

**PROPOSAL OF THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS FOR
THE ELECTION OF AUDITOR**

The Audit Committee of the Board of Directors proposes to the Annual General Meeting of shareholders of UPM-Kymmene Corporation to be held on 7 April 2011 that PricewaterhouseCoopers Oy, authorised public accountants, be re-elected as the Company's auditor for the new term that will continue until the end of the next Annual General Meeting. PricewaterhouseCoopers Oy has notified the Company that Authorised Public Accountant Juha Wahlroos would continue to be as the auditor in charge.

Helsinki, 2 February 2011

AUDIT COMMITTEE OF THE BOARD OF DIRECTORS