

NOTICE TO ATTEND THE ANNUAL GENERAL MEETING OF SCOUT GAMING GROUP AB (PUBL)

The shareholders of Scout Gaming Group AB (publ), reg.no 559119-1316 (“**Scout Gaming**” and/or the “**Company**”), are hereby given notice to attend the Annual General Meeting to be held at 1:00 p.m., Monday 25 May, at Advokatfirman Delphi, Mäster Samuelsgatan 17 in Stockholm. Registration and entry commence at 12:45 p.m.

NOTICE OF PARTICIPATION

Shareholders who wish to participate in the proceedings of the Annual General Meeting must:

- be entered in the shareholders’ register kept on behalf of the Company by Euroclear Sweden AB, as of Monday 18 May 2020, and
- notify the Company of its intention to participate, no later than Monday 18 May 2020.

Notification of participation shall be given in writing to Scout Gaming Group (publ), Attn: Årsstämma, Kaptensgatan 6, 3tr, 114 57 Stockholm, Sweden, or by e-mail to billy.degerfeldt@scoutgaminggroup.com. Such notice must contain full name alternatively company name, personal identification number or registration number, address, daytime phone number and, where applicable, information regarding any attending representative or counsel (maximum two).

Personal data obtained from the share register kept by Euroclear Sweden AB, notice of attendance at the Annual General Meeting and information on representatives, counsels and deputies will be used for registration, preparation of the voting list for the Annual General Meeting and, where appropriate, the minutes of the Annual General Meeting. Personal data is handled in accordance with the Data Protection Regulation (European Parliament and Council Regulation (EU) 2016/679). For full information regarding the Company’s handling of personal data, please refer to the Company’s privacy policy: <https://www.scoutgaminggroup.com/privacy-policy>.

NOMINEE-REGISTRERED SHARES

In order to exercise their voting rights at the Annual General Meeting, shareholders whose shares are registered under a nominee must temporarily register their shares in their own name, so the person concerned is registered in the share register kept by Euroclear Sweden AB, no later than Monday 18 May 2020. Such registration can be temporary.

REPRESENTATIVES AND POWER OF ATTORNEY

A person not present at the Annual General Meeting may exercise their right at the Annual General Meeting by a written, signed and dated Power of Attorney. The Company provides a Power of Attorney form at the Company’s website, www.scoutgaminggroup.com. The Power of Attorney form may also be collected at the Company or ordered via e-mail on the above address. If the Power of Attorney is issued by a legal entity, the registration certificate or equivalent authorization document, in regards of the legal entity, must be attached. To facilitate the entry at the meeting, the Power of Attorney, registration certificates and other equivalent authorization documents must be available to the Company at the above address at the latest on Monday 18 May 2020. Please note that the possibility of having a representative or counsel exercise the shareholder’s voting rights at the Annual General Meeting requires that the shareholder has made a notification to attend the Annual General Meeting and is included in the share register in accordance with the above.

PROPOSED AGENDA

1. Opening of the Annual General Meeting
2. Election of Chairman at the Annual General Meeting
3. Preparation and approval of the voting list
4. Approval of the Board of Directors’ proposed agenda

5. Election of one or two persons to approve the minutes
6. Determination of whether the Annual General Meeting has been duly convened
7. Statement by the CEO and presentation of the annual report
8. Resolutions regarding:
 - a) adoption of the income statement and the balance sheet and consolidated income statement and consolidated balance sheet;
 - b) allocation of the Company's earnings in accordance with the duly adopted balance sheet; and
 - c) discharge from liability for the Board of Directors and the CEO
9. Determination of number of Directors and number of Auditors and any Deputy Auditors or registered auditor firm
10. Resolution on fees for the Board of Directors and the Auditor
11. Election of Directors, Chairman of the Board and Auditors and any Deputy Auditor or registered auditor firm
12. Resolution on editorial changes of the Articles of Association
13. Resolution on authorization for the Board of Directors to resolve on new issue of shares
14. Closing of the Annual General Meeting

MAJOR SHAREHOLDERS' PROPOSAL

Major shareholders in the Company have informed that they intend to propose the Annual General Meeting to resolve in accordance with the following:

Section 2. Election of Chairman at the Annual General Meeting

Lawyer Andras Wirén shall be elected Chairman of the Annual General Meeting.

Section 9. Determination of number of Directors and number of Auditors and any Deputy Auditors or registered auditor firm

At the moment, the Board of Directors consist of five (5) ordinary Directors elected by the General Meeting. Major shareholders propose that the Board of Directors for the time until the end of the next Annual General Meeting shall continue to consist of five (5) ordinary Directors without deputies.

Furthermore, it is proposed that the Auditor shall be a registered auditor firm without deputies.

Section 10. Determination of fees for the Board of Directors and the Auditor

The proposed fees to the Board of Directors for the next term shall be distributed to each Director who is not employed by the Company with SEK 75,000 and SEK 150,000 shall be distributed to the Chairman of the Board of Directors, which equals a total remuneration of SEK 450,000.

Audit fees will be paid according to approved invoice.

Section 11. Election of Directors, Chairman of the Board and Auditors and any Deputy Auditor or registered auditor firm

Major shareholders propose re-election of the following four (4) ordinary Directors until the end of the next Annual General Meeting: Jörgen Ragnarsson, Carla Maree Vella, Atle Sundal and Anders Enochsson. Furthermore, Hans Isoz is proposed as ordinary Director until the end of the next Annual General Meeting. Anders Enochsson is proposed to be elected as Chairman of the Board of Directors. The current Chairman of the Board of Directors, Rolf Blom, has declined re-election.

Descriptions of the proposed Directors can be found on the Company's website.

The auditing firm PwC is proposed to be re-elected as auditor. The auditor firm has notified that the authorized auditor Nicklas Renström will remain as Auditor in Charge.

Section 13. Resolution on authorization for the Board of Directors to resolve on new issue of shares

Major Shareholders' proposes that the Annual General Meeting resolves to authorize the Board of Directors, at one or several occasions until the next Annual General Meeting, with or without deviating from the shareholder's preferential rights, to decide upon issuance of new shares not exceeding 25 percent of the total number of shares in the Company at the time for the Annual General Meeting, constituting a total dilution of a maximum of 20 percent for existing shareholders if the authorization is fully utilized. Payment shall, apart from payment in cash, be made in kind or by set-off or otherwise with conditions. Deviation from the shareholder's preferential rights shall be possible in order to increase the Company's financial position, broadening the ownership structure of the Company and/or increase the institutional ownership of the Company. Upon such deviation from the shareholder's preferential rights, the new issue shall be made at market terms and conditions, with reservations for, where appropriate, issue discounts which are in line with market conditions.

The Annual General Meeting is further proposed to authorize the Board of Directors, the CEO or a person appointed by the Board of Directors to make such minor amendments in the resolution proven necessary for registration at the Swedish Companies Registration Office (Sw. Bolagsverket).

A resolution by the Annual General Meeting in accordance with the Major Shareholder's proposal requires approval of votes cast and shares represented at the Annual General Meeting representing not less than two-thirds (2/3).

PROPOSAL BY THE BOARD OF DIRECTORS

The Board of Directors proposes the following resolutions:

Section 8b. Resolution regarding allocation of the Company's earnings in accordance with the duly adopted balance sheet

The Board of Directors' proposes that the year's earnings according to the duly adopted balance sheet shall be carried forward and that no dividend shall be paid for the financial year 2019.

Section 12. Resolution on editorial changes of the Articles of Association

The Board of Directors proposes that the Annual General Meeting resolves on an editorial change of the Articles of Association through the following amendment of § 8:

<i>Current wording</i>	<i>Proposed wording</i>
§ 8 Notice shall be made by advertising in the National and International Newspapers and on the company's website. That notice has been convened shall be announced in Svenska Dagbladet.	§ 8 Notice shall be made by advertising in The Official Swedish Gazette (Sw. Post- och Inrikes Tidningar) and on the Company's website. That notice has been convened shall be announced in Svenska Dagbladet.

The right to participate in the AGM is that which has been taken in writing or in another presentation of the entire share register regarding the conditions five working days before the meeting and, on the other hand, submits its participation to the company and no more than two assistants by the date stated in the notice convening the meeting. This day not to be Sunday, other public holiday, Saturday, Midsummer Eve, Christmas Eve or New Year's Eve and not earlier than fifth weekday before the AGM.

Shareholders have the right to attend the General Meeting if they have given their, and a maximum of two representatives, attendance to the Company no later than the day mentioned in the notice to the General Meeting. Such day may not be a Sunday, Saturday, any public holiday, Midsummers Eve, Christmas Eve or New Year's Eve and may not occur earlier than the fifth working day prior to the General Meeting.

The purpose of the amendment is to update the Articles of Association in relation to upcoming changes in the law concerning the record date.

The Annual General Meeting is further proposed to authorize the Board of Directors, the CEO or a person appointed by the Board of Directors to make such minor amendments in the resolution proven necessary for registration at the Swedish Companies Registration Office.

A resolution by the Annual General Meeting in accordance with the Board of Director's proposal requires approval of votes cast and shares represented at the Annual General Meeting representing not less than two-thirds (2/3).

NUMBER OF SHARES AND VOTES

The total number of shares in Scout Gaming at the time of issuance of the notice is 17,501,592, which correlates with the numbers of votes in the Company.

SHAREHOLDERS REQUEST FOR INFORMATION

Pursuant to Chapter 7, section 32 and 57 of the Swedish Companies Act (Sw. aktiebolagslagen), the Board of Directors and the CEO shall provide information at the Annual General Meeting, regarding circumstances that may affect the assessment of a matter on the agenda, or the Company's economic situation or the Company's relation to other group companies, if any shareholder requests so and the Board of Directors deems that it can be made without material damage to the Company.

DOCUMENTATION

Accounting records, audit report and the Board of Director's complete proposals and other documentation required according to the Swedish Companies Act will be available at the Company's office as stated above and on the Company's website www.scoutgaminggroup.com no later than the date required by law. Copies of the mentioned documentation will be sent to those shareholders who request it and provides their postal address. All the documentation will also be presented at the Annual General Meeting.

Scout Gaming Group AB
Stockholm in April 2020
The Board of Directors

For further information, please contact:

Andreas Ternström, CEO
Phone: +46 706 770 660
E-mail: andreas.ternstrom@scoutgaminggroup.com

Billy Degerfeldt, CFO and Investor Relations
Phone: +46 707 581 668
E-mail: billy.degerfeldt@scoutgaminggroup.com

About Scout Gaming Group

Scout Gaming Group is a licensed and regulated provider of B2B Daily Fantasy Sports. The Company offers a flexible and customizable network-based Fantasy Sports solution with support for most sports and leagues through an in-house StatCenter which also provides real-time information to players. Local sports can be provided on request. The Group is headquartered in Stockholm, Sweden with development and operations in Bergen, Norway, and Lviv, Ukraine. Sales, support, and product management is handled from the office in Malta. For more information about the Company, visit www.scoutgaminggroup.com. Scout Gaming is listed on the Nasdaq First North Growth Market and the Certified Adviser is Redeye AB. Contact details: certifiedadviser@redeye.se, +46 (0)8 121 576 90.