

## **Proposal by the Board of Directors to authorise the Board to decide on issuance of shares**

The Board of Directors proposes that the Annual General Meeting authorise the Board to decide on issuance of shares on following conditions: According to the authorisation, a share issue can be implemented in one or more lots, and a maximum of 6,400,000 treasury shares, of which 952,000 are class A treasury shares and 5,448,000 class B treasury shares, can be issued.

The transfer of shares may be directed, i.e. otherwise than in proportion to the existing pre-emptive right of shareholders to purchase the company's treasury shares, on the condition that the distribution of shares is based on weighty financial grounds. The shares may be transferred, for example, as compensation in possible acquisitions or other arrangements, to finance acquisitions or for personnel incentive purposes. The Board of Directors also has the right to decide on the transfer of the shares in public trading on NASDAQ OMX Helsinki Ltd according to its rules and regulations.

The Board will be authorised to decide upon other conditions of the share issue, such as the price and manner of transfer of the shares.

This authorisation shall remain in effect for a period of five years from the resolution by the Annual General Meeting.

Helsinki, 7 February 2012  
Cargotec Corporation  
Board of Directors