



**PROPOSALS TO  
THE EXTRAORDINARY GENERAL MEETING OF  
ELEKTROBIT CORPORATION  
June 11, 2015**

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**TABLE OF CONTENTS:**

1. PROPOSAL BY THE BOARD OF DIRECTORS REGARDING THE APPROVAL OF THE SALE OF THE COMPANY'S AUTOMOTIVE BUSINESS (ITEM 6 ON THE AGENDA OF THE EXTRAORDINARY GENERAL MEETING).....3

2. PROPOSAL BY THE BOARD OF DIRECTORS REGARDING THE RESOLUTION ON THE ADOPTION OF A NEW COMPANY NAME AND CHANGING THE COMPANY'S ARTICLES OF ASSOCIATION (ITEM 7 ON THE AGENDA OF THE EXTRAORDINARY GENERAL MEETING) .....4



## **1. PROPOSAL BY THE BOARD OF DIRECTORS REGARDING THE APPROVAL OF THE SALE OF THE COMPANY'S AUTOMOTIVE BUSINESS (ITEM 6 ON THE AGENDA OF THE EXTRAORDINARY GENERAL MEETING)**

The company and Continental AG ("Continental") have signed a share purchase agreement (the "SPA") on May 18, 2015. Under the SPA, the company has agreed to sell its Automotive business to Continental for a purchase price of EUR 600 million in cash to be paid upon the completion of the transaction contemplated by the SPA (the "Transaction"). The Transaction comprises the company's subsidiaries belonging to the Automotive business, namely Elektrobit Automotive GmbH and its subsidiaries. In addition, Continental will acquire the rights to the name Elektrobit. The Transaction is expected to be completed at the beginning of July 2015, subject to the approval of the Extraordinary General Meeting, receipt of the required authority approvals and certain other customary closing conditions.

Under the terms of the SPA the completion of the Transaction is subject to the approval of the company's Extraordinary General Meeting. Having evaluated the terms and conditions of the Transaction and a Fairness Opinion from Pohjola Bank plc regarding the purchase price, the Board of Directors unanimously proposes and recommends that the shareholders of the company approve the Transaction.

Oulu, 20 May 2015

The Board of Directors



## **2. PROPOSAL BY THE BOARD OF DIRECTORS REGARDING THE RESOLUTION ON THE ADOPTION OF A NEW COMPANY NAME AND CHANGING THE COMPANY'S ARTICLES OF ASSOCIATION (ITEM 7 ON THE AGENDA OF THE EXTRAORDINARY GENERAL MEETING)**

The Board of Directors proposes that the General Meeting resolves to change the name of the company to Bittium Corporation and to change section 1 of the company's Articles of Association to read as follows:

"1. Company name and domicile

The name of the company is Bittium Oyj, in English Bittium Corporation, and its domicile is Oulu."

The implementation of the changes to the company name and the Articles of Association is subject to the completion of the Transaction.

Oulu, 20 May 2015

The Board of Directors