

## **THE PROPOSALS FOR THE DECISIONS AT THE ANNUAL GENERAL MEETING**

### **Resolution on the use of the profit shown on the balance sheet and the payment of dividend**

The Board of Directors proposes that a dividend of EUR 0.82 per share be paid for the financial year 2010. The record date for the dividend distribution is 25 March 2011. The Board of Directors proposes that the dividend be paid out on 8 April 2011.

### **Resolution on the remuneration of the members of the Board of Directors**

The Appointments and Compensation Committee of the Board of Directors proposes that the remuneration of the members of the Board of Directors remain the same and be paid in shares. The chairman is proposed to be paid EUR 76 000, vice chairman EUR 49 000, and other members each EUR 38 000 for the term of office ending at the closing of the 2012 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.

### **Resolution on the number of members of the Board of Directors**

The Appointments and Compensation Committee of the Board of Directors proposes that the number of members of the Board of Directors remains eight (8).

### **Election of members of the Board of Directors**

Following the announcement by Managing Director Henry Wiklund, Member of the Board, 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, Managing Director Erkki Etola, Managing Director Kaj-Gustaf Bergh, Professor Eva Liljebloom, Managing Director Kari Niemistö, Managing Director Charlotta Tallqvist-Cederberg and M.Sc. (Phil.) Carola Teir-Lehtinen, 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 the Managing Director of Svenska litteratursällskapet i Finland r.f. Dag Wallgren be elected as a new Board member according to his consent for the term of office stated above. Biographical details of Dag Wallgren are available on the company's website [www.stockmanngroup.fi](http://www.stockmanngroup.fi).

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

The Board of Directors proposes that the auditor to be chosen be paid against reasonable invoice approved by the Board of Directors.

### **Election of auditor**

Shareholders, who represent over 50 per cent of the voting rights, have informed that they will propose to the Annual General Meeting that Jari Härmälä, Authorized Public Accountant, and Henrik Holmbom, Authorized Public Accountant, having given their consents, be re-elected as auditors. It is proposed that KPMG Oy Ab, a firm of Authorized Public Accountants, be re-elected as a deputy auditor.

Helsinki, 10 February 2011

Stockmann plc