

PROPOSALS TO THE ANNUAL GENERAL MEETING

The deadline for delivering counterproposals pursuant to Temporary Act expired at 12.00 pm EET on 14 March 2022. The company did not receive any counterproposals to be considered at the AGM.

PROPOSALS OF THE SHAREHOLDERS' NOMINATION BOARD TO TELESTE'S ANNUAL GENERAL MEETING

The General Meeting of Shareholders of Teleste Corporation, held on April 22, 2020, decided, by proposal of Teleste's Board of Directors, to set up a Shareholders' Nomination Board. The Nomination Board has submitted its proposals to Teleste's Board of Directors, to be presented to the Annual General Meeting of 2022.

Resolution on the number of members of the Board of Directors

The Shareholders' Nomination Board proposes to the Annual General Meeting that the number of members of the Board of Directors remain unchanged and be confirmed as six (6).

Resolution on the remuneration of the members of the Board of Directors

The Shareholders' Nomination Board proposes to the Annual General Meeting that the remuneration remain unchanged, and that the following annual remuneration will be paid to the members of the Board of Directors elected at the Annual General Meeting: EUR 66,000 per year for the Chairman and EUR 33,000 per year for each member. The annual remuneration of the Board member who acts as the Chairman of the Audit Committee shall be EUR 49,000 per year.

It is proposed that out of the annual remuneration to be paid to the Board members, 40 % of the total gross remuneration amount will be used to purchase Teleste Corporation's shares for the Board members through trading on a regulated market organized by Nasdaq Helsinki Ltd, and the rest will be paid in cash.

No separate meeting fee is to be paid to the members of the Board of Directors or the Chairman of the Audit Committee. A meeting fee of EUR 400 per meeting is to be paid to the members of the Board of Directors' Audit Committee for those Audit Committee meetings that they attend.

Election of the members of the Board of Directors

The Shareholders' Nomination Board proposes to the Annual General Meeting that the current members of the Board be re-elected for the new term of office, extending until the end of the next Annual General Meeting: Timo Luukkainen, Jussi Himanen, Vesa Korpimies, Mirel Leino-Haltia, Heikki Mäkijärvi and Kai Telanne.

All have been assessed to be independent of the Company and of its significant shareholders except for Timo Luukkainen and Vesa Korpimies, who have been assessed to be independent of the Company but not independent of its significant shareholder on the following grounds: Timo Luukkainen is the Chairman of the Board of Directors of Tianta Oy and Vesa Korpimies is the President and CEO and a member of the Board of Directors of Tianta Oy.

All the proposed members of the Board of Directors have given their consent for election.

PROPOSALS OF THE BOARD OF DIRECTORS TO TELESTE'S ANNUAL GENERAL MEETING

Resolution on the use of the profit shown on the balance sheet and the payment of a dividend

The Board of Directors proposes to the Annual General Meeting that a dividend of EUR 0.14 per share be paid based on the adopted balance sheet for the financial period that ended on December 31, 2021 for shares other than those held by the Company. The dividend will be paid to shareholder who on the record date of dividend payment April 8, 2022 is registered in the Company's shareholders' register maintained by Euroclear Finland Ltd. The dividend will be paid on April 19, 2022.

Remuneration Report

The Board of Directors proposes that the Remuneration Report of the Company's governing bodies for 2021 be approved. The resolution is advisory in accordance with the Finnish Limited Liability Companies Act.

The Remuneration Report is available on the Company's website at www.teleste.com/AGM on 16 March 2022 at the latest.

Resolution on the number of auditors

The Board of Directors proposes, in accordance with the recommendation of the Audit Committee, that one (1) auditor be elected for the Company.

Resolution on the remuneration of the auditor

The Board of Directors proposes, in accordance with the recommendation of the Audit Committee, that auditor's compensation is paid against an invoice approved by the Company.

Election of the auditor

The Board of Directors proposes, in accordance with the recommendation of the Audit Committee, that the auditing firm PricewaterhouseCoopers Oy be elected as the Company's auditor for a term lasting until the end of the next Annual General Meeting. PricewaterhouseCoopers Oy has confirmed that Markku Launis, APA, would serve as the principal auditor, provided that the PricewaterhouseCoopers Oy will be elected as the Company's auditor.

Authorizing 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 would resolve on authorizing the Board of Directors to decide on repurchasing of a maximum of 1,200,000 own shares of the Company.

The Company's own shares shall be repurchased otherwise than in proportion to the holdings of the shareholders by using non-restricted equity through trading on the regulated market organized by Nasdaq Helsinki Ltd at the market price prevailing at the time of acquisition.

The shares shall be repurchased and paid for in accordance with the rules of Nasdaq Helsinki Ltd and Euroclear Finland Ltd.

The shares shall be repurchased for use as consideration in possible acquisitions or other arrangements related to the Company's business, as financing for investments or as part of the Company's incentive program or to be held by the Company, to be conveyed by other means or to be cancelled.

The Board of Directors shall decide on other terms and conditions related to the repurchase of the Company's own shares.

The repurchase authorization shall be valid for eighteen (18) months from the resolution of the Annual General Meeting. The repurchase authorization revokes previously granted repurchase authorizations

Authorizing the Board of Directors to decide on the issuance of shares and special rights entitling to shares

The Board of Directors proposes to the Annual General Meeting that the Board of Directors would be granted authorization to decide

(i) issuing new shares and/or

(ii) conveying the Company's own shares held by the Company and/or

(iii) granting special rights referred to in Chapter 10, Section 1 of the Limited Liability Companies Act under the following conditions:

Right to shares:

The new shares may be issued and the Company's own shares held by the Company may be conveyed

-to the Company's shareholders in proportion to their current shareholdings in the Company, or

-by waiving the shareholder's pre-emption right, through a directed share issue if the Company has a weighty financial reason to do so, such as using the shares as consideration in possible acquisitions or other arrangements related to the Company's business, as financing for investments or using shares as part of Company's incentive program.

The new shares may also be issued in a Free Share Issue to the Company itself. Share issue against payment and for free:

New shares may be issued and the Company's own shares held by the Company may be conveyed either against payment ("Share Issue Against Payment") or for free ("Free Share Issue"). A directed share issue may be a Free Share Issue only if there is an especially weighty financial reason both for the Company and with regard to the interests of all shareholders in the Company.

Maximum number of shares:

Based on the authorization, the Board of Directors is entitled to decide on the issuance of new shares and/or conveyance of the Company's own shares held by the Company so that a maximum of 2,000,000 shares may be issued and/or conveyed in total.

Granting of special rights:

The Board of Directors may grant special rights referred to in Chapter 10, Section 1 of the Limited Liability Companies Act, which carry the right to receive against payment new shares or own shares held by the Company. The right may also be granted to the Company's creditor in such a manner that the right is granted on condition that the creditor's receivable is used to set off the subscription price ("Convertible Bond").

The maximum number of new shares that may be subscribed and own shares held by the Company that may be conveyed by virtue of the special rights granted by the Company is 1,000,000 shares in total which number is included in the maximum number stated in the section 'Maximum number of shares'.

Recording of the subscription price:

The subscription price of the new shares and the consideration payable for the Company's own shares shall be recorded under the invested non-restricted equity fund.

Other terms and validity:

The Board of Directors shall decide on all other terms and conditions related to the authorizations.

The authorizations shall be valid for eighteen (18) months from the resolution of the Annual General Meeting. The authorizations revoke previously granted authorizations to decide on the issuance of shares and special rights entitling to shares.