

PROPOSALS BY THE SHAREHOLDERS OF RESTAMAX PLC TO THE GENERAL MEETING

The shareholders representing a total of more than 52.8% of the shares and votes of Restamax Plc have announced to the Board of Directors that they will, at the Annual General Meeting on 22 April 2015, propose that the annual compensation paid to Members of the Board be set at €20,000 per annum for the Chairman and Vice-Chairman and €10,000 per annum for each Member of the Board. The aforementioned shareholders propose that separate attendance allowance or reimbursement for travelling expenses will not be paid.

The aforementioned shareholders have also announced to the Board of Directors that they will propose at the Annual General Meeting that the Board of Directors comprise six (6) members, and that the current members, Timo Laine, Petri Olkinuora, Mikko Aartio, Jarmo Viitala and Mika Niemi, be re-elected. In addition, Timo Everi will be proposed as a new Member of the Board. The proposed persons have given their consent to the appointments. The said shareholders propose that Timo Laine continue as Chairman of the Board and Petri Olkinuora continue as the Vice-Chairman.

Among the proposed Members of the Board, three (Laine, Aartio and Niemi) are dependent of the Company, so the proposed composition of the Board does not meet the recommendation 14 of the Finnish Corporate Governance Code where it indicates that more than half of the members of the Board should be independent of the Company. Furthermore, the proposed composition of the Board does not meet Recommendation 9 of the Corporate Governance Code for Listed Companies in Finland that both genders should be represented on the Board. The aforementioned shareholders justify the proposed composition of the Board with the acquisition of Rengasravintolat Group that took place during the previous financial period, and with the functional capacity of the proposed composition of the Board, taking into account the challenges posed by the company's operations and development phase.

More information about the proposed members is available on the Company website at www.restamax.fi/en/investors/general-meeting/annual-general-meeting-2015/.