

ANNUAL GENERAL MEETING 14 APRIL 2020

SHAREHOLDERS NOMINATION COMMITTEE'S PROPOSALS TO THE ANNUAL GENERAL MEETING

REMUNERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS

The Shareholders' Nomination Committee proposes that the remuneration of the members of the Board of Directors is proposed to be given in a combination of Lehto Group Plc shares and cash. The yearly remuneration that would be paid in such a way would remain the same as last year:

- Chairman of the Board of Directors EUR 69,000
- Deputy Chairman and members of the Board of Directors EUR 34,500

The remuneration of the members of the Board of Directors shall be made in Lehto Group Plc shares and in cash, with approximately 40 per cent of the remuneration paid in shares and the remainder in cash. The Members of the Board of Directors shall be given either shares that are in the Company's possession or alternatively the shares shall be acquired from the regulated market (Nasdaq Helsinki Ltd) at a price determined by public trading, in the name and on behalf of the Member of the Board of Directors. The shares shall be acquired as soon as possible from the Annual General Meeting accepting the proposal.

The amount of the shares to be transferred from the Company's possession would be calculated by dividing the remuneration determined based on the medium rate of a share during the ten following banking days from the Annual General Meeting accepting the proposal and rounding the amount down to the next whole number.

The Members of the Board shall not dispose such shares during his/her membership or before six months has passed from the expiry of the said membership.

Shall the member of the Board of Directors notify the CFO of the Company within three banking days from the Annual General Meeting, in writing, that he/she shall abstain from accepting the Lehto Group Plc shares, the remuneration shall be paid entirely in cash. The yearly remuneration that would be paid in such case would remain the same as last year:

- Chairman of the Board of Directors EUR 55,200
- Deputy Chairman and members of the Board of Directors EUR 27,600

The attendance fee for the members of the Board of Directors for each Board meeting attended by the member, with the exception of meetings held via telephone or email, would remain the same as last year:

- Chairman of the Board of Directors EUR 1,500
- Deputy Chairman and members of the Board of Directors EUR 750

The attendance fee for the members of the committees of the Board of Directors for each committee meeting attended by the member, with the exception of meetings held via telephone or email, would remain the same as last year:

- Chairman of the committee EUR 600
- Members of the committee EUR 400

Reasonable travel expenses caused by Board meetings or committee meetings is proposed to be paid in accordance with the instructions of the tax authority. The per diem allowances are included in the attendance fee.

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DECIDING THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS

The Shareholders' Nomination Committee proposes that the number of Board members is five (5).

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SHAREHOLDERS NOMINATION COMMITTEE'S PROPOSALS TO THE ANNUAL GENERAL MEETING

ELECTING THE BOARD OF DIRECTORS

The Shareholders' Nomination Committee proposes that, at their consent, the following persons should be re-elected as members: Mikko Räsänen, Anne Korhikoski and Seppo Laine. Martti Karppinen and Pertti Korhonen have announced that they will not be available for re-election due to time constraints.

At their consent, as the new members of the Board of Directors the Shareholders' Nomination Committee proposes Helena Säteri and Raimo Lehtiö.

Helena Säteri

Helena Säteri has graduated from the Helsinki University of Technology from the department of Machine engineering as a Master of Science in Technology and has worked within construction for 40 years, been engaged with board work for more than 15 years and acted in the state's corporate governance for more than 10 years. Prior to her retirement on 31 January 2020 she held the position of a Director General of the Ministry of the Environment.

During her career Mrs. Säteri has been responsible for developing the Building Code and for implementing the relevant EC directives in Finland. She has also been executing the housing politics designed by the government and directing the social housing production and its financing via The Housing Finance and Development Centre of Finland and Municipality Finance. Furthermore, she has been involved guiding the use of land and zoning, confirming regional zoning and the drafting of state agreements regarding use of land, housing and traffic (MAL agreements). During the last year she has headed the working committee aiming to revise the Land use and Building act.

"I have always been interested in sustainable development of the society. I have worked with e.g. building's indoor air, energy and material efficiency, prevention of homelessness, planning of land use, and digitalisation. I see that the innovative and sustainable resolution of these challenges and possibilities will bring a competitive edge."

Raimo Lehtiö

Raimo Lehtiö is a Master of Science in Technology (Industrial Engineering and Management) and an MBA, a graduate of the Helsinki University of Technology. During the past twenty years he has held the position of Managing Director in various companies where he has successfully promoted the growth of the companies and assisted the companies to become established into new markets. During his career Mr. Lehtiö has acted in directorial positions in groups such as ABB and Scania and his latest position has been a Managing Director of Scania South Africa (Pty) Ltd.