

OPTOMED PLC'S ANNUAL GENERAL MEETING

Time: 11 June 2020 at 10:00 a.m.

Place: Life Science Center Keilaniemi, Keilaranta 16 B, FI-02150 Espoo, Finland

Present: The Board of Directors of Optomed Plc has resolved, pursuant to Section 2, Subsection 3 of the Act 290/2020, that shareholders and their proxy representatives may participate in the General Meeting and exercise their shareholder rights only through advance voting.

The shareholders set out in the list of votes adopted at the meeting were represented at the meeting (Appendix 1).

The Company's Chief Legal Officer Sakari Knuutti, the Chairman of the General Meeting Klaus Ilmonen and the secretary of the General Meeting Linnea Lehtonen were present at the meeting.

1. Opening of the meeting

Attorney-at-law, Klaus Ilmonen who acted as the Chairman of the Meeting opened the meeting.

2. Calling the meeting to order

Attorney-at-law, Klaus Ilmonen acted as the Chairman of the General Meeting in accordance with the notice to the General Meeting and he called lawyer Linnea Lehtonen to act as the secretary.

It was noted that the proposals of the Shareholders' Nomination Board to the General Meeting had been published by a stock exchange release on 3 February 2020 and the proposals of the Board of Directors by a stock exchange release on 19 May 2020 as well as on the Company's website at www.optomed.com/annual-general-meeting-2020/ in whole on 19 May 2020. No shareholders' counterproposals subject for voting were made by the deadline on 22 May 2020 at 4:00 p.m. Shareholders have had the right to present questions referred to in Chapter 5, Section 25 of the Finnish Companies Act to the management of the Company by 28 May 2020 at 4:00 p.m. No questions were presented in the procedure concerning the General Meeting to the Company's management by the deadline.

The Chairman noted that shareholders and their proxy representatives have only been able to participate in the General Meeting only through advance voting and thus voting has been cast on all agenda items. The Chairman further noted that pursuant to the temporary legislation the proposals in all agenda items may have been opposed without having to submit a counterproposal.

A summary of the votes given through advance voting was enclosed to the minutes (Appendix 2).

3. Election of persons to scrutinize the minutes and to supervise the counting of votes

The Company's Chief Legal Officer Sakari Knuutti acted as the scrutinizer of the minutes and the supervisor of the counting of the votes in accordance with the notice to the General Meeting.

4. Recording the legality of the meeting

It was noted that the notice to the General Meeting had been published by a stock exchange release on 19 May 2020. The notice to the General Meeting had also been published on the Company's website on 19 May 2020.

It was noted that the General Meeting had been convened in accordance with the stipulations of the Articles of Association, the Finnish Companies Act and the Act 290/2020, which allows for temporary deviations from certain provisions of the Finnish Companies Act.

The notice to the meeting was enclosed to the minutes (Appendix 3).

5. Recording the attendance at the meeting and adoption of the list of votes

A list of shareholders who had voted in advance within the advance voting period either in person or by proxy and who have the right to attend the General Meeting pursuant to Chapter 5, Sections 6 and 6a of the Finnish Companies Act was presented. It was recorded that 14 shareholders had participated in the advance voting, representing 6,252,995 shares and 6,252,995 votes. The attendance status and list of votes were enclosed to the minutes (Appendix 1).

6. Presentation of the Financial Statements, the Report of the Board of Directors and the Auditor's Report for the year 2019

It was noted that since shareholders and their proxy representatives have only been able to attend the General Meeting through advance voting, the Annual Report published by the Company on 20 March 2020 which includes the Company's Financial Statements, the Report of the Board of Directors and the Auditor's Report, and which has been available on the Company's website, has been presented to the General Meeting.

The Financial Statements documents were enclosed to the minutes (Appendix 4).

7. Adoption of the Financial Statements

It was recorded that 6,252,995 shares and votes, representing approximately 44.65 percent of all shares and votes in the Company, participated in the voting. For the adoption of the Financial Statements 6,252,995 votes were cast, representing 100 percent of the total votes cast, and against the adoption of the Financial Statements 0 votes were cast, representing 0 percent of the total votes cast. The number of shares that abstained from voting was 0.

Based on the voting result, the General Meeting adopted the Financial Statements for the financial year 2019.

8. Resolution on the use of profit shown on the balance sheet and the distribution of funds

It was noted that the distributable funds of the parent company according to the balance sheet of the parent company as per 31 December 2019 were EUR 21,736,490.31 of which the loss for the financial period is EUR 5,490,536.34.

It was noted that the Board of Directors had proposed to the General Meeting that no dividend be paid for the financial period 2019.

It was recorded that 6,252,995 shares and votes, representing approximately 44.65 percent of all shares and votes in the Company, participated in the voting. For the proposal of the Board of Directors 6,252,995 votes were cast, representing 100 percent of the total votes cast, and against the proposal of the Board of Directors 0 votes were cast, representing 0 percent of the total votes cast. The number of shares that abstained from voting was 0.

Based on the voting result, the General Meeting resolved, in accordance with the proposal of the Board of Directors, that no dividend be paid. It was noted that the non-restricted equity on the outstanding 14,003,144 shares shall be retained and carried forward.

9. Resolution on the discharge of the members of the Board of Directors and the CEO from liability for the financial period 1 January 2019 – 31 December 2019

It was noted that the discharging of liability for the financial period from 1 January 2019 to 31 December 2019 concerned the following persons:

Petri Salonen, Chairman of the Board of Directors
Matthew Hallam, member of the Board of Directors
Seppo Mäkinen, member of the Board of Directors (as of 10 May 2019)
Ingo Ramesohl, member of the Board of Directors
Abbas Sotoudeh, member of the Board of Directors (until 10 May 2019)
Reijo Tauriainen, member of the Board of Directors (as of 10 May 2019)
Anders Torstensson, member of the Board of Directors
Jens Umehag, member of the Board of Directors (as of 10 May 2019)
Jun Wu, member of the Board of Directors
Ke Zhang, Deputy member of the Board of Directors (until 10 May 2019)

Seppo Kopsala, CEO.

It was recorded that 2,831,218 shares and votes, representing approximately 20.22 percent of all shares and votes in the Company, participated in the voting. For the discharge from liability 2,831,218 votes were cast, representing 100 percent of the total votes cast, and against the discharge from liability 0 votes were cast, representing 0 percent of the total votes cast. The number of shares that abstained from voting was 346,417.

Based on the voting result, the General Meeting resolved to discharge the aforementioned members of the Board of Directors, the Deputy member of the Board of Directors and the CEO from liability for the financial period from 1 January 2019 to 31 December 2019.

10. Adoption of the Remuneration Policy for governing bodies

It was noted that since shareholders and their proxy representatives have only been able to attend the General Meeting through advance voting, the Remuneration Policy published by the Company on 19 May 2020 as an appendix to the notice to the General Meeting and which has been available on the Company's website, has been presented to the General Meeting.

The Remuneration Policy was enclosed to the minutes (Appendix 5).

It was recorded that 6,252,995 shares and votes, representing approximately 44.65 percent of all shares and votes in the Company, participated in the voting. For the proposal of the Board of Directors 5,919,858 votes were cast, representing approximately 94.67 percent of the total votes cast, and against the proposal of the Board of Directors 333,137 votes were cast, representing approximately 5.33 percent of the total votes cast. The number of shares that abstained from voting was 0.

Based on the voting result, the General Meeting resolved to adopt the presented Remuneration Policy. The resolution was advisory.

11. Resolution on the remuneration of the members of the Board of Directors

It was noted that the Shareholders' Nomination Board had proposed to the General Meeting that the annual remuneration payable to the members of the Board of Directors to be elected at the Annual General Meeting for the term until the close of the Annual General Meeting in 2021 be as follows:

- EUR 36,000 for the Chairman of the Board of Directors, and
- EUR 18,000 for each member of the Board of Directors.

It was noted that the Shareholders' Nomination Board had further proposed that a meeting fee in the amount of EUR 500 is paid to the Chairman of the Audit Committee for each Audit Committee meeting. 40 percent of the Board of Directors remuneration is paid in Optomed shares and 60 percent in cash. The remuneration will be paid once a year in full in August, after Optomed's H1 report has been announced.

It was recorded that 6,252,995 shares and votes, representing approximately 44.65 percent of all shares and votes in the Company, participated in the voting. For the proposal of the Shareholders' Nomination Board 6,252,995 votes were cast, representing 100 percent of the total votes cast, and against the proposal of the Shareholders' Nomination Board 0 votes were cast, representing 0 percent of the total votes cast. The number of shares that abstained from voting was 0.

Based on the voting result, the General Meeting resolved to adopt the proposal of the Shareholders' Nomination Board.

12. Resolution on the number of members of the Board of Directors

It was noted that according to the Article 4 of the Articles of Association, the Board of Directors comprises a minimum of five (5) and a maximum of eight (8) members. The current number of members of the Board of Directors is eight (8).

It was noted that the Shareholders' Nomination Board had proposed to the General Meeting that the number of members of the Board of Directors for the term of office expiring at the close of the Annual General Meeting 2021 shall be five (5).

It was recorded that 6,252,995 shares and votes, representing approximately 44.65 percent of all shares and votes in the Company, participated in the voting. For the proposal of the Shareholders' Nomination Board 6,252,995 votes were cast, representing 100 percent of the total votes cast, and against the proposal of the Shareholders' Nomination Board 0 votes were cast, representing 0 percent of the total votes cast. The number of shares that abstained from voting was 0.

Based on the voting result, the General Meeting resolved, in accordance with the proposal of the Shareholders' Nomination Board, that the number of members of the Board of Directors for the term of office expiring at the close of the Annual General Meeting 2021 shall be (5).

13. Election of the members of the Board of Directors

It was noted that the Shareholders' Nomination Board had proposed to the General Meeting that Seppo Mäkinen, Petri Salonen, Reijo Tauriainen and Jun Wu be re-elected as members of the Board of Directors for a term commencing at the close of this General Meeting and continuing until the close of the Annual General Meeting 2021 and that Anna Tenstam be elected as a new member of the Board of Directors for the same term.

It was recorded that 6,252,995 shares and votes, representing approximately 44.65 percent of all shares and votes in the Company, participated in the voting. For the proposal of the Shareholders' Nomination Board 6,252,995 votes were cast, representing 100 percent of the total votes cast, and against the proposal of the Shareholders' Nomination Board 0 votes were cast, representing 0 percent of the total votes cast. The number of shares that abstained from voting was 0.

Based on the voting result, the General Meeting resolved to elect as members of the Board of Directors the persons proposed by the Shareholders' Nomination Board:

Seppo Mäkinen,
Petri Salonen,
Reijo Tauriainen,
Jun Wu, and
Anna Tenstam.

14. Resolution on the remuneration of the auditor

It was noted that the Board of Directors had, upon the recommendation of the Audit Committee, proposed to the General Meeting that the remuneration of the auditor be paid according to an invoice approved by the Company.

It was recorded that 6,252,995 shares and votes, representing approximately 44.65 percent of all shares and votes in the Company, participated in the voting. For the proposal of the Board of Directors 6,252,995 votes were cast, representing 100 percent of the total votes

cast, and against the proposal of the Board of Directors 0 votes were cast, representing 0 percent of the total votes cast. The number of shares that abstained from voting was 0.

Based on the voting result, the General Meeting resolved, in accordance with the proposal of the Board of Directors, that the remuneration of the auditor be paid according to an invoice approved by the Company.

15. Election of the auditor

It was noted that according to the Article 6 of the Articles of Association the Company shall have one (1) auditor, which shall be an Authorised Public Accountants firm approved by the Finnish Patent and Registration Office. During the previous financial period, the authorised public accounting firm KPMG Oy Ab had acted as the auditor of the Company.

It was noted that the Board of Directors had, upon the recommendation of the Audit Committee, proposed to the General Meeting that the public accounting firm KPMG Oy Ab be re-elected as the Company's auditor for a term that ends at the close of the next Annual General Meeting.

It was recorded that 6,252,995 shares and votes, representing approximately 44.65 percent of all shares and votes in the Company, participated in the voting. For the proposal of the Board of Directors 6,252,995 votes were cast, representing 100 percent of the total votes cast, and against the proposal of the Board of Directors 0 votes were cast, representing 0 percent of the total votes cast. The number of shares that abstained from voting was 0.

Based on the voting result, the General Meeting resolved, in accordance with the proposal of the Board of Directors, that the authorised public accounting firm KPMG Oy Ab be re-elected as the Company's auditor for a term that ends at the close of the next Annual General Meeting. It was recorded that KPMG Oy Ab had informed that Tapio Raappana, Authorized Public Accountant, would continue as the auditor-in-charge.

16. Authorization of the Board of Directors to resolve on the repurchase as well as on the acceptance as pledge of the Company's own shares

It was noted that the Board of Directors had proposed to the General Meeting that the Board of Directors be authorized to resolve on the repurchase as well as on the acceptance as pledge of the Company's own shares in one or several tranches as follows:

The number of own shares to be repurchased or accepted as pledge by virtue of the authorization shall not exceed 1,400,314 shares, which corresponds to approximately 10 percent of all shares in the Company, subject to provisions of the Finnish Companies Act on the maximum amount of shares owned by or pledge to the company and its subsidiaries. Only the unrestricted equity of the Company can be used to repurchase own shares on the basis of the authorization.

Own shares can be repurchased at a price formed in public trading on the date of the repurchase or at a price otherwise formed on the market.

The Board of Directors decides how own shares will be repurchased or accepted as pledge. Own shares can be repurchased otherwise than in proportion to the shareholdings of the shareholders (directed repurchase).

The authorization had been proposed to be valid until the earlier of (i) the end of the next Annual General Meeting of the Company or (ii) 18 months from the resolution of the Annual General Meeting of the Company. The authorization shall revoke previous unused authorizations for the repurchase as well as for the acceptance as pledge of the Company's own shares.

It was recorded that 6,252,995 shares and votes, representing approximately 44.65 percent of all shares and votes in the Company, participated in the voting. For the proposal of the Board of Directors 6,252,995 votes and shares were given, representing 100 percent of the total votes cast and 100 percent of the shares represented at the meeting, and against the proposal of the Board of Directors 0 votes and shares were given, representing 0 percent of the total votes cast and 0 percent of the shares represented at the meeting. The number of shares that abstained from voting was 0, representing 0 percent of the shares represented at the meeting.

Based on the voting result, the General Meeting resolved, in accordance with the proposal of the Board of Directors, to authorize the Board of Directors to resolve on the repurchase as well as on the acceptance as pledge of the Company's own shares.

17. Authorization of the Board of Directors to resolve on the issuance of shares and special rights entitling to shares

It was noted that the Board of Directors had proposed to the General Meeting that the Board of Directors be authorized to resolve on the issuance of shares and/or special rights entitling to shares referred to in Chapter 10, Section 1 of the Finnish Companies Act, in one or several instalments, either against payment or without payment. The authorization would consist of a maximum of 1,400,314 shares in the aggregate (including shares be received based on special rights), which corresponds to approximately 10 percent of all the Company's shares at the time of the proposal. The Board of Directors would be authorized to resolve to issue either new shares or dispose of the treasury shares in the possession of the Company.

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

The authorization also includes the right to decide on a share issue without consideration to the Company itself, subject to provisions of the Finnish Companies Act on the maximum amount of shares owned by the company or its subsidiaries.

The Board of Directors would be authorized to resolve on all terms and conditions of the issuance of shares and special rights entitling to shares, including the right to derogate from the pre-emptive right of the shareholders.

The authorization had been proposed to be valid until the earlier of (i) the end of the next Annual General Meeting of the Company or (ii) 18 months from the resolution of the Annual General Meeting of the Company. The authorization shall revoke previous unused share issue authorizations.

It was recorded that 6,252,995 shares and votes, representing approximately 44.65 percent of all shares and votes in the Company, participated in the voting. For the proposal of the Board of Directors 6,252,995 votes and shares were given, representing 100 percent of the total votes cast and 100 percent of the shares represented at the meeting, and against the proposal of the Board of Directors 0 votes and shares were given, representing 0 percent of the total votes cast and 0 percent of the shares represented at the meeting. The number of shares that abstained from voting was 0, representing 0 percent of the shares represented at the meeting.

Based on the voting result, the General Meeting resolved, in accordance with the proposal of the Board of Directors, to authorize the Board of Directors to resolve on the issuance of shares and/or special rights entitling to shares referred to in Chapter 10, Section 1 of the Finnish Companies Act.

18. Closing of the meeting

The Chairman noted that the items on the agenda had been attended to and that the minutes of the meeting will be available on the Company's website as from 25 June 2020 at the latest.

The Chairman announced the meeting closed at 10:15 a.m.

[Signatures on the following page]

OPTOMED PLC
Business ID: 1936446-1

UNOFFICIAL TRANSLATION
MINUTES 1/2020 9 (10)
Annual General Meeting 11 June 2020
In case of discrepancy, the Finnish language
version is prevailing.

KLAUS ILMONEN
Klaus Ilmonen
Chairman

In fidem:

LINNEA LEHTONEN
Linnea Lehtonen
Secretary

Minutes reviewed and confirmed by:

SAKARI KNUUTTI
Sakari Knuutti
Scrutinizer

OPTOMED PLC
Business ID: 1936446-1

UNOFFICIAL TRANSLATION
MINUTES 1/2020 10 (10)
Annual General Meeting 11 June 2020
In case of discrepancy, the Finnish language
version is prevailing.

APPENDICES

1. List of votes
2. Summary of the votes given in the advance voting
3. Notice to the Annual General Meeting
4. The Financial Statements documents
5. Remuneration Policy for governing bodies