

## PROPOSAL OF THE NOMINATION BOARD OF THE GENERAL MEETING ON THE NUMBER AND REMUNERATION OF MEMBERS OF THE BOARD OF DIRECTORS AND THEIR ELECTION

The Nomination Board of the General Meeting of Metso Corporation proposes to the Annual General Meeting that the number of members of the Board of Directors shall be seven.

Proposal on the election of members of the Board of Directors

The Nomination Board of the General Meeting proposes that the following individuals be re-elected members of the Board of Directors: Jukka Viinanen, Mikael von Frenckell, Christer Gardell, Ozey K. Horton, Jr., Erkki Pehu-Lehtonen, and Pia Rudengren. The Nomination Board of the General Meeting further proposes that Eeva Sipilä be elected as a new member of the Board of Directors. The Nomination Board of the General Meeting proposes that Jukka Viinanen be elected as Chairman of the Board of Directors and Mikael von Frenckell as Vice-Chairman of the Board of Directors. According to Section 4 of the Articles of Association the term of office of a member of the Board of Directors expires at the end of the first Annual General Meeting following the election.

Eeva Sipilä, M.Sc. (Econ), CEFA, b. 1973, is the Chief Financial Officer (CFO) of Cargotec Corporation since 2008. She is a Board member of Basware Corporation since 2010. Eeva Sipilä has worked for Cargotec since 2005, prior to her current role she was Senior Vice President, Investor Relations and Communications during 2005-2008. During 2002-2005 she worked for Metso Corporation as Vice President, Investor Relations. Before Metso Eeva Sipilä worked as an equity analyst at Mandatum Stockbrokers, Sampo-Leonia and Leonia Bank during 1999-2002. During 1997-1998 she worked as an associate consultant at Arkwright AB in Sweden.

Proposal on the remuneration of members of the Board of Directors

The Nomination Board of the General Meeting proposes to the General Meeting that the members of the Board of Directors to be elected for a term of office ending at the end of the Annual General Meeting of the year 2013 be paid the following annual remuneration: to the Chairman of the Board of Directors EUR 100,000; to the Vice-Chairman of the Board of Directors and the Chairman of the Audit Committee EUR 60,000; and to the other members of the Board of Directors EUR 48,000 each. The Nomination Board furthermore proposes that for each meeting of the Board of Directors or the committees of the Board of Directors a fee of EUR 700 is paid to the members of the Board that reside in the Nordic countries, a fee of EUR 1,400 is paid to the members of the Board that reside in other European countries and a fee of EUR 2,800 is paid to the members of the Board that reside outside Europe. The Nomination Board of the General Meeting proposes that as a condition for the annual remuneration the members of the Board of Directors are obliged, directly based on the General Meeting's decision, to use 40% of the fixed annual remuneration for purchasing Metso Corporation shares from the market at a price formed in public trading and that the purchase will be carried out within two weeks from the publication of the interim review for the period 1 January 2012 to 31 March 2012.

Personnel representation

In addition the Nomination Board notes that also during the commencing term of office a personnel representative will participate as an invited expert in meetings of the Board of Directors within the limitations imposed by the Finnish Act on Personnel Representation in the Administration of Undertakings.