

## **PROPOSALS OF THE BOARD OF DIRECTORS TO THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON 12 FEBRUARY 2019**

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

(Notice of the Meeting Item 6)

The Board of Directors proposes to the Extraordinary General Meeting that the following remuneration is paid to the members of the Board of Directors:

All members EUR 25,000 annually. No remuneration shall be paid to members of the Board of Directors who are employed by Orkla ASA or its group companies. Separate meeting remuneration shall not be paid for meetings of the Board of Directors nor committee meetings.

All members of the Board of Directors shall be compensated travel and other expenses directly related to their Board work.

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

(Notice of the Meeting Item 7)

The Board of Directors proposes to the Extraordinary General Meeting that the number of Board of Directors members would be six.

### **Changes to the Composition of the Board of Directors**

(Notice of the Meeting Item 8)

The Board of Directors proposes to the Extraordinary General Meeting that the following persons are elected as members of the Board of Directors for a term continuing until the end of the next Annual General Meeting: Rabbe Wikström, Aaron Moore-Saxton, Kalle Ruuskanen, Johanna Paavola, Terje Andersen and Viktor Söderberg. The term of office of the other current members of the Board of Directors shall end upon the election of the above new members.

Furthermore, the Board of Directors proposes that Rabbe Wikström is elected as Chairman of the Board of Directors.

All candidates have consented to being elected. All candidates are presented on the company's website and in the appendix to the notice of the Extraordinary General Meeting.

Helsinki, 21 January 2019

**Kotipizza Group Oyj**

Board of Directors