

PROPOSALS OF THE BOARD OF DIRECTORS TO FERRATUM PLC'S ANNUAL GENERAL MEETING 2021

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

The result for the financial year 2020 of Ferratum Plc amounted to a loss of EUR 4,994,188. The unrestricted equity of the Company at the end of the financial year stood at EUR 64,349,037. The result for the financial year 2020 of Ferratum group amounted to EUR 484,775.

The Board of Directors proposes to the Annual General Meeting that, for the financial year ended 31 December 2020, no dividend will be distributed.

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 seven.

Election of the Members of the Board of Directors

The Board of Directors proposes that Goutam Challagalla, Michael A. Cusumano, Jorma Jokela, Clemens Krause, Lea Liigus, Frederik Strange and Juhani Vanhala be re-elected as members, each one for a term ending at the end of the next Annual General Meeting.

The Chairman and the Vice Chairman will be elected by the Board of Directors from amongst its members.

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

Authorisation to the Board of Directors to Decide on the Repurchase of the Company's Own Shares

The Board of Directors proposes that the Annual General Meeting authorises the Board of Directors to decide to repurchase a maximum of 1,086,198 shares in the Company, which corresponds approximately to 5 per cent of all the shares in the Company.

By virtue of the authorisation, own shares may be repurchased by using the Company's unrestricted equity. Consequently, any repurchase will reduce the Company's funds available for distribution of profits.

Own shares may be repurchased through public trading on the Frankfurt Stock Exchange at the prevailing market price on the date of repurchase.

The authorisation entitles the Board of Directors to decide to repurchase shares also otherwise than in proportion to the shareholders' holding in the Company by way of a directed repurchase subject to the requirements set out in the Finnish Limited Liability Companies Act. 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 end of the next Annual General Meeting, however, no longer than until 30 June 2022.

Authorisation to the Board of Directors to Decide on the Issuance of Shares and Special Rights Entitling to Shares

The Board of Directors proposes that the Annual General Meeting authorises the Board of Directors to decide to issue a maximum of 3,258,594 shares, which corresponds approximately to 15 per cent of the Company's total amount of shares. The Board of Directors may issue either new shares or transfer existing shares held by the Company.

The authorisation also includes the right to issue special rights, in the meaning of chapter 10, section 1 of the Finnish Limited Liability Companies Act, which entitle to the Company's new shares or the Company's own shares held by the Company against consideration. Shares that may be subscribed for by virtue of the special rights entitling to shares are included in the aforesaid maximum number of shares.

The authorisation entitles the Board of Directors to decide on a directed share issue and issue of special rights in deviation from the pre-emptive rights of shareholders subject to the requirements set out in the Finnish Limited Liability Companies Act. The Board of Directors can use the authorisation in one or several tranches, and it may be used to all purposes decided by the Board of Directors, such as developing the Company's capital structure, financing or carrying out acquisitions or other arrangements, or as a part of the Company's incentive schemes.

The authorisation is proposed to be in force until the end of the next Annual General Meeting, however, no longer than until 30 June 2022.