

ATRIA PLC
Business ID: 0841066-1

MINUTES 1 / 2019
Annual General Meeting, 29 April 2020

ANNUAL GENERAL MEETING

Date 29 April 2020 at 1:00 p.m.
Place Atria Plc's Helsinki office, Läkkipäntie 23, Helsinki, Finland

Present The list of participants and votes evidencing the shareholders present and represented in the Meeting, their representatives and assistants, as well as each shareholder's number of shares and votes, was taken as Appendix 1 to the minutes.

In addition, the Chairman of the Board of Directors Seppo Paavola, the CEO Juha Gröhn as well as a small number of meeting officers and personnel of Atria Group were present at the Meeting. Other members of the Board of Directors or Supervisory Board were not present at the Meeting. Neither the proposed new members of the Supervisory Board Vesa Lapatto, Risto Lahti and Ari Pöyhönen nor the proposed new member of the Board of Directors Jukka Kaikkonen were present at the Meeting. The main responsible Auditor of the Company was not present at the Meeting but followed the Meeting by a remote connection and was available if needed. The absences were due to limitations and special measures related to the coronavirus pandemic.

1. Opening of the meeting

The Chairman of the Board of Directors, Seppo Paavola, opened the Meeting and welcomed shareholders present at the Meeting as well as the shareholders following the Meeting through online streaming. In his opening speech Paavola presented both present and absent members of the Board of Directors, the CEO and the current auditor. It was noted that the absences were due to special measures related to the coronavirus pandemic.

Furthermore, the Chairman of the Board of Directors, Seppo Paavola thanked Jyrki Rantsi, a member of the Board of Directors as well as Pekka Ojala and Jukka Kaikkonen, members of the Supervisory Board, who had announced to renounce their memberships in the Board of Directors and in the Supervisory Board.

2. Calling the meeting to order

Riikka Rannikko, Attorney at Law, was elected Chairman of the meeting. The Chairman of the meeting called Merja Harju, General Counsel of the Company, to act as the secretary.

It was noted that that due to the current coronavirus situation the Annual General Meeting will be kept short and concise considering the exceptional circumstances, where special legislation and authorities' regulations restrict or prevent complying with and applying procedures and practices otherwise applied.

It was noted that the Meeting will be held in compliance with the regulatory rules imposed by the Finnish authorities and the Company has taken and adopted measures for the Annual General Meeting in relation to the prevention of coronavirus pandemic, the purpose of which is to ensure the safety and health of the Company's shareholders, representatives, personnel as well as other stakeholders and persons when holding the Meeting. The Chairman thanked the shareholders for their good co-operation enabling the Annual General Meeting to be held.

ATRIA PLC
Business ID: 0841066-1

MINUTES 1 / 2019
Annual General Meeting, 29 April 2020

The Chairman presented measures taken in relation to prevention of coronavirus pandemic. Among other things the following was noted:

- At the end of the registration period, Atria has been able to confirm and has also announced beforehand that the majority of votes required by law support every proposal made to the Meeting in accordance with the notice to the Meeting.
- Atria has announced beforehand that in order to comply with government regulations the number of the participants present at the meeting venue will be limited, so that the number of participants in each room of the venue will not exceed ten persons in accordance with the government regulations and guidance. Atria has also urged all shareholders to follow authorities' guidance and recommendations, to strongly consider abstaining from the Meeting as well as to utilise the webcast to follow the Meeting and exercise their voting rights and right to request information through proxy representation and by submitting preliminary questions.
- By using the aforementioned measures, the shareholders have been able to follow the meeting live, ensure their voting possibilities in accordance with voting instructions given by themselves, and present questions. It was also noted that the answers to the preliminary questions will be published on Atria's website and that questions may be presented until 12:00 noon the day after the Meeting. The answers will be provided on Atria's website during the day following the Meeting.
- The Meeting will be kept as short and concise as possible, the participation of the management and representatives of the Company has been limited to the minimum and there will be no coffee service or distribution of product samples.
- Atria has informed the shareholders and persons registered to the Meeting about the measures taken several times, most recently on 24 April 2020. Atria has also contacted shareholders registered to the Meeting by using contact information known to the Company. Atria has instructed that the proxy and question forms are available on the Company's website.

The Chairman presented the practical arrangements and proceedings related to the meeting, as well as the course of procedure.

It was noted that the financial statement documents from the financial period 2019 and the proposed Remuneration Policy had been available as of 25 March 2020 on the Company's website. The proposals of the Board of Directors and shareholders to the Meeting were publicly disclosed by a stock exchange release on 20 March 2020 as part of the notice to the meeting. The proposals of the Nomination Board were publicly disclosed by a stock exchange release on 23 January 2020. All proposals made to the Meeting have thus been available in full on the Company's website as of 20 March 2020. The mentioned documents were also available in the Meeting, and transcripts thereof have been sent to the shareholders who have requested them.

It was confirmed that the Meeting was streamed live on Atria's website. A shareholder, who is on the record date of the Meeting, 17 April 2020, registered in the shareholder register of the Company, has been able to register to follow the live webcast. Shareholders following the meeting through live webcast will not be recorded as present at the meeting

ATRIA PLC
Business ID: 0841066-1

MINUTES 1 / 2019
Annual General Meeting, 29 April 2020

nor to the number of shares and votes present at the meeting. It was further noted that the video and audio of the meeting will be recorded to draw up the meeting minutes.

It was noted that these arrangements will be recorded in the minutes.

The Chairman noted that certain shareholders with nominee-registered shares had delivered voting instructions to the Company before the Meeting and explained the voting instructions delivered by the shareholders with nominee-registered shares. It was noted that the shareholders did not demand voting regarding such issues on the agenda in which the given instructions were to oppose the resolution proposal or not to participate in the handling of the issue, but a proper recording into the minutes would suffice.

Merja Harju as authorised by Nordea Bank Abp, Skandinaviska Enskilda Banken AB (publ), Helsinki branch and by Svenska Handelsbanken AB (publ.) confirmed her clients' voting instructions and proceedings accordingly.

The Chairman noted that opposing and abstaining votes presented in the summary of the voting instructions shall be recorded as described. To the extent that there are opposing votes in the summary of the voting instructions, such votes shall be recorded into the minutes in each relevant section as opposing votes only to the extent that they simultaneously support a counterproposal eligible to be voted for.

It was noted that the summary of the voting instructions of the shareholders represented by Nordea Bank Abp, Skandinaviska Enskilda Banken AB (publ), Helsinki branch and Svenska Handelsbanken AB (publ.) was taken as Appendix 2 to the minutes.

In addition, it was noted that the Company had received proxies beforehand and the Chairman had been provided with information regarding the voting instructions thereof. The necessary entries will also be recorded into the minutes in each relevant section with respect to these voting instructions and the secretary of the meeting will verify the entries.

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

Hanne Kortesoja was elected to scrutinise the minutes.

Tomas Back and Olli Yli-Rohdainen were elected to supervise the counting of votes.

4. Recording the legality of the meeting

It was noted that the notice to the Meeting had been published on the Company's website and by a stock exchange release on 20 March 2020. In addition, information of the notice to the meeting was published in Helsingin Sanomat and Kauppalehti on 23 March 2020. The notice to the meeting was included to the minutes as Appendix 3.

It was noted that the meeting had been convened in accordance with the Articles of Association and the Finnish Companies Act and that it therefore constituted a quorum to handle the issues mentioned in the notice.

ATRIA PLC
Business ID: 0841066-1

MINUTES 1 / 2019
Annual General Meeting, 29 April 2020

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

It was noted that a list of participants and votes of the shareholders, representatives, and assistants who were present at the beginning of the meeting, which lists the number of shares and votes of each shareholder, was drawn up in accordance with Appendix 1. It was noted that according to the list of votes, there were present or represented 79 owners of Series A shares representing in total 9,436,380 shares and votes and 3 owners of Series KII shares representing in total 9,203,981 shares and 92,039,810 votes at the beginning of the meeting. There were 18,640,361 shares and 101,476,190 votes represented at the meeting altogether, comprising approximately 65.9 % of all shares and 91.3 % of all votes in the company.

The Chairman confirmed the list of votes at the beginning of the meeting to be in accordance with Appendix 1. It was noted that the list of votes represented at the meeting will be updated in case of voting.

6. Presentation of the financial statements, the consolidated financial statements, the report of the Board of Directors, the auditor's report, and the Supervisory Board's statement for the year 2019

It was noted that the financial statements, the consolidated financial statements, the report by the Board of Directors, and the auditor's report had been available as of 25 March 2020 on the Company's website. The Supervisory Board's statement on the financial statements and the auditor's report has been available to shareholders as of 20 March 2020. The financial statement documents and the Supervisory Board's statement were also available at the meeting, and transcripts thereof had been sent to shareholders on request. Original versions of the mentioned documents were in the possession of the Secretary of the meeting.

Juha Gröhn, CEO of the Company, kept a brief review addressing the Company's operations and key figures of the year 2019.

The Chairman read the auditor's report's opinion section. The Authorised Public Accountant, Samuli Perälä, followed the meeting by a remote connection and was available if needed.

The secretary of the Meeting, Merja Harju, General Counsel of the Company, presented the Supervisory Board's statement on the financial statements and the Auditor's Report.

The financial statements, the consolidated financial statements, the report of the Board of Directors, the auditor's report, and the Supervisory Board's statement on the financial statements and the auditor's report were included to the minutes as Appendix 4.

7. Adoption of the financial statements and the consolidated financial statements

It was resolved to adopt the Company's financial statements and the consolidated financial statements for the financial period from 1 January 2019 to 31 December 2019.

8. Resolution on the use of the profit shown on the balance sheet and payment of dividend

ATRIA PLC
Business ID: 0841066-1

MINUTES 1 / 2019
Annual General Meeting, 29 April 2020

It was resolved, in accordance with the proposal of the Board of Directors, that a dividend of EUR 0.42 per share be distributed for the financial period ended on 31 December 2019. It was resolved that dividend be paid to a shareholder who, on the record date for the payment of the dividend, 4 May 2020, is recorded in the Company's shareholder register kept by Euroclear Finland Ltd, and that the payment date of the dividends be 11 May 2020.

9. Resolution on the discharge of the members of the Supervisory Board and the Board of Directors and the CEO from liability

It was resolved that the members of the Supervisory Board and the Board of Directors and the CEO be discharged from liability for the financial period from 1 January 2019 to 31 December 2019.

10. Adoption of the Remuneration Policy

It was noted that the Board of Directors had proposed to the Meeting that the Meeting would adopt the Remuneration Policy. For the sake of clarity, it was noted that presenting and adopting the Remuneration Policy is related to the amended legislation and the Finnish Corporate Governance Code which Atria complies with, and that according to the law, the Meeting's resolution on the matter is advisory.

The Chairman of the Board of Directors, Seppo Paavola presented the Remuneration Policy to the Meeting.

The Remuneration Policy was included to the minutes as Appendix 5.

The Annual General Meeting resolved to adopt the Remuneration Policy of the Governing Bodies as proposed.

Under this agenda item, 598,868 opposing votes of nominee-registered shareholders were recorded.

Under this agenda item, 650 abstaining votes were recorded in accordance with the voting instructions by shareholder participating through proxy.

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

The Chairman presented the proposal of the Nomination Board to the Meeting regarding the remuneration of the members of the Supervisory Board.

It was resolved, in accordance with the proposal of the Nomination Board, that the remuneration of the members of the Supervisory Board be kept at the same level and compensation for meeting expenses shall be raised as follows: compensation for meetings EUR 300 per meeting, compensation for loss of working time for meeting and proceeding dates EUR 300, fee payable to the Chairman of the Supervisory Board EUR 1,500 per month, and fee payable to the Deputy Chairman EUR 750 per month, and that travel expenses be compensated in accordance with the Company's travel policy.

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

ATRIA PLC

Business ID: 0841066-1

MINUTES 1 / 2019

Annual General Meeting, 29 April 2020

The proposal to the Meeting of shareholders representing more than 10% of the votes conferred by the Company's shares regarding the number of members of the Supervisory Board was noted.

It was resolved, as proposed to the Meeting, that the number of the members of the Supervisory Board be 20.

13. Election of members of the Supervisory Board replacing those due to resign

It was noted that of the members of the Supervisory Board, in accordance with the Articles of Association, those due to resign are Veli Hyttinen, Pasi Ingalsuo, Juha Kiviniemi, Pekka Ojala, Risto Sairanen and Timo Tuhkasaari. In addition, Jukka Kaikkonen has announced to renounce his membership in the Supervisory Board.

The proposal to the Meeting of shareholders representing more than 10% of the votes conferred by the Company's shares regarding the composition of the Company's Supervisory Board was noted.

It was resolved, in accordance with the proposal made to the Meeting, that Veli Hyttinen, Pasi Ingalsuo, Juha Kiviniemi, Risto Sairanen and Timo Tuhkasaari, who are due to resign, be re-elected as members of the Supervisory Board, and Vesa Lapatto and Risto Lahti be elected as a new member of the Supervisory Board for the term of the next three years, and that Ari Pöyhönen be elected as a new member of the Supervisory Board and replace Jukka Kaikkonen who is renouncing his membership halfway through his term.

It was noted that after the elections, the composition of the Supervisory Board is the following:

<i>Member</i>	<i>Term ends</i>
Juho Anttikoski	2022
Mika Asunmaa	2022
Lassi-Antti Haarala	2021
Jyrki Halonen	2022
Jussi Hantula	2021
Veli Hyttinen	2023
Pasi Ingalsuo	2023
Jussi Joki-Erkkilä	2021
Marja-Liisa Juuse	2021
Juha Kiviniemi	2023
Risto Lahti	2023
Ari Lajunen	2021
Vesa Lapatto	2023
Juha Nikkola	2022
Mika Niku	2021
Heikki Panula	2022
Ari Pöyhönen	2022
Risto Sairanen	2023
Ola Sandberg	2021
Timo Tuhkasaari	2023

ATRIA PLC
Business ID: 0841066-1

MINUTES 1 / 2019
Annual General Meeting, 29 April 2020

In total 20 members.

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

The Chairman presented the proposal of the Nomination Board to the Meeting regarding the remuneration of the members of the Board of Directors.

It was resolved, in accordance with the proposal of the Nomination Board, that the remuneration of the members of Board of Directors shall be raised and compensation for meeting expenses shall be kept at the same level as follows: compensation for meetings EUR 300 per meeting, compensation for the loss of working time EUR 300 per meeting and proceeding dates, the fee of the Chairman of the Board of Directors EUR 4,800 a month, the fee of the Deputy Chairman EUR 2,600 a month, the fee of a member of the Board of Directors EUR 2,200 a month, and compensation for travel expenses in accordance with the Company's travel policy.

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

The proposal presented to the Meeting by the Nomination Board regarding the number of members on the Board of Directors was noted.

It was resolved, in accordance with the proposal of the Nomination Board, that the number of members of the Board of Directors be eight (8).

16. Election of members of the Board of Directors replacing those due to resign

It was noted that the Board members due to resign according to the Articles of Association are Seppo Paavola and Jukka Moisio. It was also noted that Jyrki Rantsi has announced to renounce his membership in the Board of Directors.

The proposal presented to the Meeting by the Nomination Board regarding the composition of the Company's Board of Directors was noted.

It was resolved, in accordance with the proposal of the Nomination Board, to re-elect Seppo Paavola and Jukka Moisio, who were due to resign, as members of the Board of Directors for the term of the next three years and that Jukka Kaikkonen be elected as a new member of the Board of Directors and replace Jyrki Rantsi who is renouncing his membership halfway through his term.

It was noted that Nella Ginman-Tjeder, Pasi Korhonen, Kjell-Göran Paxal, Ahti Ritola and Harri Sivula continue as members of the Board of Directors. Kjell-Göran Paxal, Ahti Ritola and Harri Sivula are due to resign at the closing of the Annual General Meeting 2021, and Nella Ginman-Tjeder and Pasi Korhonen are due to resign from the Board of Directors at the closing of the Annual General Meeting 2022.

17. Resolution on the number and remuneration of auditors

It was resolved, in accordance with the proposal of the Board of Directors, to elect one (1) auditor for the Company. It was further resolved that the remuneration of the auditor shall be paid as per an invoice approved by the Company.

ATRIA PLC
Business ID: 0841066-1

MINUTES 1 / 2019
Annual General Meeting, 29 April 2020

18. Election of the auditors

It was resolved, in accordance with the proposal of the Board of Directors, to re-elect authorised public accounting firm PricewaterhouseCoopers Oy as the Company's auditor for the following term, which expires at the closing of the next Annual General Meeting following the election. The auditing firm has notified that Samuli Perälä, Authorised Public Accountant, acts as the principal auditor.

19. Authorisation of the Board of Directors to resolve on the acquisition of the Company's own shares

The Chairman noted that the Board of Directors has proposed that the Meeting authorise the Board of Directors to resolve on the acquisition of the Company's own Series A shares as follows:

The Board of Directors proposes that the Meeting authorise the Board of Directors to resolve on the acquisition of a maximum of 2,800,000 of the Company's own Series A shares in one or more instalments with funds belonging to the Company's unrestricted equity, subject to the provisions of the Finnish Companies Act on the maximum amount of treasury shares. The Company's own Series A shares may be acquired for use as consideration in any acquisitions or other arrangements relating to the Company's business, to finance investments, as part of the Company's incentive scheme, to develop the Company's capital structure, to be otherwise further transferred, to be retained by the Company, or to be cancelled.

The shares shall be acquired in a proportion other than that of the shareholders' current shareholdings in the Company in public trading arranged by Nasdaq Helsinki Ltd at the trading price of the moment of acquisition. The shares shall be acquired and paid according to the rules of Nasdaq Helsinki Ltd and Euroclear Finland Ltd. The Board of Directors is authorised to decide on the acquisition of the Company's own shares in all other respects.

It is proposed that the authorisation supersede the authorisation granted to the Board of Directors by the Annual General Meeting on 26 April 2019 to decide on the acquisition of the Company's own shares and be valid until the closing of the next Annual General Meeting, however, no longer than until 30 June 2021.

It was resolved, in accordance with the proposal of the Board of Directors, to authorise the Board of Directors to resolve on the acquisition of the Company's own Series A shares.

Under this agenda item, 1,844 abstaining votes of nominee-registered shareholders were recorded.

Under this agenda item, 650 abstaining votes were recorded in accordance with the voting instructions by shareholder participating through proxy.

20. Authorisation of the Board of Directors to resolve on the issuance of shares and the issuance of special rights entitling to shares

The Chairman noted that the Board of Directors has proposed that the Meeting authorise the Board of Directors to resolve on the issuance of shares and on the issuance of special rights entitling to shares as follows:

ATRIA PLC
Business ID: 0841066-1

MINUTES 1 / 2019
Annual General Meeting, 29 April 2020

The Board of Directors proposes that the Meeting authorise the Board of Directors to resolve on an issue of a maximum total of 5,500,000 new Series A shares or Series A shares possibly held by the Company, in one or more instalments, by issuing shares and/or option rights or other special rights entitling to shares, referred to in Chapter 10, Section 1 of the Finnish Companies Act. It is proposed that the authorisation be used for the financing or execution of any acquisitions or other arrangements or investment relating to the Company's business, for the implementation of the Company's incentive scheme or for other purposes subject to the Board of Directors' decision.

It is proposed that the authorisation include the Board of Directors' right to decide on any terms and conditions of the share issue and the issue of special rights referred to in Chapter 10, Section 1 of the Finnish Companies Act. The authorisation thus also includes the right to issue shares in a proportion other than that of the shareholders' current shareholdings in the Company under the conditions provided in law, the right to issue shares against payment or without charge as well as the right to decide on a share issue without payment to the Company itself, subject to the provisions of the Finnish Companies Act on the maximum amount of treasury shares.

It is proposed that the authorisation supersede the authorisation granted to the Board of Directors by the Annual Meeting on 26 April 2019 and be valid until the closing of the next Annual General Meeting, however, no longer than until 30 June 2021.

It was resolved, in accordance with the proposal of the Board of Directors, to authorise the Board of Directors to resolve on the issuance of shares and on the issuance of the special rights entitling to shares.

Under this agenda item, 581,924 opposing votes of nominee-registered shareholders were recorded.

Under this agenda item, 650 abstaining votes were recorded in accordance with the voting instructions by shareholder participating through proxy.

21. Authorisation of the Board of Directors to make donations

The Chairman noted that the Board of Directors has proposed that the Meeting authorise the Board of Directors to make donations, as follows:

The Board of Directors proposes that the Meeting authorise the Board of Directors to donate a sum of no more than EUR 100,000 from the distributable capital of the Company to support activities of colleges, universities or other educational institutions or other charitable or corresponding purposes and, in the same context, that the Board of Directors be authorised to resolve on the schedule of the payments and any other terms and conditions relating to the donations.

It was resolved, in accordance with the proposal of the Board of Directors, to authorise the Board of Directors to resolve on making of donations.

Under this agenda item, 650 abstaining votes were recorded in accordance with the voting instructions by shareholder participating through proxy.

ATRIA PLC
Business ID: 0841066-1

MINUTES 1 / 2019
Annual General Meeting, 29 April 2020

22. Closing of the meeting

It was recorded that the resolutions made by the Annual General Meeting had been supported by all shareholders present if not mentioned otherwise in the minutes.

The Chairman noted that matters on the agenda were attended to. It was noted that the minutes of the Annual General Meeting will be available for the shareholders as of 13 May 2020 at the latest on the Company's website www.atria.com.

The Chairman closed the meeting at 1.40 p.m.

In fidem

MERJA HARJU
Merja Harju
Secretary

Reviewed

RIIKKA RANNIKKO
Riikka Rannikko
Chairman

HANNE KORTESOJA
Hanne Kortesoja
Scrutiniser of the minutes

APPENDICES

1. List of participants and votes at the beginning of the meeting
2. Summary of the voting instructions from shareholders with nominee-registered shares
3. Notice to the Annual General Meeting
4. Financial statements, consolidated financial statements, report of the Board of Directors and auditor's report and the Supervisory Board's statement on the financial statements and on the auditor's report
5. Remuneration Policy for the Governing Bodies