

## **PROPOSAL BY THE APPOINTMENTS AND COMPENSATION COMMITTEE OF THE BOARD OF DIRECTORS**

### **PROPOSAL BY THE APPOINTMENTS AND COMPENSATION COMMITTEE OF THE BOARD OF DIRECTORS ON THE MEMBERS OF THE BOARD AND THEIR REMUNERATION**

The Appointments and Compensation Committee of the Board of Directors proposes that the remuneration of the members of the Board of Directors remain at the present level and that the net amount of the remuneration after taxes be paid in shares. The Chairman is proposed to be compensated EUR 76.000, the Vice Chairman EUR 49.000 and other members EUR 38.000 each for the term of office ending at the closing of the 2014 Annual General Meeting. Additionally, it is proposed that each Board member be paid EUR 500 as a meeting remuneration for each meeting of the Board of Directors and of the Appointments and Compensation Committee. Stockmann plc is responsible for the statutory social security and pension costs of non-Finnish members of the Board in accordance with the applicable national law.

Following the announcement by Board member Managing Director Kaj-Gustaf Bergh, that he will no longer be available as a member of the company's Board of Directors, the Appointments and Compensation Committee of the Board of Directors proposes that the present members of the Board of Directors, LL.M Christoffer Taxell, Professor Eva Liljeblom, Managing Director Kari Niemistö, Managing Director Per Sjödell, M.Sc. (Econ.) Charlotta Tallqvist-Cederberg, M.Sc. (Phil.) Carola Teir-Lehtinen and Managing Director Dag Wallgren, all having given their consents, be re-elected for the term of office continuing until the end of the next Annual General Meeting. Additionally, the Committee proposes that CEO Kjell Sundström, with his consent, be elected new Board member for the term of office stated above. Biographical details of Kjell Sundström are available on the company's website [stockmanngroup.com](http://stockmanngroup.com).

Helsinki, February 12, 2013

Stockmann plc

The Appointments and Compensation Committee of the Board of Directors