

RUUKKI GROUP PLC

ANNUAL GENERAL MEETING ON 11 MAY 2011

THE PROPOSAL OF THE NOMINATION COMMITTEE TO THE ANNUAL GENERAL MEETING FOR AUTHORISING THE BOARD OF DIRECTORS TO DECIDE UPON DIRECTED FREE SHARE ISSUE TO THE BOARD MEMBERS

The Nomination Committee proposes to the Annual General Meeting that the Board of Directors be authorised to decide to issue a maximum of 460,000 new shares or shares from the Company's treasury shares, by a directed free issue to the members of the Board of Directors as follows.

Based on the authorisation the Board may decide to issue 80,000 shares to the Vice Chairman of the Board of Directors and the Chairman of the Audit Committee each and 60,000 shares to each of the other Board members.

Based on the authorisation the shares will be issued free of charge and, as the shares will form an essential part of the remuneration package for the Board of Directors, the requirements set forth in the Finnish Companies Act for issuing the shares on a non pre-emptive basis are fulfilled.

The shares may be issued immediately after the Annual General Meeting.

The Board of Directors proposes that the authorisation is valid two (2) years following the Annual General Meeting.

ESPOO ON 15 APRIL 2011

RUUKKI GROUP PLC

BOARD OF DIRECTORS

This document is based on a translation into English of a document written in Finnish. In case of any discrepancies, inconsistencies or inaccuracies, the Finnish version shall prevail.