

## **PROXY FORM**

### **Annual General Meeting of UPM-Kymmene Corporation 2020**

I/We hereby authorise, attorney-at-law at Hannes Snellman Attorneys Ltd, Henrik Hautamäki, or his order, to represent me/us and, if needed, to vote on my/our behalf for all my/our shares in accordance with the below voting instructions, at the Annual General Meeting of UPM-Kymmene Corporation (business identity code 1041090-0) on 31 March 2020.

Place and date:

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Signature(s):

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Name (in capital letters) / Name of the legal person and its authorised signatory:

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Personal identification number / business identity code:

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Telephone number (daytime):

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When you have completed and signed this proxy form, please return it by e-mail at [notifications@upm.com](mailto:notifications@upm.com) or by ordinary mail with the address UPM-Kymmene Corporation, Legal Function, PO Box 380 (Alvar Aallon katu 1), FI-00101 Helsinki, Finland.

## **Voting instructions**

Name of shareholder (in capital letters):

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To direct your proxy representative to vote with respect to the proposed resolutions, please indicate the manner in which your proxy representative is to vote by checking (X) the appropriate box below.

**If you do not check any boxes below, your proxy representative will vote FOR the decision proposals contained in the notice to the Annual General Meeting.**

When using this proxy form, a shareholder who has instructed a proxy representative to vote against a decision proposal or abstain from voting does not demand a full vote count to be carried out if required support for a decision can be determined otherwise at the meeting. A shareholder who has issued a proxy may not be able to exercise a right under the Finnish Companies Act to request information or a vote in the meeting.

|     | <b>Resolution item</b>  | <b>For</b>               | <b>Against</b>           | <b>Abstain</b>           |
|-----|---|--------------------------|--------------------------|--------------------------|
| 7.  | Adoption of the Financial Statements  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 8.  | Resolution on the use of the profit shown on the balance sheet and the payment of dividend                    | <input type="checkbox"/> |                          | <input type="checkbox"/> |
| 9.  | Resolution on the discharge of the members of the Board of Directors and the President and CEO from liability | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 10. | Adoption of the Remuneration Policy   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 11. | Resolution on the remuneration of the members of the Board of Directors                                       | <input type="checkbox"/> |                          | <input type="checkbox"/> |
| 12. | Resolution on the number of members of the Board of Directors   | <input type="checkbox"/> |                          | <input type="checkbox"/> |
| 13. | Election of members of the Board of Directors   | <input type="checkbox"/> |                          | <input type="checkbox"/> |
| 14. | Resolution on the remuneration of the auditor   | <input type="checkbox"/> |                          | <input type="checkbox"/> |
| 15. | Election of the auditor   | <input type="checkbox"/> |                          | <input type="checkbox"/> |
| 16. | Authorising the Board of Directors to decide on the issuance of shares and special rights entitling to shares | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 17. | Authorising the Board of Directors to decide on the repurchase of the Company's own shares                    | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 18. | Authorising the Board of Directors to decide on charitable contributions                                      | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |