



THE BOARD OF DIRECTORS' PROPOSALS TO THE 2018 ANNUAL GENERAL MEETING

I DIVIDEND

The Board of Directors proposes that a dividend of EUR 0.70 per share be paid for the financial year 2017.

II SELECTION AND REMUNERATION OF AUDITORS

The Board of Directors proposes to the Annual General Meeting that Pasi Karppinen, APA, and PricewaterhouseCoopers Oy, Authorised Public Accountants, with Jari Viljanen, APA, as the auditor with principal authority, be appointed as auditors for the period ending with the close of the 2019 Annual General Meeting.

In addition, the Board of Directors proposes that the auditors' fee be paid in accordance with the auditing invoice approved by the company.

III AUTHORISATION TO ISSUE SHARES AND TRANSFER APETIT PLC SHARES

The Board of Directors' proposes that the Board be authorised to decide on share issues by issuing new shares or by transferring Apetit Plc shares held by the company. The authorisation would cover a maximum total of 631,757 shares, of which a maximum of 520,331 can be new shares and 111,426 can be Apetit Plc shares held by the company at the publication of the invitation to the meeting.

The authorisation includes the right to deviate from the shareholders' pre-emptive subscription right (targeted issue) if the company has an important financial reason for doing so, such as the development of the company's capital structure, the financing and implementation of corporate acquisitions or other arrangements, or the implementation of a share-based incentive or reward scheme.

The subscription price for each new share will be at least the share's nominal value (EUR 2). The minimum transfer price for Apetit Plc shares held by the company will be the market value of the share at the time of transfer, determined by the price quoted in public trading on Nasdaq Helsinki. The Board of Directors will also have the right to issue shares against considerations other than cash. In share-based incentive schemes, shares can also be issued without consideration.

It is proposed that the authorisation be valid until the 2021 Annual General Meeting. The authorisation revokes the earlier authorisation to issue shares given on 25 March 2015 and the authorisation to transfer Apetit Plc shares given on the same date.

Säkylä, 28 February 2018

APETIT PLC
Board of Directors