



**PROPOSAL OF THE BOARD OF DIRECTORS TO THE 2019 ANNUAL GENERAL MEETING ON
AUTHORIZING THE BOARD OF DIRECTORS TO DECIDE ON THE ISSUANCE OF SHARES AND THE
ISSUANCE OF SPECIAL RIGHTS ENTITLING TO SHARES**

The Board of Directors proposes that the Annual General Meeting authorizes the Board of Directors to decide on the issuance of shares and the issuance of special rights entitling to shares referred to in Chapter 10, Section 1 of the Companies Act as follows: This authorization applies to both the issuance of new shares and the conveyance of own shares held by the company. The number of new shares to be issued on the basis of this authorization shall not exceed an aggregate maximum of 7,946,474 shares, which corresponds to approximately 10 percent of all the current shares of the company. In addition, the Board of Directors may decide on the conveyance of an aggregate maximum of 7,946,474 own shares held by the company, which corresponds to approximately 10 percent of all the current shares of the company. The Board of Directors is entitled to decide on all terms of the issuance of shares and of special rights entitling to shares and it is entitled to deviate from the shareholders' pre-emptive subscription rights (directed issue). The authorization shall be in force until the closing of the next Annual General Meeting, however no longer than until June 30, 2020.

In Espoo, March 14, 2019

Rovio Entertainment Corporation

Board of Directors