

PROPOSALS BY THE BOARD OF DIRECTORS, ITS COMMITTEES AND THE SHAREHOLDERS' NOMINATION COMMITTEE OF CRAMO PLC TO THE ANNUAL GENERAL MEETING OF SHAREHOLDERS ON 28 MARCH 2018

1 RESOLUTION ON THE USE OF THE PROFIT SHOWN ON THE BALANCE SHEET AND THE PAYMENT OF DIVIDEND

The Board of Directors proposes to the Annual General Meeting of Shareholders that a dividend of EUR 0.85 per share be paid for the financial year 1 January – 31 December 2017.

The dividend will be paid to shareholders registered in the shareholders' register of the Company held by Euroclear Finland Ltd on the record date of the dividend payment, 3 April 2018. The dividend will be paid on 10 April 2018.

2 RESOLUTION ON THE REMUNERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS AND REIMBURSEMENT OF TRAVEL EXPENSES

The Shareholders' Nomination Committee proposes to the Annual General Meeting that the remuneration of the Board of Directors be raised, as it has remained unchanged since 2011, and that the Chairman of the Board be paid EUR 85,000 per year (previously EUR 70,000) and the other members of the Board EUR 37,500 (previously EUR 35,000) per year.

It is proposed that the remuneration is paid in cash and that the Board of Directors adopt a policy on Board member share ownership. The policy should entail that Board members, who do not already have such a holding of Cramo shares, are under a four-year (4) period from the start of their directorship expected to acquire Cramo shares to a total market value which equal at least one year's Board fees before taxes, excluding any Committee compensation. The Nomination Committee will as part of its process annually follow up on the Board members' shareholding and evaluate if it is according to the policy.

In addition, the Nomination Committee proposes that all Board members would be entitled to a compensation of EUR 1,000 per attended meeting of the Audit and Remuneration Committees and EUR 500 per attended meeting of the M&A Committee, which is expected to be established in 2018. Further it is proposed that the member of the Board elected in the position of Chairman of the Audit Committee would receive an additional compensation of EUR 5,000 per year. Reasonable travel expenses will be refunded in accordance with an invoice.

3 RESOLUTION ON THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS

The Shareholders' Nomination Committee proposes that the number of members of the Board of Directors be confirmed as seven (7) ordinary members.

4 ELECTION OF THE MEMBERS OF THE BOARD OF DIRECTORS

The Shareholders' Nomination Committee proposes that, in accordance with their consents, the following current members of the Board be re-elected: Perttu Louhiluoto, Peter Nilsson, Joakim Rubin, Veli-Matti Reinikkala, Raimo Seppänen and Caroline Sundewall, and that AnnaCarin Grandin be elected as new Board member, all to serve

for a term ending at the end of the Annual General Meeting 2019. Of the current members of the Board Erkki Stenberg has announced that he will not be available for re-election.

The curricula vitae of the proposed members of the Board of Directors are available on the Internet at www.cramogroup.com.

5 RESOLUTION ON THE REMUNERATION AND THE NUMBER OF AUDITORS

The Audit Committee of the Board of Directors proposes that the Auditors be paid reasonable remuneration in accordance with the invoice approved by the Company. The Audit Committee of the Board of Directors proposes that one (1) Auditor shall be elected.

6 ELECTION OF AUDITOR

The Audit Committee of the Board of Directors proposes that the firm of authorised public accountants KPMG Oy Ab, which has appointed APA Toni Aaltonen as responsible auditor, to be appointed as Auditor to serve for a term ending at the end of the next Annual General Meeting of Shareholders. The Auditor proposed herein has given its consent for the election.

7 AUTHORISATION OF THE BOARD OF DIRECTORS TO DECIDE ON THE ACQUISITION OF COMPANY'S OWN SHARES AND/OR ON THE ACCEPTANCE AS PLEDGE OF THE COMPANY'S OWN SHARES

The Board of Directors proposes that the General Meeting of Shareholders authorises the Board of Directors to decide on the acquisition of the Company's own shares and/or on the acceptance as pledge of the Company's own shares as follows:

The amount of own shares to be acquired and/or accepted as pledge shall not exceed 4,400,000 shares in total, which corresponds to approximately 10 per cent of all of the shares in the Company. However, the Company together with its subsidiaries may not at any moment own and/or hold as pledge more than 10 per cent of all the shares in the Company. Only the unrestricted equity of the Company can be used to acquire own shares on the basis of the authorisation.

Own shares can be acquired at a price formed in public trading on Nasdaq Helsinki on the date of the acquisition or otherwise at a price formed on the market.

The Board of Directors decides how own shares will be acquired and/or accepted as pledge. Own shares can be acquired using, inter alia, derivatives. Own shares can be acquired otherwise than in proportion to the shareholdings of the shareholders (directed acquisition).

Own shares can be acquired and/or accepted as pledge to, among other things, limit the dilutive effects of share issues carried out in connection with possible acquisitions, to develop the Company's capital structure, to be transferred in connection with possible acquisitions, to be used in incentive arrangements or to be cancelled, provided that the acquisition is in the interest of the Company and its shareholders. However, not more than 400,000 shares acquired under this authorisation may be used for the incentive arrangements of the Company.

The proposed authorisation invalidates prior resolved authorisation made at the General Meeting of Shareholders regarding acquisition of the company's own shares.

The authorisation is valid until the end of the next Annual General Meeting of Shareholders, however no longer than until 30 June 2019.

8 AUTHORISATION OF THE BOARD OF DIRECTORS TO DECIDE ON SHARE ISSUE, AS WELL AS OPTION RIGHTS AND OTHER SPECIAL RIGHTS ENTITLING TO SHARES

The Board of Directors proposes that the General Meeting of Shareholders authorises the Board of Directors to decide on share issue as well as issue of option rights and other special rights entitling to shares, pursuant to Chapter 10 of the Companies Act as follows:

The shares issued under the authorisation are new or those in the Company's possession. Under the authorisation, a maximum of 4,400,000 shares, which corresponds to approximately 10 per cent of all of the shares in the Company, can be issued. The shares or other special rights entitling to shares can be issued in one or more tranches.

Under the authorisation, the Board of Directors may resolve upon issuing new shares to the Company itself. However, the Company, together with its subsidiaries, may not at any time own more than 10 per cent of all its registered shares.

The Board of Directors is authorised to resolve on all terms for the share issue and granting of the special rights entitling to shares. The Board of Directors is authorised to resolve on a directed share issue and issue of the special rights entitling to shares in deviation from the shareholders' pre-emptive right, provided that there is a weighty financial reason for the Company to do so. However, not more than 400,000 shares in total may be used for incentive arrangements.

The proposed authorisation invalidates prior resolved and registered authorisations made at the General Meeting of Shareholders regarding share issue, issuing of option rights and other special rights entitling to shares as well as transfer of the Company's own shares.

The authorisation is valid until the end of the next Annual General Meeting of Shareholders, however no longer than until 30 June 2019.

Vantaa, 8 February 2018

CRAMO PLC

The Board of Directors, its committees and the Shareholders' Nomination Committee of the Company