

FELLOW FINANCE PLC

REMUNERATION STATEMENT 2019

Fellow Finance Plc's ("Fellow Finance") Remuneration Statement describes the remuneration practices of both the upper management thus the Board of Directors as well as that of the CEO and Management Team in 2019.

1 DECISION-MAKING PROCEDURE CONCERNING REMUNERATION

The Annual General Meeting (AMG) decides on the remuneration of the Board of Directors members. The Board of Directors is responsible for the tasks of the Nomination Committee, and prepares and presents proposals on the Board of Directors members and their remuneration principles for the Annual General Meeting.

The Company has not found it necessary to set up a separate Compensation Committee. The Board of Directors shall take care of the tasks assigned to the committee according to the rules of procedure confirmed by the Board of Directors.

The Board of Directors elects the CEO and decides on the remuneration and other terms of service contract of the CEO. The Board of Directors elects the Company Management Team members and decides on the remuneration and other terms of employment or service contract of the Company Management Team. The CEO makes proposals on the remuneration of the Management Team members, excluding himself or herself. The Board of Directors also elects and releases the Management Team members.

The Board of Directors decides on short-term and long-term incentive schemes in their entirety.

2 FELLOW FINANCE PLC'S MAIN PRINCIPLES OF REMUNERATION

BOARD OF DIRECTORS

In 2019, the largest shareholders were responsible for the election of Board members and the preparation of the remuneration, and the Annual General Meeting on April 3, 2019 decided on the members of the Board and their remuneration.

An annual remuneration of EUR 10,000 shall be paid to Board of Directors members and EUR 15,000 to the chairman of the board. The annual remuneration covers the entire term. Board members who are employed by the company are not remunerated. No other remunerations have been paid.

CEO

The Board of Directors decides on the remuneration of the CEO. The remuneration of the CEO consist of the fixed total remuneration including possible fringe benefits. An extra bonus of a maximum of six month's salary may be paid to the CEO based on the short-term incentive scheme, the basis of which the Board and the CEO agree on together more specifically on an annual basis.

The CEO is entitled to statutory retirement and the retirement age is defined within the pension scheme. The CEO is entitled to a severance pay of three month's salary as well as a separate dismissal pay of six month's salary if the company terminates the CEO contract.

The fixed remuneration of the Fellow Finance Plc's CEO including fringe benefits in 2019 was EUR 156.600. No other remuneration has been paid.



MANAGEMENT TEAM (EXCLUDING THE CEO)

The Board of Directors decides on the remuneration of the CEO as well as the Management Team. The remuneration of the Management Team consists of the fixed total remuneration including possible fringe benefits, short-term incentive scheme and long-term incentive scheme.

The Management Team member of Fellow Finance Plc Antoni Airikkala participated in the long-term incentive scheme and, therefore, is entitled to a compensation based on the value of the shares of the Company ("Synthetic Option Contract"). The Synthetic Option Contract is divided into two parts: Fee I and Fee II. In Fee I, Airikkala is entitled to a proportion of the increase in value of the Company's shares and it has been divided into two instalments ("The First Instalment") and ("The Second Instalment"). The increase in value is calculated according to the subscription price at the time of the listing of the Company reduced by the intrinsic value of the Option Contract. All shares were subscribed for in the initial public offering, thus the value of the Fee I was EUR 873,958.44. The First Installment of EUR 174,791.69 was paid to Airikkala during the financial year 2018. Airikkala was entitled to the second installment, provided that certain business objectives had been met by June 30, 2019. Of the net amount of EUR 699,166.75 of the Second Installment, Airikkala was remunerated mainly with the Company's 45,000 shares at a subscription price of EUR 7.14 per share.

The Management Team member of Fellow Finance Plc, CFO Niko Stark is involved in the company's long-term incentive scheme. On June 19, 2019, the Board of Directors of Fellow Finance Plc decided to introduce a new key employee stock option scheme 2019. Stark was in 2019 option-scheme granted 45,000 stock options. The subscription period for the shares subscribed for with the stock options is 1.3.2022 - 28.2.2023. The share subscription price with stock options is determined by the volume weighted average share price of the company during the period 1.3. - April 1, 2019

A maximum of six month's salary can be paid to a Management Team member based on the short-term incentive scheme. The criteria for rewarding is achieving the goals defined by the Company and personal performance which is assessed separately based on defined criteria. No signing bonuses or stay-bonuses shall be paid. The minimum notice period of a Management Team member is one month and the maximum notice period three months. No separate severance pay has been agreed for the Management Team.

The paid salaries and remunerations including fringe benefits and compensations related to the Synthetic Option Contract of the Management Team, excluding the CEO, were a total of EUR 1.172.254,57 in 2019.