

**Resolution on the use of the profit shown on the balance sheet
and the payment of dividend**

The Board of Directors proposes to the Annual General Meeting that a dividend of EUR 0.17 be paid for each share. The dividend shall be paid to shareholders registered on the record date as a shareholder in the Company's shareholders' register maintained by Euroclear Finland Ltd. The Board of Directors proposes that the record date for the dividend payment be 30 April 2012 and the payment date be 8 May 2012.

16 February 2012
Board of Directors

Resolution on the remuneration of the members of the Board of Directors

In accordance with the recommendation given by the Board of Directors' Nomination Committee, representing over two thirds of the voting rights in HKScan Corporation, the Board of Directors proposes to the Annual General Meeting that the annual remuneration payable to the members of the Board of Directors to be elected for the next term of office remains unchanged from 2011 and is as follows: EUR 21,000 to Board member, EUR 25,800 to Vice Chairman of the Board and EUR 51,600 to Chairman of the Board. To Chairmen of the Board committees (Audit, Nomination and Compensation Committee) a new annual remuneration of EUR 4,800 is proposed. In addition, a compensation of EUR 500 per meeting is proposed for attendance at Board and Board committee meetings. Travel expenses will be compensated according to company travel policy.

21 March 2012

Board of Directors

HKScan Corporation

Resolution on the number of members of the Board of Directors

In accordance with the recommendation given by the Board of Directors' Nomination Committee, representing over two thirds of the voting rights in HKScan Corporation, the Board of Directors proposes to the Annual General Meeting that the number of members of the Board of Directors be six (6).

Election of members of the Board of Directors

In accordance with the recommendation given by the Board of Directors' Nomination Committee, representing over two thirds of the voting rights in HKScan Corporation, the Board of Directors proposes to the Annual General Meeting that the current Board members Juha Kylämäki, Niels Borup, Tero Hemmilä and Henrik Treschow be re-elected for a further term of office and that Gunilla Aschan and Teija Andersen be elected as new members of the Board of Directors.

Gunilla Aschan, M.Sc. (Agriculture, econ.) is a farm and forestry entrepreneur and a beef producer from Linköping in Southeast Sweden. She is also manager, Farm & Forest at Nordea Sweden in Linköping. Ms Aschan is a member of the Boards of Directors of Sveriges Djurbönder ek. för. and Hushållningsällskapet Östergötland.

Teija Andersen, M.Sc. (Agr. & For.) is currently CEO of Adviso TMA Oy. Ms Andersen has extensive experience in the food sector. Between 1985 and 2011 she worked at Oy Karl Fazer Ab, most recently serving as managing director of Fazer Amica Oy between 2003 and 2007 and as SVP, Strategic Marketing, Brands and R&D between 2009 and 2011. In addition, she is currently a member of the Boards of Directors of Technopolis Plc, Palette Oy, Diacor Oy and Are Oy.

21 March 2012

Board of Directors

Resolution on the remuneration of the auditor

In accordance with the recommendation given by the Board of Directors' Audit Committee, the Board of Directors proposes to the Annual General Meeting that the remuneration of the auditor be paid according to the auditor's invoice accepted by the company.

Election of auditor

In accordance with the recommendation given by the Board of Directors' Audit Committee, the Board of Directors proposes to the Annual General Meeting that PricewaterhouseCoopers Oy, an audit firm chartered by the Central Chamber of Commerce, with APA Johan Kronberg as responsible auditor, and APA Petri Palmroth be elected as the Company's auditors until the close of the next Annual General Meeting, and that APA Mika Kaarisalo and APA Jari Viljanen be elected as deputy auditors.

21 March 2012

Board of Directors

Proposal of the Board of Directors on authorizing the Board of Directors to decide on share issue as well as option rights and other special rights entitling to shares

The Board of Directors proposes that the Annual General Meeting authorizes the Board of Directors to decide on share issue as well as issue of option rights and other special rights entitling to shares, pursuant to Chapter 10 of the Companies Act as follows:

The shares issued under the authorization are new Series A shares of the Company. Under the authorization, a maximum of 2,500,000 Series A shares, which corresponds to approximately 4.50 percent of all of the shares in the Company and approximately 5.00 percent of all the Series A shares in the Company, can be issued. The shares, option rights or other special rights entitling to shares can be issued in one or more tranches.

Under the authorization, the Board of Directors may resolve upon issuing new Series A shares to the Company itself without consideration. However, the Company, together with its subsidiaries, cannot at any time own more than 10 percent of all its registered shares.

The Board of Directors is authorized to resolve on all terms for the share issue and granting of the special rights entitling to shares. The Board of Directors is authorized to resolve on a directed share issue and issue of the special rights entitling to shares in deviation from the shareholders' preemptive right. A directed share issue always requires a weighty economic reason for the Company and the authorization may not be utilized inconsistently with the principle of equal treatment of shareholders.

The authorization to issue new shares, options as well as other instruments entitling to shares is proposed in order to enable the Board of Directors to decide flexibly on capital markets transactions that are beneficial for the Company, such as securing the financing needs of the Company or implementing acquisitions. In addition the authorization may be used in order to implement share based incentive arrangements directed to the management of the company and the group companies.

The authorization shall be effective until 30 June 2013.

The authorization revokes authorization granted on 27 April 2011 by the Annual General Meeting to the Board of Directors to resolve on an issue of shares, options as well as other instruments entitling to shares.

21 March 2012

Board of Directors

Proposal of the Board of Directors to authorize the Board of Directors to decide on the transfer of the Company's own shares

The Board of Directors proposes that the Annual General Meeting authorizes the Board of Directors to decide on the transfer of the Company's own shares as follows:

Under the authorization, a maximum of 2,500,000 Series A Shares, which corresponds to approximately 4.50 percent of all of the shares in the Company and approximately 5.00 percent of all the Series A shares in the Company, can be transferred. The Company's own shares may be transferred in one or several tranches. The Board of Directors decides on all the conditions of the transfer of own shares.

The transfer of the Company's own shares may be carried out in deviation from the shareholders' pre-emptive right, provided that there is weighty financial reason for the Company to do so. The Board of Directors can act on this authorization in order to grant option rights and special rights entitling to shares, pursuant to Chapter 10 of the Companies Act. The authorization can also be used for incentive arrangements.

For the avoidance of doubt, the proposed authorization does not invalidate any other possible authorization decided in this meeting.

The authorization shall be effective until 30 June 2013.

21 March 2012

Board of Directors

Proposal of the Board of Directors on authorizing the Board of Directors to decide on the purchase of the Company's own Series A shares and/or on the acceptance Company's own Series A shares as pledge

The Board of Directors proposes to the Annual General Meeting that the Board of Directors be authorized to decide on the purchase of the Company's own Series A shares and/or on the acceptance the Company's own Series A shares as pledge as follows:

The aggregate number of own Series A shares to be acquired and/or accepted as pledge shall not exceed 2,500,000 Series A shares in total, which corresponds to approximately 4.50 percent of all of the shares in the Company and approximately 5.00 percent of all the Series A shares in the Company. However, the Company together with its subsidiaries cannot at any moment own and/or hold as pledge more than 10 percent of all the shares in the Company.

The Company's own Series A shares may be purchased on the basis of the authorization only by using non-restricted equity which consequently reduces the amount of the funds available for distribution of profits. The Company's own Series A shares may be purchased for a price quoted in public trading on the purchase day or for a price otherwise determined by the market.

The shares may be purchased under the proposed authorization in order to develop the capital structure of the Company. In addition, the shares may be repurchased under the proposed authorization in order to finance or carry out acquisitions or other arrangements, as a part of incentive schemes or to be transferred for other purposes, or to be cancelled.

The Board of Directors shall resolve upon the method of purchase. Among other means, derivatives may be utilized in purchasing the shares. The shares may be purchased in a proportion other than that of the shares held by the shareholders (directed purchase). A directed purchase of the Company's own shares always requires a weighty economic reason for the Company and the authorization may not be utilized inconsistently with the principle of equal treatment of shareholders.

The authorization is effective until 30 June 2013.

The authorization revokes that granted on 27 April 2011 by the Annual General Meeting to the Board of Directors to acquire the company's own Series A shares.

21 March 2012

Board of Directors