

## NOTICE TO EXTRAORDINARY GENERAL MEETING

Notice is given to the shareholders of Trainers' House Plc to the Extraordinary General Meeting to be held on 20 January 2015 at 9:00 a.m. at the office of the company, Niittymäentie 7, 02200 Espoo. The reception of persons who have registered for the meeting will commence at 8:30 a.m.

### A. Matters on the agenda of the Extraordinary General Meeting

At the Extraordinary General Meeting, the following matters will be considered:

1. Opening of the Meeting
2. Calling the Meeting to order
3. Election of persons to scrutinise the minutes and to supervise the counting of votes
4. Recording the legality of the Meeting
5. Recording the attendance at the Meeting and adoption of the list of votes
6. Resolution of the continuation of the corporate reorganisation application in respect of the company

Pursuant to the decision by the Board of Directors, the company has applied for restructuring proceedings on 12 December 2014.

The Board of Directors proposes to the Extraordinary General Meeting that the application for restructuring proceedings will be continued.

7. Closing of the Meeting

### B. Documents of the Extraordinary General Meeting

This notice to the Extraordinary General Meeting shall be available on the website of Trainers' House Plc, [www.trainershouse.fi](http://www.trainershouse.fi), three weeks prior to the Meeting at the latest. This notice shall also be available also in the Extraordinary General Meeting and copies of this notice will be sent to shareholders upon request. The minutes of the Extraordinary

General Meeting shall be available on the aforementioned website from the 3 February 2015.

## C. Instructions for the participants in the Extraordinary General Meeting

### 1. The right to participate and registration

Each shareholder, who is registered on 8 January 2015 in the shareholders' register of the company held by Euroclear Finland Ltd., has the right to participate in the Extraordinary General Meeting. A shareholder, whose shares are registered on his/her personal Finnish book-entry account, is registered in the shareholders' register of the company. A shareholder, who wants to participate in the Extraordinary General Meeting, shall register for the Meeting by giving a prior notice of participation no later than 14 January 2015 at 10:00 a.m., the time at which the notice shall be at the company. Such notice can be given by mail to Trainers' House Plc, Jonna Grönbärj, Niittymäentie 7, 02200 Espoo or by telephone to +358 43 824 44 88 or by e-mail to EGM2015@trainershouse.fi.

Registration must include the shareholder's name, personal identification number, address, telephone number and the name of a possible assistant or proxy representative and the personal identification number of a proxy representative. Personal information given to Trainers' House Plc will only be used in connection with the Extraordinary General Meeting and with the processing of related registrations.

### 2. Proxy representative and powers of attorney

A shareholder may participate in the Extraordinary General Meeting and exercise his/her rights at the Meeting by way of proxy representation. A proxy representative shall produce a dated proxy document or otherwise in a reliable manner demonstrate his/her right to represent the shareholder at the Extraordinary General Meeting. When a shareholder participates in the Extraordinary General Meeting by means of several proxy representatives representing the shareholder with shares at different securities accounts, the shares by which each proxy representative represents the shareholder shall be identified in connection with the registration for the Extraordinary General Meeting. Possible proxy documents should be delivered to the above mentioned e-

mail (e.g. as pdf attachment) or regular mail address before the last date for registration.

### 3. Holders of nominee registered shares

A holder of nominee registered shares has the right to participate in the Extraordinary General Meeting by virtue of such shares, based on which he/she on the record date of the Extraordinary General Meeting, i.e. on 8 January 2015, would be entitled to be registered in the shareholders' register of the company held by Euroclear Finland Ltd.

The right to participate in the Extraordinary General Meeting requires, in addition, that the shareholder on the basis of such shares has been temporarily registered in the shareholders' register held by Euroclear Finland Ltd, at the latest by 10:00 a.m. on 14 January 2015. As regards nominee registered shares this constitutes due registration for the Extraordinary General Meeting. A holder of nominee registered shares is advised to request without delay necessary instructions regarding the registration in the temporary shareholders' register of the company, the issuing of proxy documents and registration for the Extraordinary General Meeting from his/her custodian bank. The account management organization of the custodian bank will register a holder of nominee registered shares, who wants to participate in the Extraordinary General Meeting, into the temporary shareholders' register of the company at the latest by the time stated above.

### 4. Other instructions and information

A shareholder who is participating in the Extraordinary General Meeting has the right to request information under Chapter 5, Section 25 of the Limited Liability Companies Act concerning matters dealt with in the Meeting.

At the date of this notice the total number of shares and votes conveyed by the shares in Trainers' House Plc is 68,016,704. The company has one (1) share class and each share carry one (1) vote.

Helsinki 29 December 2014

TRAINERS' HOUSE PLC

THE BOARD OF DIRECTORS