

STOCKMANN PLC

PROPOSAL OF THE BOARD OF DIRECTORS TO AUTHORIZE THE BOARD OF DIRECTORS TO DECIDE ON THE ISSUANCE OF SHARES

The Board of Directors proposes to the Annual General Meeting that the Board of Directors be authorized to decide on the issuance of shares as follows.

The authorization concerns both Series A shares and Series B shares. The number of Series A shares to be issued on the basis of the authorization is limited to 20 000 000 shares and the number of Series B shares to be issued is limited to 20 000 000 shares. However, the aggregate number of shares issued may not exceed 20 000 000 shares, which corresponds to approximately 27.8 % of all the shares in the company. The Board of Directors decides on all the conditions of the issuance of shares. The issuance of shares may be carried out in deviation from the shareholders' pre-emptive rights (directed issue). The authorization is effective until 15 March 2019.

In Helsinki on 18 February 2016

STOCKMANN PLC

Board of Directors