# POWER OF ATTORNEY

**Ponsse Plc’s Annual General Meeting 2020**

As a shareholder/shareholders of Ponsse Plc (business ID: 0934209-0), I/we authorise legal counsel Jaana Tervakoski from Asianajotoimisto Kääriäinen Oy or a representative appointed by her to represent me/us and exercise my/our right to speak and vote at Ponsse Plc’s Annual General Meeting of 27 May 2020 on my/our behalf using all my/our shares in accordance with the voting instructions below.

Place and date:

Signature(s):

Name in print of shareholder/name of legal person and their representative:

Business ID/personal identity code of shareholder:

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Daytime telephone number:

E-mail address:

Completed and signed powers of attorney are to be sent in image or PDF format via email to tanja.kyllonen@ponsse.com or by post to Ponsse Plc, Share Register, Ponssentie 22, 74200 Vieremä. Powers of attorney are to be sent before the end of the registration period by 4:00 p.m. on 17 May 2020. Powers of attorney sent by post must also be received before the end of the registration period.

**Voting instructions**

Name of shareholder (name in print):

To give voting instructions to your representative, please tick (X) the sections below.

## If you do not tick the following sections, your representative will vote in favour of the proposals presented in the notice of the AGM.

By issuing this power of attorney, a shareholder, who has instructed their representative to vote against a proposed decision or to withhold from voting, does not require all votes to be counted if the majority vote can be determined otherwise at the meeting.

If a proposal presented in the notice changes at the AGM, your representative will not vote on the changed proposal.

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| --- | --- | --- | --- | --- |
|  | **Decision** | **For** | **Against** | **I withhold from voting** |
| 10. | Confirming the financial statements and the consolidated financial statements | ☐ | ☐ | ☐ |
| 11. | Payment of dividend | ☐ |  | ☐ |
| 12. | Deciding on the discharge from liability for the members of the Board of Directors and the President and CEO | ☐ | ☐ | ☐ |
| 13. | The company’s remuneration policy | ☐ | ☐ | ☐ |
| 14. | Deciding on fees for Board members and the auditor | ☐ |  | ☐ |
| 15. | Deciding on the number of Board members | ☐ |  | ☐ |
| 16. | Electing the members of the Board of Directors | ☐ |  | ☐ |
| 17. | Electing the auditor for 2020 | ☐ |  | ☐ |
| 18. | Proposal for authorising the Board of Directors to acquire treasury shares | ☐ | ☐ | ☐ |
| 19. | Proposal for authorising the Board of Directors to decide on share issues by assigning the treasury shares | ☐ | ☐ | ☐ |
| 20. | Proposal for authorising the Board of Directors to decide on share issues | ☐ | ☐ | ☐ |
| 21. | Payment of profit bonuses to personnel | ☐ | ☐ | ☐ |