

**PROPOSALS FOR THE ANNUAL GENERAL MEETING TO BE CONVENED ON MARCH 30, 2017****1 Resolution on the distribution of the profit shown on the balance sheet and the payment of dividends**

The Board of Directors proposes to the Annual General Meeting that no dividend would be paid and the profit for the period would be transferred to the retained earnings account.

**2 Resolution on the discharge of the Board members and the CEO from liability****3 Resolution on the remuneration of the Board members**

Shareholders who collectively own over 10 % of the Company's shares and votes have brought forward to the Board that they are proposing the elected Board members to be paid during their next term as follows: 36 000 euros (same as in 2016) to the Chairman of the Board and 22 000 euros (same as in 2016) to other members of the Board. In addition to the yearly remuneration, no other remuneration is provided to the members of the Board (i.e. attendance allowance).

The same group of shareholders propose also that if a member of the Board or the Chairman of the Board is a full-time employee for the Company this person cannot receive remuneration set for these positions in the Board.

**4 Resolution on the number of Board members**

Shareholders who collectively own over 10 % of the Company's shares and votes have brought forward to the Board that they are proposing 4 members to be elected as part of the Board.

**5 Election of Board members**

Shareholders who collectively own over 10 % of the Company's shares and votes have brought forward to the Board that they intend to nominate Sami Alatalo, Hannu Kottonen (independent from the notable shareholders of the Company and the Company itself), Kristiina Lagerstedt (independent from the notable shareholders of the Company and the Company itself) and Jouko Peräaho to be re-elected to the Board.

All of the persons proposed to the Board have given their assent.

The proposed Board members have informed the Company that if they are elected, they will elect Sami Alatalo as the Chairman of the Board.

## **6 Resolution on the remuneration of the auditor**

Shareholders who collectively own over 10 % of the Company's shares and votes have brought forward to the Board that they are proposing that the remuneration of the auditor would be paid according to the invoice.

## **7 Election of the auditor**

Shareholders who collectively own over 10 % of the Company's shares and votes have brought forward to the Board that they intend to nominate as the auditor, to serve until the end of the following Annual General Meeting, the company's current auditor, public auditing firm Ernst & Young Oy, which has declared that it intends to appoint Osmo Valovirta, CPA, as chief auditor.

## **8 Authorization of the Board to decide on an issue of shares as well as other special rights entitling to shares**

The Board proposes that the Annual General Meeting would authorize the Board to decide on an issue of new shares as well as other special rights entitling to shares referred to in Chapter 10 Section 1 of the Finnish Companies Act in one or several lots. The number of new shares issued would be no more than 10 000 000, including shares to be issued based on the special rights.

The authorization entitles the Board to decide about all terms of the share and special rights offerings, including the right to deviate from the right of pre-emption of shareholders. The authorization is proposed to last until the next Annual General Meeting, unless the General Meeting decides to change or cancel the authorization prior to this date. This authorization revokes all the other unused share issue authorizations that has been given prior to this.

## **9 Decision upon the forfeiture of the shares on the joint book-entry account and the rights carried by such shares**

The Board proposes that the Annual General Meeting would decide that the right to the shares incorporated in the book-entry system and the rights that the shares carry have been forfeited with regard to the 3 480 shares being on the joint book-entry account in the name of the company and opened on the behalf of the shareholders whose rights have not been declared for registration during the registration period. The registration period has ended on 31 March 1995 in accordance to the resolution made by the Board on 21 October 1994.