

*Summary of Jorma Eloranta's opening speech at Stora Enso's Annual General Meeting on 4 June 2020. This speech would have been made if the meeting was organized in such a way that the shareholders and the Board of Directors were present normally at the meeting venue.*

Arvoisat Stora Enso Oyj:n osakkaat, hyvät naiset ja herrat, Ärade aktieägare, mina damer and Herrar, dear fellow shareholders, ladies and gentlemen!

In accordance with good corporate governance, I will present **the members of the Board of Directors** to our shareholders:

**Elisabeth Fleuriot** has served on our Board of Directors since April 2013. Elisabeth was first a member of the Sustainability and Ethics Committee, and then the Remuneration Committee. She started as a member of the Finance and Audit Committee following the last Annual General Meeting.

**Mikko Helander** was elected a member of our Board of Directors at our Annual General Meeting last March.

**Hock Koh**, Member of the Board since 2012, has been a member of the Sustainability and Ethics Committee since April 2017.

**Christiane Kuehne**, Member of the Board since April 2017, was elected Chair of the Sustainability and Ethics Committee last spring.

**Antti Mäkinen** has been a member of the Board since 2018 and the Remuneration Committee since 2019.

**Richard Nilsson** has been a member of the Board since 2014, the Finance and Audit Committee since 2015 and its Chair since 2016.

**Göran Sandberg** has been a member of the Board of Directors and the Sustainability and Ethics Committee since April 2017. Göran has announced that he will no longer be available for consideration for the Board of Directors of Stora Enso at this Annual General Meeting. Göran's strong insight into R&D has been very valuable to Stora Enso and its Board. On behalf of the entire Board, I warmly thank Göran for his contributions to Stora Enso. I wish Göran success in his new pursuits.

**Hans Stråberg** has been a member of the Board since 2009, member of the Remuneration Committee since March 2010, Vice Chairman and member of the Shareholders' Nomination Board since April 2017.

I have been Vice Chair of the Board of Directors since April 2016 and was elected as the Chair at the 2017 Annual General Meeting. I have also been Chair of the Remuneration Committee and a member of the Financial and Audit Committee since April 2017. I have been a member of the Shareholders' Nomination Board since April 2016.

The education, age, relevant work experience, ownership of Stora Enso's shares, and other information about each Board member are given on pages 15–16 of Stora Enso's Corporate Governance Report. All Board members are independent of the company.

The members of the Board of Directors are also independent of significant shareholders, with the exception of Antti Mäkinen (who serves as CEO of Solidium), Richard Nilsson (Investment Manager at FAM AB) and Göran Sandberg (Managing Director of a foundation owning the majority of the shares in FAM AB). Solidium and FAM are the largest shareholders in Stora Enso. Each holds approximately 27.3% of the voting rights in the company.

## **Board of Directors last year**

The Annual Report and the aforementioned Corporate Governance Report provide information on the activities of the Board of Directors. Last year, the Board of Directors exercised normal oversight over Stora Enso's operations and management and made significant strategic, investment, organizational and financial decisions.

## **A few routine statistics that contain important information**

The Board had 12 meetings last year with a 100% attendance rate, meaning that all members attended all meetings. The Finance and Audit Committee had 8 meetings, the Sustainability and Ethics Committee had 4 meetings and the Remuneration Committee preparing for the change of CEO had 10 meetings. Attendance at committee meetings was also 100%.

In my opinion, the 100% attendance of Board members at meetings reflects the Board's commitment to the company.

## **Board work priorities 2019**

We have identified three areas as being most important for the Board of Directors to focus on to bolster Stora Enso's success:

- 1) accelerating growth
- 2) improvement in efficiency and productivity; and
- 3) development of expertise and capabilities

The Board has discussed, evaluated and made decisions on many concrete matters related to these focus areas. In addition to that, the CEO has reported to the Board every month on the development of these matters.

The Board is also familiar with the Group's successor planning and has had discussions with the CEO on succession planning with the management.

Indeed, succession planning became surprisingly important last year when we heard from Karl-Henrik Sundström of his desire to step down as CEO.

Kalle started as CFO in 2012 and became CEO in 2014. It is no exaggeration to say that during Kalle's term, Stora Enso became a leading company in sustainability. Our continuous innovation and other work have shown that fossil-based materials can be replaced by sustainable wood-based products. We are now The Renewable Materials Company. In this way, we can contribute in the fight against global warming. I would also like to thank Kalle Sundström for his valuable leadership in Stora Enso.

## **Election of the CEO**

Under normal circumstances, the election of the CEO is the most important single decision of the Board. That is why in Stora Enso, the Board has carefully considered successor planning, including for the CEO, even though we did not have any information that the issue would become topical last year. As a result of our strategy work, we had determined in writing the qualities we would need from the next CEO and agreed on a process that would ensure that we would select the best person for the job. We want Stora Enso to continually innovate, pursue growth targets and develop the productivity of our business, and expect the CEO to have strong leadership and the ability to engage Stora Enso enthusiastically.

We used an external recruitment consultant, who in the first instance suggested hundreds of people who were to some extent fit for the profile we had defined. We chose about 30 internal and external candidates in the so-called long list. Several of these were interviewed. In the final round, we explored the references, background and personality as a leader of the most interesting people before the final round of interviews.

Consequently, the Board unanimously came to the conclusion that Annica Bresky is the best person to run Stora Enso. She started on 1 December as President and CEO.

I will shortly present Annica, and why we think that she is an excellent President and CEO for Stora Enso. Annica brings extensive experience of our industry and has a solid business background. She has a proven track record of driving growth and operational excellence and has a strong focus on customers and innovations. In 2017, she became the Head of our Consumer Board division, now Packaging Materials division, but she has also previously worked for Stora Enso for around ten years. We also find it positive that Annica has gained experience from other companies in our industry, as President and CEO of Iggesund Paperboard and as Managing Director of BillerudKorsnäs Karlsborg.

She has very suitable education for the position: a MSc degree in engineering and an executive MBA degree. Annica is 44 years of age, married and they have a teen aged son.

I had the pleasure of meeting with Annica well over 10 years ago for the first time when she was the key contributor in Stora Enso's Kvarnsveden paper machine 12 project. The machine was delivered by Metso, where I was the CEO at the time. Annica was a tough lady even back then from a supplier's perspective.

Now that we have been able to follow Annica's role in this new role for more than six months, the Board is of the opinion that Stora Enso has an excellent President and CEO who, along with her team, will achieve much in the years to come.

### **Self-assessment**

The Board of Directors has continued its efforts to develop policy. The Board and each of its committees have conducted an anonymous self-assessment of their work. The Nomination Board has been provided with the results of the Board's self-assessment and a report of the interviews conducted with each member and the Chair of the Board.

We believe that the working principles of the Board and its committees are in order. As part of our ongoing improvement process, last year we agreed on a few guiding principles for our Board work. In summary, they are:

1. Each member of the Board of Directors acts in the best interests of the company and all its shareholders. Our goal is to be honest and open in all aspects of our work. Sustainability is an integral part of our work.
2. We base our views on facts and relevant analyses. We evaluate different options and scenarios. Our business decisions are based on proper management preparation. We are ready for discussions and debates with mutual respect.
3. The Board also wants to set an example outside meetings on issues of sustainability and ethics.
4. We want to keep Board meetings friendly and less formal, so that important decisions can be taken without tension. We value the diversity and personalities of the members of the Board as part of good work.

Dear audience,

### **How did we succeed last year?**

Stora Enso's Annual Report describes the company's strategy, sustainability work, corporate governance, remuneration, and, of course, the financial results of our work. The full Annual Report is available on the company's website. A look at the 246 pages of the Annual Report gives you a detailed look at Stora Enso.

As announced in connection to our first quarter results, our dividend proposal is EUR 0.15 per share. In addition, the BOD proposes to the AGM that the BOD be authorised to decide at its discretion on a dividend payment of a maximum of EUR 0.35 per share to be distributed in one or several instalments at a later stage when it is possible to make a more reliable estimate on the impacts of the Covid-19 pandemic on Stora Enso's business and liquidity.

At the beginning of last year, Stora Enso had a market capitalisation of EUR 8.1 billion and at the end of the year EUR 10.3 billion, with a total return on Stora Enso shares, i.e. dividend plus appreciation, or TSR, in 2019 of 33.5%.

In the capital-intensive forest industry, the short-term share price and economic success are influenced by cyclical price and demand factors. Our goal is to harness the enormous potential of wood fiber and find new applications and products that will, over the years, create new earning opportunities for us, supporting sustainable development and evening out business cycles. By replacing fossil-based materials, such as plastics, with our renewable raw materials, we are also making a major contribution to the great challenge of mankind in the fight against global warming. Annica will tell more about these topics in her presentation.