

MARIMEKKO CORPORATION'S ANNUAL GENERAL MEETING

Time	Wednesday 17 April 2019 at 2.00 p.m.
Place	Finlandia Hall, Mannerheimintie 13e, 00100 Helsinki, Finland
Present	Shareholders were present at the meeting, in person or represented by proxy, in accordance with the list of votes adopted at the meeting (<u>Appendix 1</u>).
Also present	Mika Ihamuotila, Chairman of the Board of Directors and Elina Björklund, Vice Chairman of the Board of Directors as well as Board members Rebekka Bay Rasmussen, Mikko-Heikki Inkeroinen, Helle Priess Sørensen and Catharina von Stackelberg-Hammarén were present. Artur Engel, Board member, was prevented from attending. The company's main responsible auditor, Authorised Public Accountant, Virpi Halonen and the company's President & CEO Tiina Alahuhta-Kasko were also present. In addition, members of the company's Management Group and other meeting officers were present.

1 §

OPENING OF THE MEETING

Mika Ihamuotila, Chairman of the Board of Directors, opened the meeting and welcomed all shareholders to the meeting and introduced the Board Members.

2 §

CALLING THE MEETING TO ORDER

The Annual General Meeting elected Riikka Rannikko, Attorney at Law, as Chairman, who asked Tiina Lencioni, General Counsel, to act as secretary.

The Chairman presented the practical arrangements and proceedings related to the meeting, as well as the course of procedure.

3 §

ELECTION OF PERSONS TO SCRUTINISE THE MINUTES AND TO SUPERVISE THE COUNTING OF VOTES

Roleff Kråkström and Sami Nevalainen were elected to scrutinise the minutes and to supervise the counting of the votes in the Annual General Meeting.

4 §

RECORDING THE LEGALITY OF THE MEETING

It was noted that, according to the Articles of Association, the Notice of the Annual General Meeting shall be announced on the company's website not earlier than three months and not later than three weeks before the meeting, but in any case at least nine days prior to the General Meeting's record date. In addition, the Board of Directors may decide to publish the Notice of the General Meeting in one or more newspapers.

It was noted that the Notice of the Annual General Meeting had been published on the company's website and as a stock exchange release on 5 March 2019. In addition, an announcement about the meeting has been published in the Helsingin Sanomat newspaper on 6 March 2019.

It was noted that the Annual General Meeting had been summoned in accordance with the Articles of Association and the Finnish Companies Act, and that the meeting had a quorum.

The Notice of the Annual General Meeting and the agenda were attached to the minutes (Appendices 2 and 3).

5 §

RECORDING THE ATTENDANCE AT THE MEETING AND ADOPTION OF THE LIST OF VOTES

A list of attendees at the beginning of the meeting and the list of votes (Appendix 1) were presented. According to the list, 286 shareholders, either personally or through a legal representative or by proxy, participated in the meeting. It was recorded that 3,966,117 shares and votes were represented at the beginning of the meeting, comprising 49.03 % of all shares and votes in the company. The list of votes was available in the meeting.

It was noted that the list of votes would be confirmed to correspond to the attendance at the beginning of any voting.

It was noted that the authorised representatives of certain nominee-registered shareholders had provided voting instructions in advance. Elisa Laine, the authorised representative of Nordea Bank Abp, had informed that she represented multiple nominee-registered shareholders and that she has provided the Chairman with information concerning the shareholding and voting instructions of these shareholders. Those nominee-registered shareholders represented by her did not demand a vote on the relevant agenda items, in respect of which the instruction was to oppose the proposed resolution or to abstain from taking part in the

decision-making. In these situations, an appropriate note in the minutes is deemed sufficient.

It was noted that in case there were oppose votes without a counterproposal in items where the proposal cannot be opposed without counterproposal, these kinds of votes will not be formally taken into account as opposing votes and not recorded in the minutes.

Päivi Törmänen, the authorised representative of Skandinaviska Enskilda Banken AB had similarly informed the voting instructions from the clients she represented and the preferred procedures to be followed.

Elisa Laine and Päivi Törmänen were personally present at the meeting and confirmed the above presented voting instructions and procedures.

It was noted that the summary lists with the voting instructions of the shareholders represented by Nordea Bank Abp and Skandinaviska Enskilda Banken AB indicating the relevant sections of the minutes were enclosed to the minutes (Appendix 4-5).

Voting list was confirmed.

6 §

PRESENTATION OF THE FINANCIAL STATEMENTS, THE REPORT OF THE BOARD OF DIRECTORS AND THE AUDITOR'S REPORT FOR 2018

It was noted that the financial statement documents of Marimekko Corporation for the financial period from 1 January to 31 December 2018, consisting of the income statement, the balance sheet and the cash flow statement, notes to the financial statements, as well as the consolidated financial statements and the Report of the Board of Directors and the Auditor's Report have been published as a stock exchange release and on the company's website on 27 March 2019, as of which date they have also been available at the company's head office, in addition to which the financial statement documents have also, upon request, been sent to shareholders. The original financial statement documents were available in the Annual General Meeting.

President Tiina Alahuhta-Kasko presented the members of the Management Group and the main elements of the financial statements as well as a business review in which she discussed the company's objectives and strategy, business development in 2018 as well as some events in 2019 after the financial period.

The auditor of the company, Authorised Public Accountant Virpi Halonen, presented the Auditor's Report as well as the key audit matters.

It was noted that the financial statements, the Report of the Board of Directors and the Auditor's Report had been presented in accordance with the Finnish Companies Act and the Articles of Association and they were attached to the minutes (Appendices 6 and 7).

7 §

ADOPTION OF THE FINANCIAL STATEMENTS

The Annual General Meeting resolved to adopt the financial statements and consolidated financial statements for the financial period from 1 January to 31 December 2018.

8 §

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

As of 31 December 2018, the parent company's distributable funds according to the balance sheet amounted to EUR 29,959,901.71 of which EUR 15,125,007.73 was accounted for by the profit for the financial year 2018.

Mika Ihamuotila, Chairman of the Board of Directors, had presented the dividend distribution proposal by the Board of Directors in his opening remarks. It was noted that the Board of Directors had proposed to the Annual General Meeting that a regular dividend of EUR 0.60 per share plus an additional dividend of EUR 1.25 per share, adding up to a total of EUR 1.85 per share, be paid from the parent company's distributable funds for 2018, and the remaining funds be retained in equity. As announced on 1 November 2018, the decision to propose the payment of an additional dividend was made because the sale of Marimekko's head office in spring 2018 strengthened the company's financial position. The proposal by the Board is based on earnings per share (EPS) and takes into consideration the total amount of the proposed dividend.

In addition, the Board of Directors had proposed that the dividend be paid to shareholders who, on the record date of dividend payout 23 April 2019, were recorded in the company's shareholder register held by Euroclear Finland Ltd on behalf of the Board of Directors of the company, and that the dividend be paid on 30 April 2019.

The Annual General Meeting resolved that the payment of dividend shall be made according to the proposal of the Board of Directors (totalling EUR 1,85 per share). The dividend will be paid to shareholders who, on the record date of dividend payout, 23 April 2019, are recorded in the company's shareholder register held by Euroclear Finland Ltd on behalf of

the Board of Directors of the company. The dividend will be paid on 30 April 2019.

9 §

RESOLUTION ON THE DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE PRESIDENT AND CEO OF THE COMPANY FROM LIABILITY

It was noted that the discharging of liability for the financial period from 1 January to 31 December 2018 concerned the following persons:

Mika Ihamuotila, Chairman of the Board of Directors
Elina Björklund, Vice Chairman of the Board of Directors
Rebekka Bay Rasmussen, Member of the Board of Directors
Arthur Engel, Member of the Board of Directors
Mikko-Heikki Inkeroinen, Member of the Board of Directors
Helle Priess Sørensen, Member of the Board of Directors
Catharina von Stackelberg-Hammarén, Member of the Board of Directors
Tiina Alahuhta-Kasko, President & CEO of the company

The Annual General Meeting resolved to discharge the aforementioned Board members and President & CEO from liability for the financial period from 1 January to 31 December 2018.

It was recorded that under this item there were 994 opposing votes from the nominee-registered shareholders.

10 §

RESOLUTION ON THE REMUNERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS

The proposal made to the Annual General Meeting was presented, in according to which, the fees payable to the members and the Chairman of the Board would be increased to be as follows: an annual remuneration of EUR 48,000 would be paid to the Chairman, EUR 35,000 to the Vice Chairman and EUR 26,000 to the other Board members.

In addition, it is proposed that separate remuneration be paid for committee work to persons elected to a committee as follows: EUR 2,000 per meeting to Chairman and EUR 1,000 per meeting to members.

Approximately 40 per cent of the annual remuneration will be paid in Marimekko Corporation's shares acquired from the market and the rest in cash. The annual remuneration will be paid in cash in its entirety, if the Board member holds on the date of the Annual General Meeting, 17 April 2019, company's shares in worth of more than EUR 500,000. The shares will be acquired directly on behalf of the Board members within two weeks from the release of the interim report for 1 January - 31 March 2019 or if

this would not be possible taken into account the insider rules, as soon as possible thereafter.

Further, as stated in the proposal, if Mika Ihamuotila is elected to the Board of Directors and to the Chairman of the Board of Directors as proposed in section 12 of the notice, he will receive additionally to the annual remuneration a monthly fee of EUR 4,400 for half-time duty, pursuant to a separate executive service agreement, from the date of 17 April 2019. The Audit and Remuneration Committee evaluates the conditions of the above mentioned service agreement.

The Annual General Meeting resolved to accept the proposal.

11 §

RESOLUTION ON THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS

According to the proposal presented to the Annual General Meeting, it was resolved that the Board of Directors would comprise of seven members.

12 §

ELECTION OF THE MEMBERS OF THE BOARD OF DIRECTORS

It was noted that, according to the Articles of Association, members of the Board of Directors shall be elected for one year at a time, and that the term of Board members would begin from the Annual General Meeting at which they were elected and would end at the closing of the following Annual General Meeting.

The Chairman stated that it had been proposed to the Annual General Meeting that Rebekka Bay Rasmussen, Elina Björklund, Arthur Engel, Mika Ihamuotila, Mikko-Heikki Inkeroinen, Helle Priess Sørensen and Catharina von Stackelberg-Hammarén be re-elected to the company's Board of Directors, for a term ending at the closing of the Annual General Meeting 2020.

It was noted that all persons proposed had given their consent to the election.

The Annual General Meeting resolved to elect Rebekka Bay Rasmussen, Elina Björklund, Arthur Engel, Mika Ihamuotila, Mikko-Heikki Inkeroinen, Helle Priess Sørensen and Catharina von Stackelberg-Hammarén to the company's Board of Directors for a term ending at the close of the Annual General Meeting 2020.

13 §

RESOLUTION ON THE REMUNERATION OF THE AUDITOR

In accordance with the Board of Directors' proposal, the Annual General Meeting resolved that remuneration to the auditor would be paid against an invoice approved by the company.

14 §

ELECTION OF THE AUDITOR

In accordance with the Board of Directors' proposal, the Annual General Meeting resolved that KPMG Oy Ab would be elected as the company's auditor. KPMG Oy Ab has informed that it will appoint Virpi Halonen, Authorised Public Accountant, as the auditor with principal responsibility.

15 §

CLOSING OF THE MEETING

It was recorded that the resolutions in the Annual General Meeting had been made without voting taking into account the voting instructions provided in advance.

The Chairman stated that all issues included in the meeting agenda had been concluded and that the minutes of the Annual General Meeting would be available on the company's website and at the company's head office as of 30 April 2019 at the latest.

The Chairman closed the meeting at 3.06 p.m.

IN WITNESS

Riikka Rannikko
Chairman

Tiina Lencioni
Secretary

Reviewed and confirmed

Roleff Kråkström
Examiner of the minutes

Sami Nevalainen
Examiner of the minutes

APPENDICES

1. List of shareholders present or represented in the Annual General Meeting
2. Notice of the Annual General Meeting
3. Agenda
- 4.-5. Instructions issued by certain shareholders to their representative
6. Financial statements and Report of the Board of Directors
7. Auditor's Report