

Kemira Oyj: Proposals of the Nomination Board to the Annual General Meeting 2013

The Nomination Board proposes to the Annual General Meeting of Kemira Oyj that five members (previously six) be elected to the Board of Directors and that the present members Winnie Fok, Juha Laaksonen, Jari Paasikivi, Kerttu Tuomas and Jukka Viinanen be re-elected as members of the Board of Directors. The Nomination Board proposes Jukka Viinanen to be re-elected as the Chairman of the Board of Directors and Jari Paasikivi to be re-elected as the Vice Chairman.

The Nomination Board proposes to the Annual General Meeting that the remuneration paid to the members of the Board of Directors will remain unchanged, except that the annual fee payable to the Chairman of the Audit Committee, when he is not the Chairman or Vice Chairman of the Board of Directors, is proposed to be increased to EUR 45,000 from EUR 36,000 payable to the other members of the Board of Directors. The reason for this proposal is the big workload of the Chairman of the Audit Committee.

The remuneration paid to the members of the Board of Directors would thus be as follows. The annual fees: for the Chairman EUR 74,000 per year, for the Vice Chairman and the Chairman of the Audit Committee EUR 45,000 per year and for the other members EUR 36,000 per year. A fee payable for each meeting of the Board of Directors and the Board Committees would be for the members residing in Finland EUR 600, for the members residing in rest of Europe EUR 1,200 and for the members residing outside Europe EUR 2,400. Travel expenses are proposed to be paid according to Kemira's travel policy.

In addition, the Nomination Board proposes to the Annual General Meeting that the annual fee be paid as a combination of the company's shares and cash in such a manner that 40% of the annual fee is paid with the company's shares owned by the company or, if this is not possible, shares purchased from the market, and 60% is paid in cash. The shares will be transferred to the members of the Board of Directors and, if necessary, acquired directly on behalf of the members of the Board of Directors within two weeks from the release of Kemira's interim report January 1 - March 31, 2013. The meeting fees are proposed to be paid in cash.

The Nomination Board has consisted of the following representatives: Pekka Paasikivi, Chairman of the Board of Oras Invest Oy as the Chairman of the Nomination Board; Kari Järvinen, Managing Director of Solidium Oy; Risto Murto, Executive Vice President, Varma Mutual Pension Insurance Company and Timo Ritakallio, Deputy CEO, Ilmarinen Mutual Pension Insurance Company as members of the Nomination Board and Jukka Viinanen, Chairman of Kemira's Board of Directors as an expert member.

For more information, please contact

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improves customers' energy, water, and raw material efficiency. Kemira's vision is to be a leading water chemistry company.

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