, provided that certain conditions are fulfilled. For additional information, see “*Plan of Distribution in the Offering*”.

Offer Period

The subscription period for the Public Offering will commence on 22 November 2019 at 10 a.m. (Finnish time) and end on 2 December 2019 at 4 p.m. (Finnish time). The subscription period for the Institutional Offering will commence on 22 November 2019 at 10 a.m. (Finnish time) and end on 4 December 2019 at 11 a.m. (Finnish time).

The Board of Directors of the Company and the Selling Shareholders have, in the event of an oversubscription, the right to discontinue the Institutional Offering and the Public Offering by a joint decision no earlier than 29 November 2019 at 4 p.m. (Finnish time). The Institutional Offering and the Public Offering may or may not be discontinued independently of each other. A stock exchange release regarding the possible discontinuation will be published without delay.

The Board of Directors of the Company and the Selling Shareholders have the right to extend the subscription period of the Institutional Offering and the Public Offering by a joint decision. Any 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 period for the Public Offering will in any case end no later than 2 December at 4. p.m. (Finnish time) and for the Institutional Offering no later than 4 December 2019 at 11 a.m. (Finnish time). The Company and the Selling Shareholders may or may not extend the subscription period of the Institutional Offering and the Public Offering independently of each other. The stock exchange release concerning the extension of the subscription period must be released no later than the above-mentioned estimated end dates of the Institutional Offering and the Public Offering.

Subscription Price

The subscription price for the Offer Shares is EUR 4.50 per Offer Share (the “**Subscription Price**”). In determining the Subscription Price, prevailing market conditions, the valuation multiples of companies operating in the same field of operation, as well as the expectations on the Company’s results have been, among other factors, taken into account.

The Conditionality, Execution and Publishing of the Offering

The Board of Directors of the Company will decide on the execution of the Share Issue, and the Selling Shareholders will decide on the execution of the Share Sale, and the Board of Directors of the Company will decide, jointly with the Selling Shareholders, if the Selling Shareholders have decided to increase the Offering, on the final number of the Offer Shares and the allocation of Offer Shares (the “**Completion Decision**”) on or about 4 December 2019.

The number of New Shares and Sale Shares, if any, will be announced through a stock exchange release immediately following the Completion Decision and it will be available at the latest on the next banking day following the Completion Decision, on or about 5 December 2019, at the subscription places of the Offering and on the Internet on the websites www.optomed.com/ipo, www.nordnet.fi/fi/optomed and www.nordnet.se/se/optomed.

Cancellation of the Commitments

A commitment to subscribe for or purchase Offer Shares in the Public Offering (the “**Commitment**”) cannot be amended. A Commitment may only be cancelled in the situations provided for in the Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 (the “**Prospectus Regulation**”).

Cancellation in accordance with the Prospectus Regulation due to the supplement of the Finnish Prospectus

If the Finnish language prospectus published by the Company in connection with the Offering (the “**Finnish Prospectus**”) is supplemented due to a material mistake or material inaccuracy or a significant new factor that arose or was noted after the Finnish Financial Supervisory Authority has approved the Finnish Prospectus and before trading in the Offer Shares begins on the prelist of Nasdaq Helsinki, investors who have given their Commitments before the supplement of the Finnish Prospectus have, in accordance with the Prospectus Regulation, the right to cancel their Commitments within two

(2) working days after the supplement has been published. The cancellation period may be extended by the Company. The final date of the right of cancellation is stated in the supplement. The use of the cancellation right requires that the material mistake or material inaccuracy or the significant new factor that led to the supplement arose or was noted prior to the delivery of the Offer Shares to the investors. 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. However, a Commitment made by telephone to the Managers may be cancelled by telephone.

The possible cancellation of a Commitment concerns the entire Commitment. After the time limit set for cancellation has expired, the cancellation right is no longer valid. If a Commitment made in the Public Offering 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 given to the subscription place. If an investor's bank account is in a different bank than the subscription place, 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. If an investor is a client of Nordnet and the Commitment is made via Nordnet, the refund will be paid only to cash account at Nordnet. No interest will be paid on the refunded amount.

The cancellation of a Commitment made via Nordnet online service can be made through an authorised representative or via Nordnet online service by accepting a separate Commitment cancellation using Nordnet Bank's identifiers.

Registration of Offer Shares to Book-Entry Accounts

A Finnish investor making a Commitment must have a book-entry account with a Finnish account operator or with an account operator operating in Finland, and the investor must submit the number of his or her book-entry account in the Commitment. Swedish investors in the Public Offering are required to have a valid investment service agreement with Nordnet. Offer Shares issued 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 completion decision regarding the Offering takes place, on or about 5 December 2019. In the Institutional Offering, the Offer Shares will be ready to be delivered against payment on or about 9 December through Euroclear Finland.

Title and Shareholder Rights

The title to the Offer Shares is 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. The Offer Shares carry rights equal to all other Shares in the Company and will entitle their holders to dividend and other distributions of funds as well as other rights related to the Shares as at the date the title has been transferred.

Transfer Tax and Other Expenses

No transfer tax is payable in connection with the issue or subscription of the New Shares. Account operators charge fees in accordance with their price lists for maintenance of the book-entry account and for safekeeping of the Shares. The Sale Shares are sold in connection with the commencement of trading in the Shares of the Company on the prelist of Nasdaq Helsinki, and no transfer tax is expected to be payable for these transfers. If transfer tax is due, the Selling Shareholders will pay any transfer tax payable on transfers of Sale Shares.

Trading in the Shares

The Company will submit a listing application to Nasdaq Helsinki for the listing of the Shares on the Official List of Nasdaq Helsinki. Trading in the Offer Shares is expected to begin on the prelist of Nasdaq Helsinki on or about 5 December 2019 and on the Official List of Nasdaq Helsinki on or about 9 December 2019. The share trading code of the Shares is "OPTOMED" and ISIN code FI4000410881.

Right to Cancel the Offering

The Board of Directors of the Company may cancel the Share Issue at any time before the decision to complete it is made on the grounds of, for example, market conditions, the Company's financial position or a material change in the

Company's business. If the Board of Directors of the Company decides to cancel the Share Issue, the sales and subscription prices 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 subscription place, 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. If an investor is a client of Nordnet and the Commitment is made via Nordnet, the refund will be paid only to cash account at Nordnet. No interest will be paid on the refunded amount.

Lock-up

The parties mentioned below shall agree with the Managers that, during a period ending 180 days from the Listing (i.e. until on or about 2 June 2020) as regards the Selling Shareholders and the other existing shareholders of the Company and 360 days from the Listing (i.e. until on or about 29 November 2020) as regards the Company and the management team of the Company, neither any of these persons nor any party acting on their behalf, save for the Offering and certain other exceptions, will, without the prior written consent of the Sole Global Coordinator, offer, hypothecate, pledge, sell, contract to sell, sell any option or contract to purchase, purchase any option or contract to sell, grant any option or warrant to purchase, lend or otherwise transfer or dispose of (or publicly announce such transaction), directly or indirectly, any Shares or any securities convertible into or exercisable or exchangeable for Shares, or enter into any swap or other arrangement that transfers to another, in whole or in part, any of the economic consequences of ownership of the Shares, whether any such transactions are to be settled by delivery of the Shares or other securities, in cash or otherwise, or to submit to the Company's shareholders a proposal to effect any of the foregoing.

The lock-up does not apply to certain situations, including, as regards the Selling Shareholders and other parties named above, exercising options or other instruments entitling to subscribe for Shares, a takeover bid concerning the Company, or a Share buyback directed to all shareholders, amongst others, and does not concern Shares other than those owned by the Selling Shareholders and other existing shareholders and the members of the Board of Directors or the executive officers and certain key employees of the Company at the date of admission of the Shares to trading on Nasdaq Helsinki.

The lock-ups apply in total to approximately 53 percent of the outstanding Shares and votes after the Share Issue without the Over-Allotment Option (approximately 46 percent including the Over-Allotment Option) assuming that the maximum number of New Shares are subscribed for in the Offering and that the Selling Shareholders sell the maximum number of Sale Shares.

Other Issues

Other issues and practical matters relating to the Share Issue will be resolved by the Board of Directors of the Company. Other issues and practical matters relating to the Share Sale will be resolved by the Selling Shareholders.

Documents on Display

The Company's latest financial statements, report of the Board of Directors and the auditor's report as well as other documents pursuant to Chapter 5, Section 21 of the Finnish Companies Act (624/2006, as amended) (the "**Finnish Companies Act**"), are available during the subscription period at the registered office of the Company at Yrttipellontie 1, FI-90230, Oulu, Finland.

Governing 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 of the Institutional Offering

General

Preliminarily a maximum of 4,000,000 Offer Shares (without the Over-Allotment Option and excluding the 1,702,575 Sale Shares which may be sold in addition to the New Shares by a decision of the Selling Shareholders) are offered in the Institutional Offering as private placements to institutional investors in Finland and internationally. In addition, the Selling Shareholders may decide to increase the Offering and to sell a maximum of 1,702,575 Sale Shares in the Share Sale. The Company and the Selling Shareholders may, based on demand, reallocate Offer Shares between the Institutional Offering and the Public Offering in deviation from the preliminary number of Offer Shares without limitation. However, the minimum number of Offer Shares to be offered in the Public Offering shall be 444,444 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.

The Offer Shares are being offered in the Institutional Offering to institutional investors in Finland and internationally in certain other countries outside the United States in accordance with Regulation S.

Right to Participate

An investor whose purchase offer in the Institutional Offering (the “**Purchase Offer**”) includes at least 20,001 Offer Shares, may participate in the Institutional Offering. Natural persons or estates of deceased persons may not participate in the Institutional Offering other than via an asset manager.

Approval of the Purchase Offers and Allocation

Purchase Offers by institutional investors may be submitted to the Managers. In the Institutional Offering, the Company will decide on the approvals of the Purchase Offers upon taking the Completion Decision regarding the Offering. The Company will decide on the procedures in the event of a potential oversubscription. The Company will make the decisions together with the Selling Shareholders, if the Selling Shareholders have decided to increase the Offering and to sell Sale Shares in the Share Sale. The Purchase Offers can be accepted or rejected partially or wholly. A confirmation of the accepted Purchase Offers in the Institutional Offering will be provided as soon as practically possible after the allocation of the Offer Shares.

Payment of the Offer Shares

Institutional investors must pay for the Offer Shares corresponding to their accepted Purchase Offer in accordance with the instructions issued by the Manager, on or about 9 December 2019. If necessary in connection with a Purchase Offer being made or before the approval of a Purchase Offer, the Managers have the right provided by the duty of care set for securities intermediaries to require that the investor provides information concerning its ability to pay for the Offer Shares corresponding to its Purchase Offer or require that the amount corresponding to the Purchase Offer be paid in advance. The amount to be paid in this connection is the Subscription Price, EUR 4.50, multiplied by the number of Offer Shares corresponding to the Purchase Offer. Possible refunds will be made on or about on the fifth (5th) banking day following the completion decision regarding the Offering (i.e. on or about 12 December 2019). No interest will be paid on the refunded amount.

Special Terms and Conditions of the Public Offering

General

Preliminarily a maximum of 444,444 Offer Shares are offered in the Public Offering for subscription by private individuals and corporations in Finland and Sweden. The Company and the Selling Shareholders may, based on demand, reallocate Offer Shares between the Institutional Offering and the Public Offering in deviation from the preliminary number of Offer Shares without limitation. However, the minimum number of Offer Shares to be offered in the Public Offering shall be 444,444 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.

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

Right to Participate and the Minimum and Maximum Amounts for Commitments

Investors whose permanent address or domicile is in Finland or Sweden and who submit their Commitments in Finland or Sweden, may participate in the Public Offering. In the Public Offering, the Commitment must concern a minimum of 200 Offer Shares and a maximum of 20,000 Offer Shares. The Commitments submitted by one and the same investor in one or more subscription places will be combined into one Commitment to which the above-mentioned minimum and maximum amounts are applied.

Places of Subscription and Submission of Commitments

Finland

The place of subscription in the Public Offering is:

- Nordnet’s online service with Nordnet’s bank identifiers at www.nordnet.fi/fi/optomed. The subscription can be made through online service with the bank identifiers of Nordnet, Aktia, Danske Bank, Handelsbanken, Nordea, Oma Säästöpankki, Osuuspankki, POP Bank, S-Bank, Säästöpankki as well as Ålandsbanken.

- In addition when separately agreed, the subscription commitment in the Public Offering can be made at Nordnet Bank AB, Finnish branch's office at Yliopistonkatu 5, 00100 Helsinki, on weekdays from 1.00 pm to 5.00 pm.
- The subscription commitment can also be made on behalf of corporation through the online service of Nordnet. Estates of a deceased person or persons under guardianship, which are not Nordnet's own customers, cannot submit the subscription commitment through online service of Nordnet, but instead they have to submit subscription commitment at the office of Nordnet.

The Commitment will be considered to have been made when the investor has submitted a Commitment according to the instructions of the subscription place or has confirmed the Commitment with his or her bank identifiers and has paid for the share subscription price in accordance with the Commitment. Any detailed instructions possibly issued by the place of subscription must be taken into consideration when submitting a Commitment. The Commitment in the Public Offering is binding and cannot be changed and can only be cancelled in the specific manner and situations referred to above under "*General Terms and Conditions of the Offering – Cancellation of the Commitments*".

On the part of persons under 18 years of age or investors otherwise under guardianship, permission from the magistrate is required in order for them to give a Commitment because the Shares will not yet be admitted to trading on a regulated market when the Commitment is made.

Sweden

The place of subscription in the Public Offering for customers **with a securities account in Nordnet Sweden** is:

- Nordnet's online service with bank identifiers of Nordnet Bank at www.nordnet.se/se/optomed

In order to not lose the right to allotment, account clients at Nordnet must have sufficient funds available for their subscription at the account during the period from 28 November 2019 at 4:00 pm (Finnish time) until the settlement day, which is estimated to be on or about 9 December 2019. More information regarding the subscription process is available at www.nordnet.se/se/optomed. Submitting a Commitment via Nordnet's online service requires a valid investment service agreement with Nordnet.

The Commitment will be considered to have been made when the investor has submitted a Commitment according to the instructions of the subscription place or has confirmed the Commitment with his or her bank identifiers. Any detailed instructions possibly issued by the place of subscription must be taken into consideration when submitting a Commitment. The Commitment in the Public Offering is binding and cannot be changed and can only be cancelled in the specific manner and situations referred to above under "*– General Terms and Conditions of the Offering – Cancellation of the Commitments*".

Commitments made through Nordnet in Sweden by or on behalf of persons under the age of 18 must be made by their legal guardians or an individual holding a power of attorney.

Payment of the Offer Shares

Finland

When submitting the Commitment, the price to be paid for the Offer Shares in the Public Offering is the Subscription Price, i.e. EUR 4.50 per Offer Share multiplied by the number of Offer Share covered by the Commitment.

The payment of a Commitment submitted via Nordnet online service will be charged when the investor confirms the Commitment with his or her bank identifiers.

Sweden

If the Commitment has been submitted via online service of Nordnet Bank Sweden, the payment will be charged from the investor's cash bank account on the day of the Pricing (*i.e.* on or about 4 December 2019)

Approval of Commitments and Allocation

In the Public Offering, the Company will decide on the allocation of Offer Shares to investors after the Completion Decision regarding the Offering. The Company will decide on the procedures in the event of a potential oversubscription. The Company will make the decisions together with the Selling Shareholders, if the Selling Shareholders have decided to increase the Offering and to sell Sale Shares in the Share Sale. The Commitments can be accepted partially or wholly or they may be rejected. The Company and the Selling Shareholders aim to approve Commitments in full for up to 200 Offer Shares and, for Commitments exceeding this amount, allocate the Offer Shares in proportion to the amount of Commitments unmet. When allocating the Offer Shares in the Public Offering, the Company may prioritise the personnel

of the Company, consisting of all permanent employees of the Company during the subscription period in Finland, the members of the Board of Directors within the EEA and the CEO of Optomed (the “**Personnel**”), as well as companies controlled by them. The number of the Offer Shares allocated based on this priority can be a maximum of 10.0 percent of the number of the Offer Shares to be offered preliminarily in the Public Offering, however no more than a maximum of 490 Offer Shares per each person. The portion of the Commitments submitted by Personnel exceeding the number of Offer Shares allocated based on the priority is allocated in proportion to the amount of Commitments unmet submitted by all investors participating in the Public Offering. A confirmation letter regarding the approval of the Commitments and allocation of the Offer Shares will be sent as soon as possible and on or about 20 December 2019 at the latest to all investors who have submitted their Commitments in the Public Offering. Investors at Nordnet, who have also made their Commitments via Nordnet will see their Commitments as well as allocation of Offer Shares on the transaction page of Nordnet’s online service.

Refunding of Paid Amount

Finland

If a Commitment is rejected or approved only in part, the paid amount or the part thereof will be refunded to the investor who submitted the Commitment approximately five (5) business days after the completion decision regarding the Offering (i.e. on or about 13 December 2019), to the Finnish bank account stated in the Commitment. If an investor’s bank account is in a different bank than the subscription place, 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. If the Commitments submitted by the one and the same investor are being combined, the potential refund of paid amount is only refunded to one bank account of the investor. If the subscription place is Nordnet, the refunded amount will only be paid to a Nordnet cash account. No interest will be paid on the refunded amount. See also “*General Terms and Conditions of the Offering – Cancellation of the Commitments.*”

Registration of Offer Shares to Book-Entry Accounts

Finland

Investors who have submitted a Commitment in the Public Offering must have a book-entry account with a Finnish account operator or an account operator operating in Finland, and investors must specify the number of their book-entry account in their Commitment. It is expected that the Offer Shares allocated in the Public Offering will be entered into the book-entry accounts of investors whose Commitments have been approved on the first banking day after the Pricing (i.e. on or about 5 December 2019).

Sweden

Commitments via Nordnet’s online service requires a valid investment service agreement with Nordnet. It is expected that the Offer Shares allocated in the Public Offering will be entered into the securities accounts of investors whose Commitments submitted through Nordnet’s online service have been approved on the first banking day after the Pricing (i.e. on or about 5 December 2019).