

**MINUTES**  
**No. 1/2018**

**SAMPO PLC**  
**ANNUAL GENERAL MEETING**  
**19 April 2018**

*Translation of the original and signed document in the Finnish language.  
In case of discrepancy, the Finnish language is prevailing.*

## **ANNUAL GENERAL MEETING OF SAMPO PLC**

**Time:** Thursday, 19 April 2018 at 2 p.m.

**Place:** Helsinki Exhibition & Convention Centre, Halls 5 ab, Messuaukio 1, 00520 Helsinki

**Present:** The shareholders either in person or represented by proxy as set out in the list of votes adopted at the meeting were present at the meeting.

In addition, members of the Board of Directors Björn Wahlroos, Eira Palin-Lehtinen, Christian Clausen, Jannica Fagerholm, Adine Grate Axén, Veli-Matti Mattila, Risto Murto, and Per Sørliie as well as Antti Mäkinen who was proposed to be elected as Board member for the first time, Group CEO Kari Stadigh, the company's responsible Auditor Kristina Sandin, members of the company's senior management, technical personnel, law students and representatives of the media were present at the meeting.

### **1. OPENING OF THE MEETING**

The Chairman of the Board of Directors of the company Björn Wahlroos opened the meeting and gave a brief overview.

The overview of the Chairman of the Board of Directors was enclosed to the minutes (Appendix 1 §).

### **2. CALLING THE MEETING TO ORDER**

Mikko Heinonen, Attorney-at-law, was elected as the Chairman of the General Meeting and he invited Anne Teitto to act as the secretary of the meeting.

The Chairman explained the procedures for handling the items on the agenda of the meeting.

It was noted that the meeting was conducted in Finnish and interpreted simultaneously into English. It was furthermore stated that the meeting would be photographed and that a video recording would be made of the meeting by Sampo plc for the use of the company for the purposes of devising the minutes of the meeting. Portions of the recording, such as the review by the Chairman of the Board and the Group CEO's review, may be subsequently published on the company's website. It was noted that the Annual General Meeting is a private event and, therefore, any video recording and photographing, as well as any other recording that allows for

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the identification of persons other than the photographer or person making the recording, or those who have granted their express consent, would be prohibited for the duration of the meeting.

It was noted that the financial statements had been available on the company's website as of 13 March 2018 in addition to which they were also available at the meeting venue.

It was noted that the proposals to the General Meeting had been published by means of a stock exchange release as well as in their entirety on the company's website on 7 February 2018.

The Chairman noted that certain nominee-registered shareholders had provided the company with voting instructions prior to the meeting. The Chairman explained the voting instructions that had been provided in advance by the owners of nominee-registered shares.

Kaarlo Kurvinen as the representative of Nordea Bank AB (publ.), Finnish branch, stated that he represented with 145,817,726 shares and votes owners of nominee-registered shares and that he had provided the Chairman of the meeting with the voting instructions of these shareholders. Kaarlo Kurvinen stated that his principals were not demanding a vote on those agenda items under which the instruction was to oppose the proposed resolution, but that it was sufficient that such votes were duly recorded in the minutes.

Suoma Pellikka and Saara Rantanen as the representatives of Skandinaviska Enskilda Banken AB (publ.) representing 90,172,971 shares and votes, Aleksii Harju as the representative of Svenska Handelsbanken AB representing 494,739 shares and votes, Anu Kavonius as the representative of Danske Bank A/S, Finland Branch representing 433,290 shares and votes and Kati Lappalainen as the representative of Euroclear Finland Ltd representing 91,464 shares and votes similarly confirmed the voting instructions and procedures of their own principals.

The Chairman noted that the meeting would follow the proposed course of action, in such a manner, however, that the opposing votes set forth in the summary list would be entered in the minutes in conjunction with each item as opposing votes only to the extent they are simultaneously in favour of a counter-proposal that is eligible for voting.

It was noted that the summary lists of the voting instructions of the owners of nominee registered shares were enclosed to the minutes (Appendices 2 § 1–5).

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### **3. ELECTION OF PERSONS TO SCRUTINIZE THE MINUTES AND TO SUPERVISE THE COUNTING OF VOTES**

Juhani Lindqvist and Suoma Pellikka were elected to scrutinize the minutes and to supervise the counting of the votes.

### **4. RECORDING THE LEGALITY OF THE MEETING**

It was noted that the notice of meeting had been published in Helsingin Sanomat and on the company's website on 8 February 2018. The notice of meeting had also been published as a stock exchange release on 7 February 2018.

The notice of meeting was enclosed to the minutes (Appendices 4 § 1–2).

It was noted that the General Meeting had been convened in accordance with the stipulations of the Articles of Association and the Finnish Companies Act.

### **5. RECORDING THE ATTENDANCE AT THE MEETING AND ADOPTION OF THE LIST OF VOTES**

A list of attendees as of the beginning of the meeting and a list of votes represented at the meeting were presented, according to which 3371 shareholders were in attendance at the meeting either in person or represented by a statutory representative or by a proxy representative. It was recorded that 362,200.385 shares and 367,000.385 votes were represented at the beginning of the meeting.

The attendees and the list of votes at the beginning of the meeting were enclosed to the minutes (Appendix 5 §). It was noted that the list of votes will be adjusted to correspond to the attendance situation at the beginning of a possible vote.

### **6. PRESENTATION OF THE ANNUAL ACCOUNTS, THE REPORT OF THE BOARD OF DIRECTORS AND THE AUDITOR'S REPORT FOR THE YEAR 2017**

The Group CEO presented a review including the annual accounts and report of the Board of Directors for the year 2017. The review of the Group CEO was enclosed to the minutes (Appendix 6 § 1).

The annual accounts for the financial year 2017 consisting of the consolidated balance sheet, statement of profit and other comprehensive income, statement of changes in equity, statement of cash flows with the notes thereto, as well as the parent company's balance sheet, income statement, statement of cash flows with the notes thereto were presented.

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The annual accounts documents were enclosed to the minutes (Appendix 6 § 2).

The company's Auditor Kristina Sandin, APA, presented the Auditor's Report that was enclosed to the minutes (Appendix 6 § 3).

It was noted that the Annual General Meeting discussed the CEO's review and the matters related thereto.

It was noted that the annual accounts, the report of the Board of Directors and the Auditor's Report for the financial year 2017 had been presented.

## **7. ADOPTION OF THE ANNUAL ACCOUNTS**

The General Meeting resolved to adopt the annual accounts, including the consolidated financial statements, for the financial year 2017.

It was recorded that under this item there were 365,851 opposing votes from the nominee-registered shareholders.

## **8. RESOLUTION ON THE USE OF THE PROFIT SHOWN ON THE BALANCE SHEET AND THE PAYMENT OF DIVIDEND**

It was noted that the distributable funds of the parent company according to the balance sheet of the parent company as at 31 December 2017 were EUR 7,570,983,877.42 of which the profit for the financial year 2017 is EUR 1,395,971,059.94.

It was noted that the Board of Directors had proposed to the General Meeting that a dividend of EUR 2.60 per share be paid from the distributable funds of the parent company, EUR 1,443,914,810 in total. According to the proposal, the dividend shall be paid to the shareholders who on the record date of the dividend payment, 23 April 2018, are recorded in the shareholder register maintained by Euroclear Finland Ltd. According to the proposal, the dividend shall be paid on 3 May 2018.

The proposal of the Board of Directors was enclosed to the minutes (Appendix 8 §).

The General Meeting resolved, in accordance with the proposal of the Board of Directors, that a dividend of EUR 2.60 per share be paid from the distributable funds of the parent company to shareholders who on the record date of the dividend payment on 23 April 2018 are recorded in the company's shareholder register maintained by Euroclear Finland Ltd. The dividend shall be paid on 3 May 2018.

It was noted for the record that Arvi Kekäläinen, a shareholder representing 1,700 shares and votes, announced his divergent opinion to second higher dividend level

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without bringing in, however, any proposal to revise the proposal of the Board of Directors on the payment of dividend.

**9. RESOLUTION ON THE DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE CEO FROM LIABILITY**

It was noted that granting discharge from liability for the financial year 2017 relates to the following persons:

Björn Wahlroos, Chairman of the Board of Directors  
Eira Palin-Lehtinen, Vice Chairperson of the Board of Directors  
Christian Clausen, member of the Board of Directors  
Jannica Fagerholm, member of the Board of Directors  
Adine Grate Axén, member of the Board of Directors  
Veli-Matti Mattila, member of the Board of Directors  
Risto Murto, member of the Board of Directors  
Per Sørlië, member of the Board of Directors

as well as

Kari Stadigh, CEO

The General Meeting resolved to grant discharge from liability to the above mentioned members of the Board of Directors and to the CEO.

It was recorded that under this item there were 551,168 opposing votes of nominee-registered shareholders.

**10. RESOLUTION ON THE REMUNERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS**

It was recorded that Björn Wahlroos, Chairman of the Nomination and Compensation Committee, presented to the General Meeting the proposals of the Nomination and Compensation Committee under this item as well as items 11-12.

It was noted that the Nomination and Compensation Committee of the Board of Directors had proposed to the General Meeting that the fees of the members of the Board of Directors remain unchanged and, that the following annual fees be paid to the members of the Board of Directors to be elected for a term commencing at the close of this General Meeting and continuing until the close of the Annual General Meeting 2019:

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- to the Chairman of the Board of Directors EUR 175,000,
- to the Vice Chairperson of the Board of Directors and Chairperson of the Audit Committee EUR 115,000,
- to the members of the Audit Committee EUR 96,000, and
- to the other members of the Board of Directors EUR 90,000 each.

Potential statutory social and pension costs incurring to Board members having permanent residence outside Finland will, according to applicable national legislation, be borne by Sampo plc. In addition, actual travel and accommodation costs incurring to a Board member will be reimbursed.

A Board member shall, in accordance with the resolution of the General Meeting, acquire Sampo A shares at the price paid in public trading for 50 per cent of his/her annual fee after deduction of taxes, payments and potential statutory social and pension costs. The company will pay any possible transfer tax related to the acquisition of the company shares.

A Board member shall make the purchase of shares during 2018 after the publication of the interim statement for January-September 2018 or, if this is not feasible because of insider regulation, on the first possible date thereafter.

A Board member shall be obliged to retain the shares under his/her ownership for two years from the purchasing date.

The proposal of the Nomination and Compensation Committee of the Board of Directors was enclosed to the minutes (Appendix 10 §).

The General Meeting resolved to adopt the proposal of the Nomination and Compensation Committee of the Board of Directors.

## **11. RESOLUTION ON THE NUMBER OF THE MEMBERS OF THE BOARD OF DIRECTORS**

It was noted that pursuant to the Articles of Association, the Board of Directors comprises no fewer than three (3) and no more than ten (10) members. The current number of members of the Board of Directors is eight (8).

It was noted that the Nomination and Compensation Committee of the Board of Directors had proposed to the General Meeting that the number of the members of the Board of Directors remain unchanged and that eight (8) members be elected to the Board of Directors.

The proposal of the Nomination and Compensation Committee of the Board of Directors was enclosed to the minutes (Appendix 11 §).

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The General Meeting resolved that the number of the members on the Board of Directors is confirmed to be eight (8).

## **12. ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS**

It was noted that the Nomination and Compensation Committee of the Board of Directors had proposed to the General Meeting that the following current members of the Board of Directors are re-elected for a term commencing at the close of this General Meeting and continuing until the close of the Annual General Meeting 2019:

Björn Wahlroos  
Eira Palin-Lehtinen  
Christian Clausen  
Jannica Fagerholm  
Adine Grate Axén  
Veli-Matti Mattila  
Risto Murto

as well as for the same term of office Antti Mäkinen as a new member of the Board of Directors.

The proposal of the Nomination and Compensation Committee of the Board of Directors was enclosed to the minutes (Appendix 12 §).

The General Meeting resolved to elect as members of the Board of Directors the persons proposed by the Nomination and Compensation Committee of the Board of Directors:

Björn Wahlroos  
Eira Palin-Lehtinen  
Christian Clausen  
Jannica Fagerholm  
Adine Grate Axén  
Veli-Matti Mattila  
Risto Murto  
Antti Mäkinen

It was recorded that Björn Wahlroos, Chairman of the Board of Directors, expressed gratitude to Per Sørлие who was not available for re-election.

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### 13. RESOLUTION ON THE REMUNERATION OF THE AUDITOR

It was recorded that Jannica Fagerholm, Chairperson of the Audit Committee, presented the proposal of the Committee for the remuneration of the auditor under this item.

It was noted that the Audit Committee of the Board of Directors had proposed to the General Meeting that the remuneration of the Auditor to be elected be paid against an invoice approved by the company.

The proposal of the the Audit Committee of the Board of Directors was enclosed to the minutes (Appendix 13 §).

The General Meeting resolved that the remuneration of the Auditor be paid against invoice approved by the company.

### 14. ELECTION OF THE AUDITOR

It was noted that, pursuant to the Articles of Association, the company shall have one primary Auditor which must be an auditing firm authorized by the Finnish Central Chamber of Commerce. During the previous financial year, Ernst & Young Oy had acted as the Auditor of the company.

It was recorded that Jannica Fagerholm, Chairperson of the Audit Committee, presented the proposal of the Committee for the election of the Auditor under this item.

It was noted that the Audit Committee of the Board of Directors had proposed to the General Meeting that Ernst & Young Oy be re-elected as the Auditor for a term of office expiring at the close of the Annual General Meeting 2019.

The proposal of the Audit Committee of the Board of Directors was enclosed to the minutes (Appendix 14 §).

It was affirmed that in accordance with the resolution made at the meeting of the Audit Committee of the Board of Directors held on 5 February 2018, the Auditor would be issuing a statement on the approval of the annual accounts, on the distribution of profit, and on the discharge from liability of the members of the Board of Directors and to the CEO also in relation to the financial year 2018.

The General Meeting resolved, in accordance with the proposal of the Audit Committee of the Board of Directors, that Ernst & Young Oy be re-elected as the Auditor for a term of office expiring at the close of the Annual General Meeting 2019. It was recorded that Ernst & Young Oy had announced that Kristina Sandin, APA, will act as the principal responsible Auditor.



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## 15. AMENDMENT OF SECTIONS 9 AND 12 OF THE ARTICLES OF ASSOCIATION

It was noted that the Board of Directors had proposed to the General Meeting that the General Meeting resolve to (i) amend Section 9 of Sampo plc's Articles of Association as a result of the new Auditing Act (1141/2015) that entered into force on 1 January 2016; and (ii) amend Section 12 of Sampo plc's Articles of Association to reflect the market practice.

The proposal of the Board of Directors was enclosed to the minutes (Appendix 15 §).

The General Meeting resolved to amend Sections 9 and 12 of Sampo plc's Articles of Association in accordance with the proposal of the Board of Directors.

It was recorded that under this agenda item there were 115,475 opposing votes and 1,254,033 votes abstaining from voting of nominee-registered shareholders.

## 16. AUTHORIZING THE BOARD OF DIRECTORS TO DECIDE ON THE REPURCHASE OF THE COMPANY'S OWN SHARES

It was noted that the Board of Directors had proposed to the General Meeting that the Board of Directors be authorized to resolve to repurchase a maximum of 50 million Sampo A shares, by using funds in the unrestricted shareholders' equity, representing approximately 9.0 per cent of all A shares of the company.

The repurchased shares will be cancelled.

It is proposed that the authorization will be valid until the close of the next Annual General Meeting, provided this is not more than 18 months from the Annual General Meeting's decision.

The proposal of the Board of Directors was enclosed to the minutes (Appendix 16 §).

The General Meeting resolved to authorize the Board of Directors to resolve on the repurchase of shares in accordance with the proposal of the Board of Directors.

It was recorded that under this agenda item there were 2,589,433 opposing votes and 194,227 votes abstaining from voting of nominee-registered shareholders.

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## **17. CLOSING OF THE MEETING**

It was recorded that all decisions of the General Meeting had been made unanimously unless otherwise indicated in these minutes.

The Chairman noted that the items on the agenda had been attended to and that the minutes of the meeting would be available on the company's website at the latest on 3 May 2018.

The Chairman closed the meeting at 4.02 p.m.

Chairman of the General Meeting:

\_\_\_\_\_  
Mikko Heinonen

In fidem:

\_\_\_\_\_  
Anne Teitto

Minutes reviewed and confirmed by:

\_\_\_\_\_  
Juhani Lindqvist

\_\_\_\_\_  
Suoma Pellikka

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**APPENDICES**

- Appendix 1 § Overview by Björn Wahlroos, Chairman of the Board of Directors
- Appendices 2 § 1–5 Summary lists of the voting instructions of the shareholders represented by Nordea Bank AB (publ.), Finnish branch, Skandinaviska Enskilda Banken AB (publ.), Svenska Handelsbanken AB, Danske Bank A/S, Finland Branch and Euroclear Finland Ltd
- Appendices 4 § 1–2 Notice of the Annual General Meeting
- Appendix 5 § List of votes represented at the meeting
- Appendix 6 § 1 Review by Kari Stadigh, the Group CEO and President
- Appendix 6 § 2 Annual accounts 1 January–31 December 2017
- Appendix 6 § 3 Auditor's report
- Appendix 8 § Proposal of the Board of Directors of Sampo plc for distribution of profit
- Appendix 10 § Proposal of the Nomination and Compensation Committee of the Board of Directors of Sampo plc for the remuneration of the members of the Board of Directors
- Appendix 11 § Proposal of the Nomination and Compensation Committee of the Board of Directors of Sampo plc for the number of the members of the Board of Directors
- Appendix 12 § Proposal of the Nomination and Compensation Committee of the Board of Directors of Sampo plc for the members of the Board of Directors
- Appendix 13 § Proposal of the Audit Committee of the Board of Directors of Sampo plc for the remuneration of Auditor
- Appendix 14 § Proposal of the Audit Committee of the Board of Directors of Sampo plc for the election of Auditor
- Appendix 15 § Proposal of the Board of Directors to amend Sections 9 and 12 of Sampo plc's Articles of Association
- Appendix 16 § Proposal of the Board of Directors of Sampo plc for authorization to the Board of Directors to decide on the repurchase of the company's own shares

**SAMPO PLC**  
**ANNUAL GENERAL MEETING**

**Votes entered in advance by EFi**

Proxy Shareholder Ticket number	KURVINEN KAARLO NORDEA HALLINTAREKISTÖITY 0001424 / 0001425			
Voting	7.AGENDA ITEM			
Vote option	Share class	Shares	Votes	
FOR	SAMPO	143 918 431	143 918 431	
AGAINST	SAMPO	282 754	282 754	
EMPTY	SAMPO	720 117	720 117	
	Total	144 921 302	144 921 302	
Voting	8.AGENDA ITEM			
Vote option	Share class	Shares	Votes	
FOR	SAMPO	144 859 770	144 859 770	
AGAINST	SAMPO	20 274	20 274	
EMPTY	SAMPO	41 258	41 258	
	Total	144 921 302	144 921 302	
Voting	9.AGENDA ITEM			
Vote option	Share class	Shares	Votes	
FOR	SAMPO	143 936 035	143 936 035	
AGAINST	SAMPO	91 960	91 960	
EMPTY	SAMPO	893 307	893 307	
	Total	144 921 302	144 921 302	
Voting	10.AGENDA ITEM			
Vote option	Share class	Shares	Votes	
FOR	SAMPO	144 284 198	144 284 198	
EMPTY	SAMPO	637 104	637 104	
	Total	144 921 302	144 921 302	
Voting	11.AGENDA ITEM			
Vote option	Share class	Shares	Votes	
FOR	SAMPO	144 862 644	144 862 644	
EMPTY	SAMPO	58 658	58 658	
	Total	144 921 302	144 921 302	
Voting	12.AGENDA ITEM			
Vote option	Share class	Shares	Votes	
FOR	SAMPO	115 354 996	115 354 996	
EMPTY	SAMPO	29 566 306	29 566 306	
	Total	144 921 302	144 921 302	
Voting	13.AGENDA ITEM			
Vote option	Share class	Shares	Votes	
FOR	SAMPO	144 797 732	144 797 732	
EMPTY	SAMPO	123 570	123 570	

Proxy  
Shareholder  
Ticket number

KURVINEN KAARLO  
NORDEA HALLINTAREKISTÖITY  
0001424 / 0001425

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Total	144 921 302	144 921 302
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Voting 14.AGENDA ITEM

Vote option	Share class	Shares	Votes
FOR	SAMPO	143 201 227	143 201 227
EMPTY	SAMPO	1 720 075	1 720 075
Total		144 921 302	144 921 302

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Voting 15.AGENDA ITEM

Vote option	Share class	Shares	Votes
FOR	SAMPO	144 085 710	144 085 710
AGAINST	SAMPO	115 475	115 475
EMPTY	SAMPO	720 117	720 117
Total		144 921 302	144 921 302

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Voting 16.AGENDA ITEM

Vote option	Share class	Shares	Votes
FOR	SAMPO	143 952 648	143 952 648
AGAINST	SAMPO	774 427	774 427
EMPTY	SAMPO	194 227	194 227
Total		144 921 302	144 921 302

Proxy KURVINEN KAARLO  
 Shareholder CBL HALLINTAREKISTÖITY  
 Ticket number 0001422 / 0001423

Voting		7.AGENDA ITEM		
Vote option	Share class	Shares	Votes	
FOR	SAMPO	893 553	893 553	
AGAINST	SAMPO	2 871	2 871	
		<b>Total</b>	<b>896 424</b>	<b>896 424</b>

Voting		8.AGENDA ITEM		
Vote option	Share class	Shares	Votes	
FOR	SAMPO	896 424	896 424	
		<b>Total</b>	<b>896 424</b>	<b>896 424</b>

Voting		9.AGENDA ITEM		
Vote option	Share class	Shares	Votes	
FOR	SAMPO	896 424	896 424	
		<b>Total</b>	<b>896 424</b>	<b>896 424</b>

Voting		10.AGENDA ITEM		
Vote option	Share class	Shares	Votes	
FOR	SAMPO	893 553	893 553	
EMPTY	SAMPO	2 871	2 871	
		<b>Total</b>	<b>896 424</b>	<b>896 424</b>

Voting		11.AGENDA ITEM		
Vote option	Share class	Shares	Votes	
FOR	SAMPO	896 424	896 424	
		<b>Total</b>	<b>896 424</b>	<b>896 424</b>

Voting		12.AGENDA ITEM		
Vote option	Share class	Shares	Votes	
FOR	SAMPO	222 500	222 500	
EMPTY	SAMPO	673 924	673 924	
		<b>Total</b>	<b>896 424</b>	<b>896 424</b>

Voting		13.AGENDA ITEM		
Vote option	Share class	Shares	Votes	
FOR	SAMPO	896 424	896 424	
		<b>Total</b>	<b>896 424</b>	<b>896 424</b>

Voting		14.AGENDA ITEM		
Vote option	Share class	Shares	Votes	
FOR	SAMPO	896 424	896 424	
		<b>Total</b>	<b>896 424</b>	<b>896 424</b>

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Proxy KURVINEN KAARLO  
Shareholder CBL HALLINTAREKISTÖITY  
Ticket number 0001422 / 0001423

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Voting 15.AGENDA ITEM

Vote option	Share class	Shares	Votes
FOR	SAMPO	896 424	896 424
	Total	896 424	896 424

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Voting 16.AGENDA ITEM

Vote option	Share class	Shares	Votes
FOR	SAMPO	225 371	225 371
AGAINST	SAMPO	671 053	671 053
	Total	896 424	896 424

Proxy PELLIKKA SUOMA  
Shareholder SEB HALLINTAREKISTÖITY  
Ticket number 0001418 / 0001419

Voting		7.AGENDA ITEM		
Vote option	Share class	Shares	Votes	
FOR	SAMPO	89 592 155	89 592 155	
AGAINST	SAMPO	80 226	80 226	
EMPTY	SAMPO	500 590	500 590	
		<b>Total</b>	<b>90 172 971</b>	<b>90 172 971</b>

Voting		8.AGENDA ITEM		
Vote option	Share class	Shares	Votes	
FOR	SAMPO	90 172 971	90 172 971	
		<b>Total</b>	<b>90 172 971</b>	<b>90 172 971</b>

Voting		9.AGENDA ITEM		
Vote option	Share class	Shares	Votes	
FOR	SAMPO	89 213 173	89 213 173	
AGAINST	SAMPO	459 208	459 208	
EMPTY	SAMPO	500 590	500 590	
		<b>Total</b>	<b>90 172 971</b>	<b>90 172 971</b>

Voting		10.AGENDA ITEM		
Vote option	Share class	Shares	Votes	
FOR	SAMPO	89 546 587	89 546 587	
EMPTY	SAMPO	626 384	626 384	
		<b>Total</b>	<b>90 172 971</b>	<b>90 172 971</b>

Voting		11.AGENDA ITEM		
Vote option	Share class	Shares	Votes	
FOR	SAMPO	90 159 833	90 159 833	
EMPTY	SAMPO	13 138	13 138	
		<b>Total</b>	<b>90 172 971</b>	<b>90 172 971</b>

Voting		12.AGENDA ITEM		
Vote option	Share class	Shares	Votes	
FOR	SAMPO	63 802 434	63 802 434	
EMPTY	SAMPO	26 370 537	26 370 537	
		<b>Total</b>	<b>90 172 971</b>	<b>90 172 971</b>

Voting		13.AGENDA ITEM		
Vote option	Share class	Shares	Votes	
FOR	SAMPO	79 250 595	79 250 595	
EMPTY	SAMPO	10 922 376	10 922 376	
		<b>Total</b>	<b>90 172 971</b>	<b>90 172 971</b>



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Proxy PELLIKKA SUOMA  
Shareholder SEB HALLINTAREKISTÖITY  
Ticket number 0001418 / 0001419

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Voting	14.AGENDA ITEM			
Vote option		Share class	Shares	Votes
FOR		SAMPO	76 616 608	76 616 608
EMPTY		SAMPO	13 556 363	13 556 363
		Total	90 172 971	90 172 971

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Voting	15.AGENDA ITEM			
Vote option		Share class	Shares	Votes
FOR		SAMPO	89 639 055	89 639 055
EMPTY		SAMPO	533 916	533 916
		Total	90 172 971	90 172 971

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Voting	16.AGENDA ITEM			
Vote option		Share class	Shares	Votes
FOR		SAMPO	89 029 018	89 029 018
AGAINST		SAMPO	1 143 953	1 143 953
		Total	90 172 971	90 172 971

**SAMPO PLC**  
**ANNUAL GENERAL MEETING**

**Votes entered in advance by EFi**

Proxy Shareholder Ticket number	HARJU ALEKSI SHB HALLINTAREKISTÖITY 0001420 / 0001421			
Voting	7.AGENDA ITEM			
Vote option		Share class	Shares	Votes
FOR		SAMPO	494 739	494 739
		Total	494 739	494 739
Voting	8.AGENDA ITEM			
Vote option		Share class	Shares	Votes
FOR		SAMPO	494 739	494 739
		Total	494 739	494 739
Voting	9.AGENDA ITEM			
Vote option		Share class	Shares	Votes
FOR		SAMPO	494 739	494 739
		Total	494 739	494 739
Voting	10.AGENDA ITEM			
Vote option		Share class	Shares	Votes
FOR		SAMPO	230 634	230 634
EMPTY		SAMPO	264 105	264 105
		Total	494 739	494 739
Voting	11.AGENDA ITEM			
Vote option		Share class	Shares	Votes
FOR		SAMPO	494 739	494 739
		Total	494 739	494 739
Voting	12.AGENDA ITEM			
Vote option		Share class	Shares	Votes
FOR		SAMPO	200 021	200 021
EMPTY		SAMPO	294 718	294 718
		Total	494 739	494 739
Voting	13.AGENDA ITEM			
Vote option		Share class	Shares	Votes
FOR		SAMPO	494 739	494 739
		Total	494 739	494 739
Voting	14.AGENDA ITEM			
Vote option		Share class	Shares	Votes
FOR		SAMPO	494 739	494 739
		Total	494 739	494 739
Voting	15.AGENDA ITEM			
Vote option		Share class	Shares	Votes

Proxy  
Shareholder  
Ticket number

HARJU ALEKSI  
SHB HALLINTAREKISTÖITY  
0001420 / 0001421

FOR	SAMPO	494 739	494 739
	Total	494 739	494 739

Voting 16.AGENDA ITEM

Vote option	Share class	Shares	Votes
FOR	SAMPO	494 739	494 739
	Total	494 739	494 739

**SAMPO PLC**  
**ANNUAL GENERAL MEETING**

**Votes entered in advance by EFi**

Proxy Shareholder Ticket number	KAVONIUS ANU DANSKE HALLINTAREKISTÖITY 0001428 / 0001429		
Voting	7.AGENDA ITEM		
Vote option	Share class	Shares	Votes
FOR	SAMPO	433 290	433 290
	Total	433 290	433 290
Voting	8.AGENDA ITEM		
Vote option	Share class	Shares	Votes
FOR	SAMPO	433 290	433 290
	Total	433 290	433 290
Voting	9.AGENDA ITEM		
Vote option	Share class	Shares	Votes
FOR	SAMPO	433 290	433 290
	Total	433 290	433 290
Voting	10.AGENDA ITEM		
Vote option	Share class	Shares	Votes
FOR	SAMPO	433 290	433 290
	Total	433 290	433 290
Voting	11.AGENDA ITEM		
Vote option	Share class	Shares	Votes
FOR	SAMPO	433 290	433 290
	Total	433 290	433 290
Voting	12.AGENDA ITEM		
Vote option	Share class	Shares	Votes
FOR	SAMPO	433 290	433 290
	Total	433 290	433 290
Voting	13.AGENDA ITEM		
Vote option	Share class	Shares	Votes
FOR	SAMPO	433 290	433 290
	Total	433 290	433 290
Voting	14.AGENDA ITEM		
Vote option	Share class	Shares	Votes
FOR	SAMPO	433 290	433 290
	Total	433 290	433 290
Voting	15.AGENDA ITEM		
Vote option	Share class	Shares	Votes
FOR	SAMPO	433 290	433 290
	Total	433 290	433 290

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Proxy KAVONIUS ANU  
Shareholder DANSKE HALLINTAREKISTÖITY  
Ticket number 0001428 / 0001429

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Voting 16.AGENDA ITEM

Vote option	Share class	Shares	Votes
FOR	SAMPO	433 290	433 290
	Total	433 290	433 290

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Voting 3.AGENDA ITEM

Vote option	Share class	Shares	Votes
FOR	SAMPO	433 290	433 290
	Total	433 290	433 290

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Voting 4.AGENDA ITEM

Vote option	Share class	Shares	Votes
FOR	SAMPO	433 290	433 290
	Total	433 290	433 290

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Voting 5.AGENDA ITEM

Vote option	Share class	Shares	Votes
FOR	SAMPO	433 290	433 290
	Total	433 290	433 290

LIITE



*Post-trade made easy*

**Sampo OYJ**  
**VARSINAINEN YHTIÖKOKOUS 19.4.2018**  
**VASTUSTAVAT JA TYHJÄT ÄÄNET**

Euroclear Finland Oy toimittaa tällä ilmoituksella tilinhoitajayhteisö Euroclear Bank SA/NV:n puolesta edustamien osakkeenomistajien vastustavat (AGAINST) ja tyhjät (ABSTAIN) äänestysohjeet yhtiökokouksessanne päätettäviin asiakohtiin. Vastustavat ja äänestyksestä pidätyvät äänimäärät pyydetään ottamaan liitteenä tai kirjauksena huomioon kokouksen pöytäkirjaa pidettäessä.

Äänestystä ja täyttä äänenlaskentaa ei vaadita, mikäli yhtiökokouksen puheenjohtaja voi ennakkoon toimitettujen äänestysohjeiden ja kokouksessa esitettyjen kantojen perusteella selvästi todeta, että kyseisessä asiakohdassa vaadittu enemmistö äänistä (ja tarvittaessa kokouksessa edustetuista osakkeista) puoltaa yhtiökokoukselle tehtyä esitystä. Missään asiakohdassa ei kuitenkaan tehdä sisällöllistä vastaehdotusta.

**12. Hallituksen jäsenten valitseminen**

AGAINST –äänät      Osakkeenomistajia: 1      Osakkeita yhteensä: 91 464

AGAINST

Osakkeenomistaja

Osakemäärä

<u>Osakkeenomistaja</u>	<u>Osakemäärä</u>
FUNDLOGIC ALTERNATIVES P.L.C	91464

**SAMPO PLC**  
**ANNUAL GENERAL MEETING**

**Attendance status**

ANNUAL GENERAL MEETING 19.04.2018 14:00

**Represented shareholders 3 371**

- of which voted in advance 0

On the spot: - shareholders 878

- proxies 61

- overlapping representations -9

- assistants 86

**Total on the spot 1 016**

**Representation by share class:**

Share class	Holdings	Voting capital	Share capital	Proportion of issued votes	Proportion of issued shares
SAMBV	1	6 000 000	1 200 000	100,00000 %	100,00000 %
SAMPO	969	361 000 385	361 000 385	65,14467 %	65,14467 %
Total		367 000 385	362 200 385	65,51802 %	65,21998 %