

CHARTER OF THE NOMINATION AND REMUNERATION COMMITTEE

The Board of Directors of Etteplan Oyj has appointed a Nomination and Remuneration Committee among the Directors. The Board has confirmed the central duties and operating principles of the committee in this written charter.

Composition of the Committee

The committee consists of three Board members.

In the organization meeting, arranged immediately after the Annual General Meeting of Shareholders, the Board elects the members and chairman of the Nomination and Remuneration Committee from among the members of the Board of Directors.

The majority of Nomination and Remuneration Committee members shall be independent of the company. The CEO or other executive of the company may not be appointed to the Nomination and Remuneration Committee.

Duties of the Committee

The task of the Nomination and Remuneration Committee is to assist the Board of Directors in matters related to the appointment and compensation of the Company's CEO and other executives as well as the members of the Board of Directors. In addition, the committee prepares for the Annual General Meeting a proposal on the number of Board members, Board composition and Board member compensation. The committee also recommends, prepares and proposes to the Board the CEO's nomination, salary and compensation, and further evaluates and provides the Board and the CEO with recommendations concerning management and employees rewards and compensation systems.

The Nomination and Remuneration Committee shall prepare the annual evaluations of independence of the directors made in the organization meeting.

The Nomination and Remuneration Committee also prepares the Remuneration Report for the governing bodies of the Company.

In addition to the tasks listed above, the Nomination and Remuneration Committee may have other tasks that are appropriate for it to be able to fulfill its function.

The Nomination and Remuneration Committee has the right to investigate and examine matters pertaining to its function and use outside experts and consultants at its discretion.

The Board is responsible for the duties assigned to the committee. The committee has no autonomous decision-making power, and thus the Board makes the decisions within its competence collectively.

Committee meetings

The Nomination and Remuneration Committee convenes at least once a year in order to prepare the proposals for the Annual General Meeting of Shareholders. Typically, the committee convenes four times a year to prepare matters to the Board according to the annual clock. In addition, the committee convenes when needed for other matters or interviews.

At the Nomination and Remuneration Committee meetings shall, if needed, be present also other persons invited by the committee.

The meetings shall follow the procedures concerning meetings of the Board of Directors to the extent applicable.

The Nomination and Remuneration committee shall regularly report on its work to the Board. The reports shall include at least a summary of the matters addressed and the measures taken by the committee.

Remuneration for committee work

Remuneration for the committee work shall be resolved by the Annual General Meeting of Shareholders.

Publication of information related to the Nomination and Remuneration Committee

The company shall report the composition of the committee, number of committee meetings held during the financial period and the attendance of committee members at the meetings and describes the key content of the committee's charters in its annual report and web pages.

The charter of Nomination and Remuneration Committee is published in its entirety on the company's web pages.