

# Proposal of the Nomination and Compensation Committee for the Number of Members of the Board of Directors and the Members of the Board of Directors

The Nomination and Compensation Committee of the Board of Directors proposes to the Annual General Meeting that the number of members remains unchanged and eight members be elected to the Board. The proposal is in compliance with the policy on diversity with regard to the Board of Directors of Sampo plc approved on 10 February 2016.

The Nomination and Compensation Committee of the Board of Directors proposes that the current members of the Board Jannica Fagerholm, Adine Grate Axén, Veli-Matti Mattila, Risto Murto, Eira Palin-Lehtinen, Per Arthur Sørli and Björn Wahlroos are re-elected for a term continuing until the close of the next Annual General Meeting. Of the current members, Anne Brunila is not available for re-election. The Committee proposes that Christian Clausen be elected as a new member to the Board.

Christian Clausen was born in 1955 and has a Master of Science (Econ.) from the University of Copenhagen. He has made a long career at the banking branch and worked at Nordea Bank AB (publ) since 2000. Clausen acted as the President and Group CEO of Nordea in 2007-2015 and continues as Senior Advisor until the end of 2016. Christian Clausen's complete CV is enclosed to this proposal.

All the proposed Board members have been determined to be independent of the company and of the major shareholders under the rules of the Finnish Corporate Governance Code 2015.

The CVs of all persons proposed as Board member are available at [www.sampo.com/agm](http://www.sampo.com/agm).

The Nomination and Compensation Committee proposes that the Board elects Björn Wahlroos from among its number as the Chairman of the Board. It is proposed that Veli-Matti Mattila, Risto Murto, Eira Palin-Lehtinen and Björn Wahlroos be elected to the Nomination and Compensation Committee as well as Christian Clausen, Jannica Fagerholm, Adine Grate Axén and Per Arthur Sørli be elected to the Audit Committee. The compositions of the Committees fulfill the Finnish Corporate Governance Code 2015's requirement for independence.

Helsinki, 10 February 2016

SAMPO PLC  
Nomination and Compensation Committee

Annex: CV of Christian Clausen

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Christian Clausen

Born 1955

## Curriculum vitae

### CURRENT POSITION

**Nordea Bank AB (publ), Senior Advisor 2015-**

### EDUCATION

**University of Copenhagen, Master of Science (Econ.) 1978**

**INSEAD, Executive Management Programme 1987**

### CAREER

**Nordea Bank AB (publ), President and Group CEO 2007-2015;**

**Head of Nordea Asset Management & Life 2000-2007**

**Unibank, Member of Executive Board 1998-2000; MD and Chief Executive of Unibank Markets 1996-1998**

**Unibørs Securities, MD and Chief Executive 1990-1996**

**Privatbørsen, MD 1988-1990**

### POSITIONS OF TRUST

**International Monetary Conference Board of Directors (IMC), Board Member 2014-**

**European Banking Federation, President 2011-2015**

**Swedish Banking Association, Chairman 2010-2013, Board Member 2013-2015**

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