

## **Proposal of the Board of Directors for the use of the profit shown on the balance sheet and the payment of dividend**

According to the balance sheet of the parent company dated on 31 December 2013, the distributable earnings of the parent company amount to 17,969,052.99 euro.

The board of directors has decided to propose to the annual general meeting that no dividend shall be paid for the financial year 2013 and that the loss of the parent company for the financial year, 208,387.78 euro, shall be recorded to the company's retained earnings.

In Vantaa, on 13 February 2014

BOARD OF DIRECTORS

## **Proposal of the Board of Directors for the remuneration of the auditor**

The board of directors proposes to the annual general meeting that the auditor to be elected at the annual general meeting shall be reimbursed according to the auditor's reasonable invoice.

In Vantaa, on 13 February 2014

BOARD OF DIRECTORS

## **Proposal of the Board of Directors for the election of the auditor**

The board of directors proposes to the annual general meeting that PricewaterhouseCoopers Oy, Authorised Public Accountants, shall be re-elected as the company's auditor until the end of the next annual general meeting. PricewaterhouseCoopers Oy has informed that Mr. Mikko Nieminen, Authorised Public Accountant, shall act as the principal auditor. The candidate has given his consent to the appointment.

In Vantaa, on 13 February 2014

BOARD OF DIRECTORS

## **Proposal of the Board of Directors for the authorisation of the board of directors to decide on the repurchase and/or the acceptance as pledge of the company's own shares**

The board of directors proposes to the annual general meeting that the board of directors shall be authorised to decide on the repurchase and/or the acceptance as pledge of the company's own shares in one or more tranches as follows:

The aggregate number of shares repurchased and/or accepted as pledge on the basis of the authorisation may not exceed 1,728,750 shares, which represents approximately 10 percent of all the shares of the company. The company and its subsidiaries together cannot at any time own and/or hold as pledge more than 10 percent of all of the company's registered shares.

Only unrestricted equity can be used to repurchase the company's own shares under the authorisation. Own shares can be repurchased at a price determined by public trading on the day of repurchase or at another market-based price.

The board of directors decides on the method of repurchasing and/or accepting as pledge of the company's own shares as well as the other terms and conditions. Shares can be repurchased otherwise than in the shareholders' proportional holding of shares (directed repurchase). The authorisation cancels the authorisation given by the annual general meeting on 10 April 2013 to the board of directors to decide on the repurchase and/or acceptance as a pledge of the company's own shares. The authorisation is effective until the next annual general meeting of shareholders, however, no longer than until 9 October 2015.

In Vantaa, on 13 February 2014

BOARD OF DIRECTORS

## **Proposal of the Board of Directors for the authorisation of the board of directors to decide on the issuance of shares, the transfer of the company's own shares as well as the issuance of special rights entitling to shares**

The board of directors proposes to the annual general meeting that the board of directors shall be authorised to decide on the issuance of shares, the transfer of the company's own shares, and the issuance of special rights entitling to shares according to Chapter 10, section 1 of the Finnish Companies Act in one or more tranches as follows:

The aggregate number of shares issued or transferred on the basis of the authorisation may not exceed 2,593,125 shares.

The board of directors decides on all the terms and conditions of the issuance of shares, the transfer of the company's own shares, and the issuance of special rights entitling to shares according to Chapter 10, section 1 of the Finnish Companies Act. The authorisation concerns both the issuance of new shares as well as the transfer of the company's own shares. The issuance of shares, the transfer of the company's own shares, and the issuance of special rights entitling to shares according to Chapter 10 section 1 of the Finnish Companies Act may be carried out in deviation from the shareholders' pre-emptive rights (directed issue).

The authorisation cancels the authorisation given by the annual general meeting on 10 April 2013 to the board of directors to decide on the issuance of shares, the transfer of the company's own shares as well as the issuance of special rights entitling to shares. The authorisation is effective until the next annual general meeting, however, no longer than until 9 October 2015.

In Vantaa, on 13 February 2014

BOARD OF DIRECTORS