

8.3.2007

## **CHARTER OF THE NOMINATION AND COMPENSATION COMMITTEE OF KONECRANES PLC**

### **General**

The Nomination and Compensation Committee is appointed by the Board of Directors of Konecranes Plc. The tasks and responsibilities of the Committee are defined in this Charter, which is approved by the Board.

### **Main tasks**

The Nomination and Compensation Committee shall

- advice on and prepare matters related to the nomination and election of the members of the Board of Directors
- prepare matters related to the appointment of the President and CEO and his deputy as well as other senior management
- evaluate the President and CEO's performance
- evaluate and propose the remuneration and other benefits for the President and CEO, his deputy and other senior management
- propose Group Remuneration Policy to the Board for approval
- evaluate and make recommendations to the Board relating to equity-based plans, incentive compensation plans, policies and programs of the company
- oversee and follow the compensation development for Group Management internationally within the industries that are relevant for Konecranes

The duties relating to the nomination of the members of the Board of Directors shall be performed in concert with the shareholder community.

### **Composition**

The Nomination and Compensation Committee shall have 2-3 non-executive Board members. The Board elects the chairman of the Committee.

### **Meetings and reporting to the Board**

The Nomination and Compensation Committee shall meet regularly at least once a year. The Chairman presents a report on each Compensation Committee meeting to the Board.