

PROPOSALS OF THE BOARD OF DIRECTORS TO FERRATUM OYJ'S ANNUAL GENERAL MEETING 2016

Resolution on the Use of the Profit Shown on the Balance Sheet and the Payment of Dividend

The profit for the financial year 2015 of Ferratum Oyj amounted to EUR 3,270,709. Distributable equity of the parent company at the end of the financial year stood at EUR 51,539,170.

The Board of Directors proposes to the Annual General Meeting that, for the financial year ended 31 December 2015, the Company will distribute a per-share dividend of EUR 0.10 to a total of EUR 2,157,776 after which distributable equity would stand at EUR 49,381,394. No dividend is paid to the own shares held by the parent company.

Compared with year-end 2015 no significant changes in the Company's financial position have taken place. The liquidity of the Company is sound and, according to the assessment of the Board of Directors, the proposed payment of dividend does not endanger the solvency of the Company.

The dividend will be paid to shareholders registered in the shareholders' register of the Company held by Euroclear Finland Ltd on the dividend record date, 28 April 2016. The dividend will be paid on 6 May 2016.

Resolution on the Number of Members of the Board of Directors

The Board of Directors proposes that the number of members of the Board of Directors be confirmed as six (6) ordinary members.

Election of the Members, Chairman and Deputy Chairman of the Board of Directors

The Board of Directors proposes that, in accordance with their consents, the current members of the Board of Directors be re-elected all to serve for a term ending at the end of the next Annual General Meeting: Pieter van Groos as Chairman, Jorma Jokela as Deputy Chairman and Erik Ferm, Lea Liigus and Juhani Vanhala as ordinary members and that Jouni Hakanen be elected as new ordinary member of the Board of Directors.

The curricula vitae of the proposed members of the Board of Directors are available on the Company's website at www.ferratumgroup.com.

Increase of Share Capital

The Board of Directors proposes that Ferratum Oyj's share capital will be increased by EUR 30,000,000 from EUR 10,133,560 to EUR 40,133,560 by transferring assets from the Reserves of Invested Unrestricted Equity into the share capital (*increase from reserves*).

The increase of share capital will optimize the equity structure of Ferratum Oyj and strengthen the Company's restricted capital base.

Authorisation to the Board of Directors to Decide on the Transfer of Own Shares

The Board of Directors proposes that the Annual General Meeting authorise the Board of Directors to decide on a share issue by transferring own shares. A maximum of 146,200 own shares may be issued

on the basis of the authorisation. The proposed maximum authorised quantity represents approximately 0.7 per cent of the Company's total amount of shares. The authorisation entitles the Board to decide on a directed share issue in deviation from the pre-emptive rights of shareholders. The Board can use the authorisation in one or several tranches to all purposes decided by the Board of Directors.

The authorisation is proposed to be in force until the next Annual General Meeting, however, no longer than until 30 June 2017.