

## Proposal concerning establishment of a Shareholders' Nomination Board

The Board of Directors proposes to the Annual General Meeting on 19 March Meeting that the Annual General Meeting decide to establish a Shareholders' Nomination Board, and that the Annual General Meeting decide to confirm the rules of procedure of the Shareholders' Nomination Board attached in an Appendix.

The role of the Nomination Board would be to prepare the proposals on the election and remuneration of the members of the Board of Directors to be presented to the Annual General Meeting.

The Shareholders' Nomination Board would consist of five members appointed by the shareholders. In addition, the Chairman of the Board of Directors would act as an expert member of the Nomination Board.

The Chairman of the Board of Directors shall annually arrange a meeting to which the Chairman invites the company's twenty largest shareholders, by votes, registered as shareholders in the company's shareholders' register maintained by Euroclear Finland Ltd by 31st August preceding the Annual General Meeting. The meeting of the twenty largest shareholders, by votes, shall elect the members of the Shareholders' Nomination Board. One of the members shall be elected to serve as the Chairman of the Shareholders' Nomination Board.

The term of office of the members of the Shareholders' Nomination Board shall expire the year following the appointment upon the appointment of the next members of the Shareholders' Nomination Board pursuant to the rules of procedure of the Shareholders' Nomination Board.

The Shareholders' Nomination Board is established to exist and serve until the Annual General Meeting decides otherwise.

The Board of Directors' proposal for the rules of procedure of the Shareholders' Nomination Board is available on Oriola Corporation's website www.oriola.com.

Espoo, 21 February 2018

Oriola Corporation

**Board of Directors**