



PROPOSALS OF THE BOARD OF DIRECTORS TO THE ANNUAL GENERAL MEETING

SIEVI CAPITAL PLC'S ANNUAL GENERAL MEETING

ON 19 APRIL 2012

Sievi

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1 Resolution on the use of the profit shown on the balance sheet and the payment of dividend

The parent company's distributable funds are EUR 71.005.304,36. The Board of Directors proposes to the Annual General Meeting that a dividend of EUR 0.06 be paid from the unrestricted shareholders' equity per each outstanding share, for a total of EUR 3,463,826.34. The dividend matching day is 24 April 2012. The dividend will be paid to those shareholders who, on the matching day, are entered in the Company's Register of Shareholders, kept by Euroclear Finland Ltd. The dividend payment day is 3 May 2012.

In Vantaa on 21st March 2012

SIEVI CAPITAL plc

- Board of Directors -

2 Resolution on the remuneration of the members of the Board of Directors and the auditor

Shareholders who hold more than 50% of the shares and votes propose that the remuneration for the members of the Board of Directors is as follows: Chairman of the Board of Directors EUR 1,300/month, member not employed by the company EUR 700/month and member employed by the company EUR 300/month.

The auditor is paid according to a reasonable invoice.

In Vantaa on 21st March 2012

SIEVI CAPITAL plc

- Board of Directors -

3 Resolution on the number of members of the Board of Directors

The Nomination Committee of the Board of Directors proposes to the general meeting that the number of members of the Board of Directors shall be five (5).

In Vantaa on 21st March 2012

SIEVI CAPITAL plc

- Board of Directors -

4 Election of members of the Board of Directors

The Nomination Committee of the Board of Directors, supported by the company's major shareholders holding over 50% of the shares and votes, proposes that the general meeting will re-elect the following board members:

Jorma J. Takanen (b. 1946)

Asa-Matti Lyytinen (b. 1950) and

Jarkko Takanen (b. 1967)

And as new members:

Harri Takanen (b. 1968) and

Riitta Kotilainen (b. 1958)

The first time nominees to the Board of Directors are presented on Company's website at www.sievicapital.com.

The term of office for the Board of Directors will last until the end of next Annual General Meeting. All members of the board have announced their consent to re-election.

In Vantaa on 21st March 2012

SIEVI CAPITAL plc

- Board of Directors -

5 Election of the auditor

Audit firm KPMG Oy Ab will continue as company's auditor, which is appointed for an indefinite period. APA Antti Kääriäinen has been proposed to be elected as the new principal auditor.

In Vantaa on 21st March 2012

SIEVI CAPITAL plc

- Board of Directors -

6 Proposal by the Board of Directors for amendment of the § 3 of the Articles of Association – Number of board members

The Board of Directors proposes that the Articles of Association, § 3 amends the number of members in such a way that the Board of Directors consists of three (3) to seven (7) members.

The Board of Directors proposes, that after the amendment the Articles of Association, § 3 stands as following:

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*3 § Board of Directors*

*The company's administration and proper organization of operations shall be the responsibility of the Board of Directors, consisting of a minimum of five (3) and a maximum of seven (7) members in accordance with the decision made by the Annual General Meeting. The Board of Directors shall elect a Chairman from among its members. In the event of a tied vote, the Chairman shall be selected by drawing lots. The term of office of members of the Board of Directors shall expire at the close of the first Annual General Meeting following the one at which they were elected.*

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In Vantaa on 21st March 2012

SIEVI CAPITAL plc

- Board of Directors -

7 Authorizing the Board of Directors to decide on the repurchase of the company's own shares

The Board of Directors proposes to the General Meeting that the Board of Directors be authorized to decide on the repurchase of the company's own shares as follows:

The Board of Directors is authorized to decide on the purchase of a maximum of three million (3,000,000) company shares. Company shares will be purchased with funds from the company's non-restricted equity, in which case the acquisition will decrease the company's distributable non-restricted equity.

Shares will be purchased in another proportion than that of the holdings of the current shareholders. Purchasing will take place through public trading arranged by NASDAQ OMX Helsinki Ltd. The shares will be purchased at the fair value established in public trading at the time of acquisition.

Shares can be repurchased to develop the company's capital structure, for use as consideration in acquisitions or to finance other arrangements, as part of the company's incentive scheme or to be further disposed of or retired.

The Board of Directors will decide on other matters related to the acquisition of the company's shares. The authorization will remain in force for 18 months after it is issued.

In Vantaa on 21st March 2012

SIEVI CAPITAL plc

- Board of Directors -