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THE STRENGTHENING OF FUNDING AND BALANCE SHEET STRUCTURE AND ARRANGEMENT OF A DIRECTED SHARE ISSUE

The strengthening of funding and balance sheet structure

Ixonos Plc ("Ixonos" or "Company") has finalized its negotiations on its financing arrangements ("Arrangement") with its five financiers not related to its owners ("Financial Institutions") and Tremoko Oy Ab ("Tremoko") announced on 30 November, 2015. Ixonos, Financial Institutions and Tremoko have been entered into an agreement ("Agreement") regarding execution of the Arrangement. In addition to the below mentioned directed share issue ("Directed Share Issue"), the following actions regarding the Arrangement have been carried out today:

- the Financial Institutions granted partial waiver of the Company's debts ("Composition"), with the total value of the waiver being estimated at approximately EUR 4 million.
- In connection with the Arrangement there have been agreed on reorganisation of the Ixonos' financing based on borrowed capital with interest between the Company, the Financial Institutions and Tremoko.
- After the execution of the Arrangement, the Company will have approximately amount of EUR 0,76 million financial institution loan from Nordea Bank Finland Plc, to which loan have been granted a directly enforceable guarantee by Tremoko and its owners Turret Oy Ab and Holdix Oy Ab and a guarantee by Finnvera Plc.
- Company has received approximately amount of EUR 7,16 million new loans from Tremoko.
- Loan agreements related to the Arrangement include covenants regarding equity ratio, EBITDA and net debts/EBITDA which will be considered at the first time on 31 December, 2016.

After the Arrangement and the subscription rights issue 9.-23. December 2015, the Company would have a total of approximately EUR 8.3 million in financing based on borrowed capital with interest, divided so that altogether approximately EUR 0.8 million is from the Financial Institutions and EUR 7.5 million from Tremoko. On 30 September 2015, the Company had approximately EUR 16.5 million's worth of financing based on borrowed capital with interest, the Group some EUR 18.9 million in total.

As a whole, the Composition and the Directed Share Issue support the Company's financial standing in a situation in which the Company predicts that the turnover of the whole of 2015 is EUR 16-18 million and assesses that the operating result weakens in comparison to the year 2014 and that the Company's operative cash flow is negative. The Arrangement will substantially enhance Ixonos' solvency ratio.

Arrangement of a Directed Share Issue

In connection with the Arrangement, the Board of Director of the Company decided on a Directed Share Issue in derogation of the shareholders' pre-emptive subscription right, on the basis of the authorisation of the Annual General Meeting 29 April 2015, on issuing 6,856,345 new Company shares for subscription by Nordea Bank Finland Plc, Elo Mutual Pension Insurance and Fennia Mutual Insurance Company for the subscription price of EUR 0.085 per share, altogether worth approximately EUR 0.58 million. In the Directed Share Issue Nordea Bank Finland Plc, Elo Mutual Pension Insurance and Fennia Mutual Insurance Company have been entitled to pay the subscription price of the Shares they subscribe for by setting off claims they have from the Company.

The purpose of the Directed Share Issue is to execute the terms and conditions of the Agreement between the Company and among others, Nordea Bank Plc Finland, Elo Mutual Pension Insurance Company and Fennia Mutual Insurance Company regarding the Arrangement based on which the Company were to provide to the above mentioned companies a chance to partly convert their receivables from the Company into shares of the Company. Thus, from the Company's point of view, there is a weighty financial reason for the deviation from the shareholders' preemptive right referred to in Chapter 9, Section 4, Subsection 1 of the Limited Liability Companies Act.

The shares issued in the Directed Share Issue are equivalent to approximately 3.26 per cent of all of the Company's shares and votes before the Directed Share Issue and approximately 1.94 per cent of all of the Company's shares and votes after the Directed Share Issue, provided that the subscription rights issue 9.-23. December 2015 will be subscribed for in full.

The terms and conditions for the Directed Share Issue are appended to this stock exchange release.

Nordea Bank Finland Plc, Elo Mutual Pension Insurance and Fennia Mutual Insurance Company subscribed the Directed Share Issue in full and the Board of Directors of the Company accepted their share subscriptions.

IXONOS PLC

Board of Directors

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Distribution:

NASDAQ OMX Helsinki

Main media

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TERMS OF THE SHARE ISSUE

1 New Shares

The Board of Directors of the Company decided to issue 6,856,345 new shares ("Shares") pursuant to the authorization granted by the annual general meeting on 29 April 2015.

The Shares issued in the share issue are equivalent to approximately 3.26 per cent of all of the Company's shares and votes before the share issue and approximately 1.94 per cent of all of the Company's shares and votes after the share issue, provided that the subscription rights issue 9.-23. December 2015 will be subscribed for in full.

2 Subscription right and deviation from shareholder's pre-emptive subscription right

All new Shares are offered for subscription by the following persons in derogation from the pre-emptive subscription right of the shareholders in the following amounts:

<i>Subscriber</i>	<i>Shares offered for subscription, pcs</i>	<i>Subscription price in EUR</i>
Nordea Pankki Suomi Oyj	4.585.763	389.789,90
Keskinäinen Työeläkevakuutusyhtiö Elo,	1.514.478	128.730,67
Keskinäinen Vakuutusyhtiö Fennia	756.104	64.268,91
In total	6.856.345 shares	582.789,48

The purpose of the share issue is to execute the terms and conditions of the agreement ("Agreement") agreed between the Company and among others, Nordea Bank Plc Finland, Elo Mutual Pension Insurance Company and Fennia Mutual Insurance Company (jointly hereinafter "Financial Institutions") regarding the arrangement ("Arrangement") of the debts of the Company. Based on the Agreement the Company shall provide a chance for the Financial Institutions to partly convert their receivables from the Company into shares of the Company. Thus, from the Company's point of view, there is a

weighty financial reason for the deviation from the shareholders' preemptive right referred to in Chapter 9, Section 4, Subsection 1 of the Limited Liability Companies Act.

The subscription right to the Shares based on these Terms and Conditions shall not be transferred or signed over to a third party.

3 Subscription of the Shares and the subscription period

The subscription of the Shares shall take place in connection with the closing of the Agreement. The Board of Directors can extend the subscription period. However, the subscription of the Shares shall be made by 30 December 2015 at latest.

The Shares shall be subscribed by using the subscription list to the shares of Ixonos Plc which is enclosed to the Agreement.

The subscription is binding and cannot be altered or cancelled.

4 The subscription price and the payment of the subscription price

The subscription price shall be eight and half eurocents (0,085 €) per Share.

The subscription price is based on the terms and conditions of the Agreement between the Company and, among others, the Financial Institutions. Should the number of Shares to be provided to a subscriber shall not be a whole number, the number of Shares shall be rounded downward into the next full Share.

The Board of Directors can extend the payment time of the subscription price.

The subscription price shall be credited in full into the reserve for invested unrestricted equity of the Company.

5 Right to dividend and other shareholder rights

The subscribed Shares entitle to dividends possibly distributed by the Company and to carry other shareholder rights starting from when the Shares have been registered to the Trade Register and the shareholders' register of the Company.

6 Entry of the Shares in book-entry accounts

The Shares subscribed for in the Share issue shall be entered to the subscriber's book-entry account after the new Shares have been registered to the Trade Register.

7 Trading with the Shares

Upon the registration with the Finnish Trade Register, the Company will apply for filing of the Shares to be listed for public trading on NASDAQ OMX Helsinki Ltd approximately on 8 January 2016.

8 Approval of the subscriptions

The directed share issue is conditional to the fulfillment of the other conditions precedent set out in sections 3.8.1 – 3.8.2 and 4.1 – 4.2 of the Agreement or that they have been relinquished in accordance with the terms of the Agreement, that the Arrangement is executed, and that the Board of Directors accepts the subscriptions. Should the Agreement not be executed by 30 December 2015 this decision by the Board of Directors regarding the share issue shall expire. The Board of Directors shall approve all subscriptions made pursuant to the subscription right and these terms and conditions of the share issue which have been made in compliance with the laws and regulations applicable to a share subscription.

9 Information

The documents referred to in Chapter 5 section 21 of the Finnish Limited Liability Company Act are in view from the start of the subscription period in the Company's head office at Hitsaajankatu 24, FI-00810 Helsinki, Finland.

10 Note to investors and governing law and dispute resolution

The Shares may not directly or indirectly be offered, sold, resold, transferred or delivered to Australia, Japan, Canada, Hong Kong, South Africa, the United States or any other country where offering Shares would be illegal. Documents related to the Share Issue may not be delivered to persons in these countries. No actions have been taken to register the Shares or the share issue or to generally offer the Shares in other countries than Finland.

The Company's shareholder or other investor are considered to have accepted the aforementioned limitations to the share issue and the Shares shall be governed by Finnish law. Any possible disputes arising from the share issue will be resolved in a competent court in Finland.

11 Other issues

The Board of Directors of the Company shall decide upon other matters related to the share issue and practical measures arising thereof.