

BIOHIT OYJ REMUNERATION POLICY

Introduction

This remuneration policy contains the remuneration principles and practices for Biohit Oyj's members of the Board of Directors and President & CEO. Similarly, it presents the key principles concerning the remuneration of the company's other management and personnel.

The objectives of the company's remuneration policy are to support the implementation of the company strategy and to improve its competitiveness and long-term financial success. It also aims to contribute to the positive development of shareholder value and commit the company's Board of Directors, President & CEO, the other management and personnel to the company's goals in the long term.

The Board of Directors approves the remuneration policy and is responsible for its implementation. The Board of Directors continuously assesses the remuneration policy in order to ensure that the policy is in line with the company strategy and that it rewards the achieved results. Furthermore, the Board of Directors oversees the implementation of the remuneration policy and ensures that the rewards are in line with the company's remuneration policy, labour legislation and collective agreements as well as other compelling regulations and applicable recommendations.

Biohit Oyj's remuneration policy is presented in the company's Annual General Meeting every four years at a minimum as well as whenever significant amendments to the policy are proposed. A remuneration report is presented every year at the company's Annual General Meeting.

Decision-making procedure concerning remuneration

The Board of Directors processes all the matters belonging to it. Setting up committees or a supervisory board has not been considered to be necessary due to the company's small size and in order to ensure operational efficiency.

Shareholders decide at the General Meeting whether they support the presented remuneration policy.

The Board of Directors evaluates the needs to amend the remuneration policy based on the decisions taken and opinions stated at the General Meeting. If the General Meeting does not approve the remuneration policy presented by the Board of Directors, a revised remuneration policy shall be presented at the following Annual General Meeting, at the latest.

The Annual General Meeting decides on the remuneration of the Board of Directors every year based on the proposal by the Board of Directors, and the Board of Directors decides on the remuneration of the President & CEO. The President & CEO may not be present at the meeting of the Board of Directors when the Board of Directors discusses the remuneration of the President & CEO.

A remuneration report on the actual remuneration is presented to the General Meeting yearly.

The company may make non-material amendments to the remuneration policy without presenting them to the Annual General Meeting. When the remuneration policy is amended, the Board of Directors shall describe the material changes and the General Meeting shall decide on the amended remuneration policy as presented by the Board of Directors.

Key principles of remuneration

Biohit Oyj strives to remunerate its management and personnel in a way that encourages and commits them to promoting the company strategy and create shareholder value. The rewards and the remuneration trends are evaluated based on the company's success, the general economic situation and the industry's remuneration practices. Performance-based remuneration in addition to fixed pay is one key remuneration principle. Another essential aspect is the total remuneration of the management and personnel. Biohit Oyj's means of remuneration are as follows:

- Annual base pay
- Performance bonuses
- Long-term incentive plan
- Other financial benefits

Remuneration of the members of the Board of Directors

The remuneration paid to Biohit Oyj's members of the Board of Directors is confirmed by the Annual General Meeting. Each year, the Annual General Meeting decides on the remuneration paid to the chair of the Board of Directors and the other members of the Board of Directors.

If a member of the Board of Directors has an employment contract or a service contract with the company, they will receive the normal salary based on the employment or service relationship.

President & CEO

The Board of Directors confirms the President & CEO's remuneration and the terms of their service contract. The President & CEO's period of notice and their pay for the notice period are determined based on the CEO contract. The CEO contract shall be prepared such that it corresponds to the industry practices valid at the time of making the contract.

The President & CEO participates in the performance bonus plan which is based on the realisation of yearly targets. Biohit Oyj's Board of Directors annually sets and approves the financial targets for the President & CEO. These targets are mainly based on the company's net sales and earnings targets. The maximum amount of performance bonuses is 50% of the yearly salary.

If the company's financial standing changes, the Board of Directors can exceptionally decide on not paying any bonuses for the fiscal year in question.

Biohit's Board of Directors confirms the basis for Management Team members' performance bonuses primarily as concerns the President & CEO.

Pension arrangements

The President & CEO's remuneration does not include any plans that differ from statutory pension benefits.

Shares, options or other special rights entitling to shares

According to the Limited Liability Companies Act, the General Meeting or, with authorisation from the General Meeting, the Board of Directors decides on the granting of shares, options or

other special rights entitling to shares. When shares, options or other special rights entitling to shares are granted as part of remuneration, this will take place subject to the remuneration policy.

The company may use shares or options for the remuneration of the company's Board of Directors, President & CEO, management or key personnel in order to meet its strategic targets.

Targets are set for promoting long-term shareholder value creation.

In accordance with the Limited Liability Companies Act, share-based incentive plans may involve restrictions concerning the transfer of shares, recommendations or contractual obligations to own a specific number of shares in a specific period.

Deviating from the remuneration policy

The company may only deviate from the remuneration policy presented to the General Meeting if it is estimated that the meeting of the company's

long-term targets and the implementation of its strategy would be otherwise jeopardised. The deviation may apply to all the components of remuneration.

The General Meeting decides on deviations from the Board of Directors' remuneration and the Board of Directors decides on deviations from the President & CEO's remuneration.

The possibility to deviate from the remuneration policy is only intended to be used under exceptional circumstances. A deviation may be considered particularly in the following situations:

- Appointing a new President & CEO
- Significant corporate transaction
- Changes in legislation, taxation or regulations
- Significant change in the company's strategy

The changes may concern the remuneration elements and other key provisions applicable to the employment relationship or manager contract as well as incentive plans' structures, mechanisms, periods, earnings criteria and earning opportunities depending on what is considered necessary in order to ensure the development of the long-term value of Biohit.

The Board of Directors will carefully consider any deviations from the remuneration policy and openly communicate them to the shareholders no later than in the following remuneration report that is discussed in the following Annual General Meeting.