

Proposal by the Board of Directors to the Annual General Meeting 2016 concerning the authorisation to decide to acquire the Company's own shares

The Board of Directors proposes to the Annual General Meeting on 22 March 2016 that the Board be authorised to decide on the acquisition of the Company's own shares on the following terms and conditions:

**Maximum amount of shares to be acquired**

On the basis of the authorisation, the Board of Directors shall be entitled to decide on the acquisition of no more than 500,000 B-shares of Orion Corporation.

**Consideration to be paid for the shares**

The own shares shall be acquired at the price of the acquisition moment quoted at trading on regulated market organised by Nasdaq Helsinki Ltd ("Stock Exchange"), using funds in the Company's distributable equity.

**Targeted acquisition**

The own shares shall be acquired through trading on regulated market organised by the Stock Exchange in a proportion not corresponding to the shareholders' holdings. The shares shall be acquired and paid for in accordance with the rules of the Stock Exchange and Euroclear Finland Ltd.

**Holding, invalidation and conveyance of the shares**

The shares acquired can be kept, invalidated, or further conveyed by the Company. The shares can be acquired for the purpose of developing the capital structure of the Company, for using them for financing possible corporate acquisitions or other business arrangements of the Company, for financing capital expenditure, as part of the Company's incentive system, or otherwise conveying or invalidating them.

**Other terms and validity**

The Board of Directors shall decide on other matters related to the acquisition of own shares.

The authorisation to acquire own shares shall be valid 18 months from the decision of the Annual General Meeting of the Shareholders.

Espoo, 2 February 2016

Orion Corporation  
Board of Directors