

17.7.2013

Terms and conditions of Incap Corporation's directed share issue

NEW SHARES

Incap Corporation ("The Company") issues a maximum of 64,137,000 new shares in the share issue.

SUBSCRIPTION RIGHT AND DEVIATION FROM THE PRE-EMPTIVE SUBSCRIPTION RIGHT OF A SHAREHOLDER

All of the new shares are offered to parties as mentioned in enclosure 1, deviating from the shareholders' pre-emptive subscription right.

The purpose of the directed share issue is to carry out the financing arrangement of the Company between the parties. Therefore, there is a weighty financial reason on the part of the Company for the deviation from the shareholders' pre-emptive subscription right as set out in Chapter 9 Section 4 Paragraph 1 of the Companies Act.

The share subscription right offered pursuant to these terms is non-transferable.

SUBSCRIPTION OF THE SHARES

The share subscriptions by all subscribers are noted to have taken place in connection with this meeting based on the already collected and by the subscribers signed subscription undertakings. All the conditions of the subscription undertakings are met and the undertakings have been given irrevocably and cannot be changed or be withdrawn unilaterally. The Board of Directors may extend the subscription period of the shares.

SUBSCRIPTION PRICE FOR THE SHARES AND PAYMENT OF THE SUBSCRIPTION PRICE

The aggregate subscription price for the shares is six million four hundred and thirteen thousand seven hundred euros (EUR 6,413,700), i.e. ten cent (EUR 0.10) per share.

The subscription price for the shares is based on the Agreement entered into by and between the Company and the subscriber of the shares.

The subscription price for the shares shall be paid in cash. The subscription price may also be settled through a conversion of a receivable from the Company.

If the subscription price is paid in cash and not converted, the subscription price shall be paid to the bank account of the Company by the latest on 26 July 2013. The message field shall contain the following information: Incap Oyj share issue July 2013, Amount of shares / Name of the subscriber.

17.7.2013

The Board of Directors may extend the period for payment of the shares.

The subscription price for the shares shall be recorded in its entirety to the invested non-restricted equity fund of the company.

DIVIDEND AND OTHER SHAREHOLDER RIGHTS

The subscribed shares entitle their holder to dividend distribution and to other shareholder rights from the point of time when the shares have been registered with the Trade Register.

LISTING OF THE ISSUED SHARES

The Board of Directors of the Company shall initiate measures for registering the issued shares with the Trade Register and book-entry system as well as applying for listing of the issued shares to the Main List of Helsinki Stock Exchange maintained by NASDAQ OMX Helsinki Ltd after the issued shares have been subscribed for and paid.