

**REDUCTION OF THE SHARE PREMIUM ACCOUNT AND RESERVE FUND**

The Board of Directors of Sampo plc proposes that the Annual General Meeting decides to reduce the share premium account and the reserve fund on the company's Balance Sheet as of 31 December 2008 by EUR 1,160,392,342.66 and by EUR 366,295,191.68, respectively, by transferring all the funds in the share premium account and reserve fund on the Balance Sheet as of 31 December 2008 to the reserve for invested unrestricted equity.

Under the old Finnish Companies Act, which was in force until 31 August 2006, both the share premium account and the reserve fund were restricted equity. The new Limited Liability Companies Act no longer recognises either the concept of share premium account or the concept of reserve fund but, according to the transitional provisions of the new act, it is allowed to reduce the size of these funds by adhering to the provisions set for reducing share capital. Transferring the funds as proposed will enhance the flexibility of the company's capital structure and increase the distributable equity and reserves.

Helsinki, 11 February 2009

SAMPO PLC  
Board of Directors