

STOCKMANN PLC

PROPOSAL BY THE SHAREHOLDERS' NOMINATION BOARD ON THE REMUNERATION OF THE MEMBERS OF THE BOARD, NUMBER OF THE MEMBERS OF THE BOARD, AND ON THE ELECTION OF THE MEMBERS OF THE BOARD

The Shareholders' Nomination Board proposes that the annual 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 of the Board of Directors 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 2018 Annual General Meeting. Additionally, it is proposed that the Chairman of the Board be paid EUR 1 000 and each Board member be paid EUR 500 as a meeting remuneration for each meeting of the Board of Directors, the Chairman of the Audit Committee be paid EUR 1 000 and each member be paid EUR 700 as a meeting remuneration for each meeting of the Audit Committee, and the Chairman and each member of the Compensation Committee be paid EUR 500 as a meeting remuneration for each meeting of the 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.

The Shareholders' Nomination Board proposes that the number of members of the Board of Directors remain eight (8).

The shareholders' Nomination Board proposes that the present members of the Board of Directors, Kaj-Gustaf Bergh, Jukka Hienonen, Susanne Najafi, Leena Niemistö, Michael Rosenlew, Per Sjärdell and 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.

Board member Torborg Chetkovich has informed that she will no longer be available as member of the company's Board of Directors. The Nomination Board proposes that LL.M, M.Sc.(Econ.) Esa Lager with his consent, be elected new Board member for the term of office stated above. Esa Lager (b. 1959, Finnish citizen) is professional Board member and he has earlier had several management positions in the Outokumpu Group, e.g. as deputy to CEO and CFO. Biographical details of Esa Lager, as well as an evaluation regarding his independence, are available on the company's website www.stockmanngroup.com.

Helsinki, 14 February 2017

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The Shareholders' Nomination Board