

May 2020

OUTOKUMPU ANNUAL GENERAL MEETING MAY 28, 2020

ADVANCE VOTING INSTRUCTIONS FOR HOLDERS OF NOMINEE-REGISTERED SHARES AND BANKS

The Annual General Meeting of Outokumpu Oyj will be held on Thursday May 28, 2020. The Company's Shareholders and their proxy representatives can participate in the meeting only by voting in advance. In order to prevent the spread of the Covid-19 pandemic, it is not possible to attend the Meeting in person.

Holders of nominee-registered shares – registration and advance voting deadline by May 25, 2020 by 10.00 am (EEST)

- Right to participate in the Annual General Meeting by virtue of such shares, based on which he/she on the record date of the Annual General Meeting, May 15, 2020 would be entitled to be registered in the shareholders' register of the company held by Euroclear Finland Oy.
- Participation in the meeting also requires that the shareholder has been registered into the temporary shareholders' register held by Euroclear Finland Oy at the latest by May 25, 2020 by 10.00 am (EEST). This constitutes due registration for the Annual General Meeting.
- A holder of nominee-registered shares is advised to request the necessary instructions regarding the registration in the temporary shareholders' register, the issuing of proxy documents and registration for the Annual General Meeting from his/her custodian bank.
- A holder of nominee-registered shares who wants to participate in the Annual General Meeting has to be registered into the temporary shareholders' register by the account management organization of the custodian bank latest by May 25, 2020 by 10.00 am (EEST). **In addition, the account management organization of the custodian bank shall arrange advance voting on behalf of the holders of nominee registered shares by the end of the registration date, May 25, 2020 by 10.00 am (EEST).**

Enclosed is for information the advance voting form available on our website for shareholders who have a Finnish book-entry account. **It shows the voting instructions and voting options per agenda item.**

We kindly ask the banks to arrange advance voting on behalf of the holders of nominee-registered shares, using the advance voting options as in the enclosure and to provide the advance voting to our advance voting service provider Innovatics Oy by May 25, 2020 by 10.00 am (EEST) at the latest to agm.outokumpu@innovatics.fi.

Further information: agm.outokumpu@innovatics.fi, Innovatics Oy, Yhtiökokous/Outokumpu Oyj, Ratamestarinkatu 13 A, 00520 Helsinki

ENCLOSURE
For information

ADVANCE VOTING FORM

Outokumpu Oyj's Annual General Meeting on May 28, 2020 at 1.00 pm (EEST)

With this form, I/we authorize Innovatics Oy ("Innovatics"), the advance voting service provider for Outokumpu Oyj (business-ID 0215254-2) (the "Company") to register my/our votes with the shares I/we own/represent in certain items of the agenda of Outokumpu Oyj's Annual General Meeting 2020.

Voting in advance requires that the shareholder has a personal Finnish book-entry account. The number of advance votes is confirmed on the record date of the Annual General Meeting based on the holding in the book-entry account.

Shareholder's name	
Finnish personal ID-code, business ID	
Phone number	

Voting instructions:

I/we authorize Innovatics Oy to register my/our votes with the shares I/we own/represent in each of the following items of the agenda of the Meeting as indicated with a cross (X) below.

If no voting instructions have been indicated below, or if there are more than one voting instructions on the same item, or if other text or markings other than a cross (X) have been used to indicate a voting instruction, this shall be construed as an indication by the shareholder that his/her shares should not be taken into consideration as shares represented at the Meeting with regard to the item in question. Shareholder's shares are not considered as shares represented at the Meeting and the votes are not counted as cast votes with regard to the item in question.

However, with regard to item 8, it is possible to both vote on the dividend proposal and to demand minority dividend.

I/we understand that if I/we give advance votes as a representative of an entity (incl. estate), the legal representative of the entity or a person authorized by the entity must provide necessary documents to prove the right to represent the entity (e.g. trade register extract or board resolution). Documents are requested to be attached to this advance voting form. If the documents are not submitted during the advance voting period or they are otherwise incomplete, the shares of the entity will not be included as shares represented at the Annual General Meeting.

It is recommended that a holder of a Finnish book-entry account votes in advance electronically via the following website <https://www.outokumpu.com/en/investors/governance/agm-information/2020>. In a situation where the holder of a Finnish book-entry account has voted in advance both electronically and via this advance voting form, Innovatics will register the most recent voting instruction.

AGENDA ITEMS AT OUTOKUMPU OYJ'S ANNUAL GENERAL MEETING 2020

Agenda items 7 to 16 cover proposals of Outokumpu Oyj's Board of Directors and the Shareholders' Nomination Board to the Annual General Meeting in accordance with the notice of the Meeting. "Abstain from voting/Empty vote" means giving an empty vote and shares are considered to be represented at the Meeting with regard to the item in question, which is meaningful in resolutions requiring a qualified majority

(e.g. agenda items 15 and 16). In qualified majority items all shares represented at the Meeting are taken into account and abstentions thus have the same effect as votes Against/No. Therefore, abstaining from voting affects the voting result. Shareholders should be aware of this, especially if giving a vote against is not their intention.

Agenda item	For/Yes	Against/No	Abstain from voting/Empty vote	
7. Adoption of the annual accounts	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
	For/Yes	Against/No	Abstain from voting/Empty vote	I demand minority dividend pursuant to the Companies Act
8. Resolution on the use of the profit shown on the balance sheet and the payment of dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	For/Yes	Against/No	Abstain from voting/Empty vote	
9. Resolution on the discharge of the members of the Board of Directors and the CEO from liability for the financial year 2019	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
10. Review by the Chairman of the Board on the remuneration principles of the company and the Annual General Meeting's advisory approval of the remuneration policy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
11. Resolution on the remuneration of the members of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
12. Election of Chairman, Vice Chairman and the members of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	

	For/Yes	Against/No	Abstain from voting/Empty vote
13. Resolution on the remuneration of the auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. Election of auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15. Authorizing the Board of Directors to decide on the repurchase of the company's own shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. Authorizing the Board of Directors to decide on the issuance of shares as well as other special rights entitling to shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Place and date _____ / _____ 2020

Signature

Signature

Shareholder's name in capital letters

Shareholder's name in capital letters

To be returned in a completed and signed form either by mail to Innovatics Oy, Yhtiökokous/Outokumpu Oyj, Ratamestarinkatu 13 A, 00520 Helsinki or by email to agm.outokumpu@innovatics.fi. If the shareholder participates in the meeting by sending the votes in advance by mail or email to Innovatics Oy before the end of the registration and advance voting period, this constitutes registration for the Annual General Meeting. **The delivery must be received latest by May 20, 2020 by 4.00 pm (EEST).**