



## **PROPOSAL BY KESKO CORPORATION'S BOARD OF DIRECTORS FOR ITS AUTHORISATION TO DECIDE ON THE ACQUISITION OF OWN SHARES**

Kesco Corporation's Board of Directors proposes to the Annual General Meeting to be held on 4 April 2016 that the Board of Directors be authorised to decide on the acquisition of the Company's own B shares on the following conditions:

### **1. Maximum number of shares to be acquired**

Under the authorization, the Board of Directors is entitled to decide on the acquisition of a maximum of 1,000,000 own B shares of the Company.

### **2. Acquisition method and consideration paid for shares**

B shares are acquired with the Company's distributable unrestricted equity, not in proportion to the shareholdings of shareholders, but at the market price quoted in public trading organised by Nasdaq Helsinki Ltd ("the exchange") at the date of acquisition. The shares are acquired and paid in accordance with the rules of the exchange. The acquisition of own shares reduces the amount of the Company's distributable unrestricted equity.

### **3. Purpose of acquisition**

B shares are acquired for use in the development of the Company's capital structure, to finance possible acquisitions, capital expenditure and/or other arrangements within the scope of the Company's business operations, and to implement the Company's commitment and incentive scheme.

### **4. Other conditions and validity**

The Board of Directors makes decisions concerning any other issues related to the acquisition of own B shares.

The authorisation is valid until 30 September 2017.

Helsinki, 2 February 2016

KESKO CORPORATION  
Board of Directors