

RESOLUTION ON THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS

(Agenda item 11)

The Board of Directors' Nomination and Governance Committee proposes to the Annual General Meeting of UPM-Kymmene Corporation to be held on 9 April 2015 that the number of members of the Board of Directors be resolved to be ten (10) instead of the current nine (9).

Helsinki, 3 February 2015

UPM-Kymmene Corporation

NOMINATION AND GOVERNANCE COMMITTEE
OF
THE BOARD OF DIRECTORS