PROPOSALS BY THE BOARD OF DIRECTORS TO THE ANNUAL GENERAL MEETING ON 14 MARCH 2018

Resolution on the use of the profit shown on the balance sheet and the payment of dividend

The Board of Directors proposes that a dividend of EUR 0,24 per share be paid for the financial year 2017. The dividend will be paid to shareholders who are registered in Alma Media Corporation's shareholder register maintained by Euroclear Finland Ltd on the record date, 16 March 2018. The Board of Directors proposes that the dividend be paid on 23 March 2018.

Resolution on the auditor's pay

In accordance with the recommendation of the Board of Directors' Audit Committee, the Board of Directors proposes that the auditor's fees be paid according to invoice approved by the company.

Resolution on the number of auditors

In accordance with the recommendation of the Board of Directors' Audit Committee, the Board of Directors proposes that the AGM elect one auditor for the 2018 financial year.

Election of the auditor

In accordance with the recommendation of the Board of Directors' Audit Committee, the Board of Directors proposes that the auditing firm PricewaterhouseCoopers Oy be elected as the company's auditor for the 2018 financial year.

Authorisation to the Board of Directors to repurchase own shares

The Board of Directors proposes that the AGM authorise the Board of Directors to decide on the repurchase of a maximum of 824,000 shares, in one or more lots. The proposed maximum authorised quantity represents approximately one (1) per cent of the company's entire share capital. The shares shall be acquired using the company's non-restricted shareholders' equity through trading on a regulated market arranged by Nasdaq Helsinki Ltd and in accordance with its rules and instructions, for which reason the acquisition is directed, in other words the shares will be purchased otherwise than in proportion to shareholders' current holdings. The price paid for the shares shall be based on the price of the company share on the regulated market, so that the minimum price of purchased shares is the lowest market price of the share quoted on the regulated market during the term of validity of the authorisation and the maximum price, correspondingly, the highest market price quoted on the regulated market during the term of validity of the authorisation. Shares can be purchased for the purpose of improving the company's capital structure, financing or carrying out corporate acquisitions or other arrangements, implementing incentive programmes for the management or key employees, or to be otherwise transferred or cancelled. It is proposed that the authorisation be valid until the following AGM; however, until no later than 30 June 2019.

Authorisation to the Board of Directors to decide on the transfer of own shares

The Board of Directors proposes that the AGM authorise the Board of Directors to decide on a share issue by transferring treasury shares. Based on the authorisation, a maximum of 824,000 shares can be issued. The proposed maximum authorised quantity represents approximately one (1) per cent of the company's entire share capital. The authorisation entitles the Board to decide on a directed share issue, which entails deviating from the pre-emption rights of shareholders. The Board can use the authorisation in one or more lots. The Board can use the authorisation to implement incentive programmes for the management or key employees of the company.

It is proposed that the authorisation be valid until the following AGM; however, until no later than 30 June 2019. This authorisation shall override the corresponding share issue authorisation granted at the AGM of 22 March 2017.

Authorisation to the Board of Directors to decide on a share issue

The Board of Directors proposes that the AGM authorise the Board of Directors to decide on a share issue. The authorisation would entitle the Board to issue a maximum of 16,500,000 shares. The proposed maximum number of shares issuable under the authorisation corresponds to approximately 20 per cent of the company's entire share capital. The share issue can be implemented by issuing new shares or by transferring treasury shares. The authorisation entitles the Board to decide on a directed share issue, which entails deviating from the pre-emption rights of shareholders. The Board can use the authorisation in one or more lots.

The Board can use the authorisation for developing the capital structure of the company, widening the ownership base, financing or executing acquisitions or other arrangements, or for other purposes decided on by the Board. The authorisation cannot, however, be used to implement incentive programmes for the management or key employees of the company.

It is proposed that the authorisation be valid until the following AGM; however, until no later than 30 June 2019. This authorisation shall override the corresponding share issue authorisation granted at the AGM of 22 March 2017, but not the share issue authorisation proposed above in Section 0.

Charitable donations

The Board of Directors proposes that the AGM authorise the Board to decide on donations amounting to no more than a total of EUR 50,000 to universities in 2018–2019, with the more detailed conditions of the donations to be decided by the Board of Directors.

Resolution on forfeiture

When Alma Media Corporation's shares were incorporated into the book-entry system on 3 February 2005, the shareholders were to request that their shares be registered in their book-entry accounts no later than on the registration date,3 February 2005, referred to in Chapter 3 a, Section 2 of the previous Finnish Limited Liability Companies Act (734/1978). In accordance with Chapter 3 a, Section 3 of the previous Finnish Limited Liability Companies Act (734/1978), the Central Securities Depository opened a joint book-entry account in the name of the company for any shareholders who failed to request that their shares be registered by the aforementioned date of registration at the latest.

Pursuant to Section 8, Subsection 2 of the Act on the implementation of the current Finnish Limited Liability Companies Act (625/2006), the AGM may, in accordance with Chapter 3, Section 14 a, Subsection 3 of the current Finnish Limited Liability Companies Act (624/2006), decide that, with regard to shares entered in the joint book-entry account, the right to shares incorporated in the book-entry system and the rights attached to such shares are forfeited after ten years have elapsed since the registration date and the entry into force of the current Finnish Limited Liability Companies Act. The current Finnish Limited Liability Companies Act entered into force on 1 September 2006.

The Board of Directors proposes that the AGM resolve that the rights to the shares entered in the joint book-entry account and the rights attached to such shares be forfeited. The forfeiture of shareholder rights would concern shares that are recorded in the joint book-entry account, and with regard to which the registration of shareholder rights to the book-entry account designated by the shareholder has not been validly requested prior to the relevant resolution of the AGM by 12:00 noon EET on 14 March 2018. The proposal thus concerns maximum 198,658 Alma Media Corporation shares which are recorded in the joint book-entry account on the date of this Notice to the AGM and which are held in paper form by the shareholder. The shares which the shareholder has validly requested to be registered to the book-entry account designated by the shareholder no later than at 12:00 noon EET on 14 March 2018, and regarding which the subsequent request for conversion is finalised by 30 September 2018, shall be deducted from the aforementioned number of shares. Should the AGM decide on the forfeiture of such shares and the rights attached to them, the provisions on treasury shares shall apply to the forfeited shares in accordance with Chapter 3, Section 14 a, Subsection 3 of the Finnish Limited Liability Companies Act. The Board of Directors thus proposes that the forfeited shares may be used to implement incentive programmes for the management or key employees, in the manner specified in Section 0 above, or the shares may be cancelled. The Board of Directors further proposes that the AGM authorise the Board of Directors to take any and all measures required by this resolution.

Amendment of the Articles of Association

The Board of Directors proposes that the AGM resolve that the Articles of Association of the company shall be amended in Section 7 to reflect the entering into force of the new Finnish Auditing Act (1141/2015), and that Section 8 shall be amended to correspond to market practice.

Under the new Finnish Auditing Act, the supervision of auditors is vested with the Auditor Oversight of the Finnish Patent and Registration Office as of 1 January 2016. Section 7, Subsection 1 of the Articles of Association is therefore proposed to be amended to read as follows:

"For the purpose of audit of the company's accounts and administration, the company shall have at least one (1) auditor, who shall have (1) deputy. An auditing firm can also be appointed as auditor. If an auditing firm registered with the Auditor Register maintained by the Finnish Patent and Registration Office, the responsible auditor of which is an Authorized Public Accountant, is appointed as auditor, no deputy is required."

Section 8 of the Articles of Association is proposed to be amended so that the company may, in accordance with market practice, announce the notice to General Meeting, in addition to the means permitted by the current Articles of Association, on the company website. Section 8, Subsection 1 is proposed to be amended to read as follows:

"General Meetings shall be announced in at least three newspapers published by the company or its subsidiary or on the company website or else in writing to shareholders by registered letter not earlier than three (3) months and not later than three (3) weeks prior to the meeting date. The invitation to a General Meeting shall, however, be delivered no later than nine (9) days before the record date for the meeting."