**POWER OF ATTORNEY – KESKO CORPORATION'S ANNUAL GENERAL MEETING 2020**

As a shareholder of Kesko Corporation, I/we hereby authorise Veli Siitonen, Attorney-at-Law or his designate ("**Representative**") to represent me/us and to exercise on my/our behalf the right to speak and the right to vote with all shares held by me/us at Kesko Corporation’s Annual General Meeting, which has been convened to be held on 28 April 2020 at 10.30 am (EET).

Voting instructions:

I/We instruct the Representative to vote with my/our shares on each of the agenda items to be handled by the Annual General Meeting as indicated by an X below. **If I/we have not marked the agenda items below with Xs, the Representative shall vote in favour of the proposals presented in the Notice of General Meeting.**

For agenda items for which an X has been indicated for "Against" or "Abstain from voting", the Representative is not obligated to demand a vote if the chairman of the Annual General Meeting is able to conclude without conducting a vote that the proposal considered under the agenda item in question has sufficient support at the Annual General Meeting. For such items, it shall be sufficient that abstaining votes and/or votes against in accordance with the voting instructions are attached to the meeting minutes.

If a proposal stated in the Notice of General Meeting is amended either before or during the Annual General Meeting, the Representative shall not participate in voting on such an amended proposal. The Representative shall also refrain from participating in voting if no voting instruction is indicated below, or if more than one instruction is indicated for a single agenda item below, or if any other text or marking than an X has been used to indicate the voting instruction below.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Agenda item |  | In favour | Against | Abstain from voting |
| 8. | Adoption of the financial statements |  |  |  |
| 9. | Use of the profit shown on the balance sheet and resolution on the payment of dividend |  |  |  |
| 10. | Resolution on discharging the Board members and the Managing Director from liability |  |  |  |
| 11. | Reviewing the Remuneration Policy for Governing Bodies |  |  |  |
| 12. | Resolution on the Board members' remuneration and the basis for reimbursement of their expenses |  |  |  |
| 13. | Resolution on the Auditor's fee and the basis for reimbursement of expenses |  |  |  |
| 14. | Election of the Auditor |  |  |  |
| 15. | Board of Directors’ proposal on a share issue without payment (share split) and on the amendment of section 3 of the Company’s Articles of Association |  |  |  |
| 16. | Board of Directors' proposal for its authorisation to decide on the issuance of shares |  |  |  |
| 17. | Board Of Directors’ proposal for establishing a Shareholders’ Nomination Committee |  |  |  |
| 18. | Donations for charitable purposes |  |  |  |

Date       /       2020

Place

Signature \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Signature \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Name in block letters       Name in block letters

Personal ID/Business ID and name of legal person:

Phone number:

Please fill in the document and send it as an email attachment (e.g. pdf or photo) to [veli.siitonen@merilampi.com](mailto:veli.siitonen@merilampi.com), or by post to Merilampi Attorneys Ltd, Veli Siitonen, Keskuskatu 7, FI-00100 HELSINKI, Finland.

**The document must have arrived by Monday, 20 April 2020 by 12.00 noon (EET) at the latest.**