

This report is Raisio plc's remuneration statement referred to in the Recommendation 47 of the Finnish Corporate Governance Code (2010). The information given concerns mainly the financial year 2010, but for some parts also the financial year 2009, which is mentioned in the text. The statement has been drawn up in September 2010 and the Board of Directors of Raisio plc has considered it at its meeting on 27 September 2010.

BOARD OF DIRECTORS

The Annual General Meeting decides on the rewards and reimbursement for expenses related to the meetings paid to the Chairman and members of the Board. The Nominating Committee of the Supervisory Board prepares a statement on the issue in question and the Supervisory Board then makes a proposal to the General Meeting.

In the term beginning at the spring 2010 Annual General Meeting, the Chairman of the Board receives a monthly fee of EUR 5000, and each of four Board members a monthly fee of EUR 2,000. Of these fees, 20 per cent is paid in the form of company shares and around 80 per cent in cash. The fees are paid in two equal instalments during the term so that the first payment is made on 15 June and the second on 15 December. Moreover, they receive a daily allowance for the meeting days and are reimbursed for travel expenses according to the company's travelling rules. In June 2010, a total of 5,910 Raisio plc free shares were assigned to the Board members for their services.

In the term beginning at the spring 2009 Annual General Meeting, the Chairman of the Board received a monthly fee of EUR 17,500, and the members a monthly fee of EUR 2,000. Of these fees, 20 per cent was paid in the form of company shares and around 80 per cent in cash. A total of 26,434 free shares were assigned to the Board members for their services during the term 2009-2010. Moreover, daily allowance was paid for meetings, and travel expenses were reimbursed in compliance with the Group's travel compensation policy.

Regarding the shares received by the Chairman and members of the Board as reward for their services, no rules or instructions are given about, e.g. the time of ownership of the shares.

The Chairman of the Board and Board members are not covered by the company's share-based incentive scheme.

MANAGING DIRECTOR

The Remuneration Committee of the Board prepares the issues concerning, e.g. Managing Director's remuneration and other financial benefits, and the Board decides on these issues. Share-based incentive and reward schemes may require an express decision from the General Meeting unless the Board has been authorised by the General Meeting to decide on these matters.

In 2009, Rihko received a total of 723,206.01 in salaries, fees and fringe benefits for his services as Managing Director.

The contract stipulates that the Managing Director has the right and obligation to retire at the age of 62. The Managing Director's pension is determined according to the Finnish employment pension scheme TyEI (a contribution-based system), and the Managing Director is covered by the group pension insurance scheme of the Raisio Group's management. The amount corresponding to 10 per cent of the Managing Director's basic annual salary (salary in money and taxation value of unlimited company car benefit) is paid annually as a group pension insurance payment.

The Managing Director's contract may be terminated by either the company or the Managing Director with six months' notice. If the contract is terminated by the company, the Managing Director is entitled to compensation corresponding to 12 months' pay, in addition to the pay for the period of notice. The company has not appointed a deputy to the Managing Director.

The Managing Director is covered by the Group's share-based incentive scheme and based on the scheme of 2008 (the first earnings period), in August 2009 he received 64,500 Raisio plc free shares, the value of

which was EUR 136,503.16 as well as a cash payment of EUR 144,946.65, which is to cover the taxes and fiscal fees arising from share-based rewards.

Furthermore, based on the 2009 share-based incentive scheme (the second earnings period), the Managing Director received 66,667 Raisio plc free shares in May 2010. The value of the shares was EUR 180,734.24. He also received a cash payment of EUR 166,137.80. As recognition of and reward for the successfully completed divestment of the margarine business, in May 2010 the Managing Director was assigned 20,000 Raisio plc free shares, the value of which was EUR 55,087.52. He also received a cash payment of EUR 60,642.56. The cash payments are made to cover the taxes and fiscal fees arising from the share-based reward.

Based on the share-based incentive scheme of 2010 (the third earnings period), the Managing Director may be assigned not more than 66.667 Raisio plc free shares in December 2012. This reward will also be paid as a combination of the company's shares and cash, and the cash payment is made to cover the taxes and fiscal fees arising from the share-based reward.

The Managing Director is within the management's incentive scheme 2010 – 2013, in which the company named Raisio Management Oy, owned by him and seven members of the Group's Management Team, owns a total of 4.482.740 Raisio plc free shares. - Description of the scheme is found below in this statement.

There are no rules given related to the shares received by the Managing Director as remuneration or instructions regarding the time of ownership of the shares. Shares received or possibly received in future on the basis of share remuneration schemes are subject to disposal restrictions and/or return obligations. The disposal restrictions on the shares received from the share remuneration schemes of 2008 and 2009 were, however, dissolved when forming the management's incentive scheme 2010-2013 so that the persons mentioned above, incl. the Managing

Director, were able to invest the shares in question in Raisio Management Oy.

SUPERVISORY BOARD

The Annual General Meeting decides on the remuneration of the Chairman and members of the Supervisory Board as well as on their reimbursement for expenses incurred by the attendance of the meetings.

The Annual General Meeting held in spring 2010 decided to pay the annual remuneration of EUR 12,000 to the Chairman of the Supervisory Board and that of EUR 300 to the members for each meeting, in addition to which their travel expenses are compensated and they receive a daily allowance for the meeting days according to the company's travelling rules. The Meeting also decided to pay the Chairman of the Supervisory Board a fee of EUR 300 for each attended Board Meeting.

Members of the Supervisory Board received a fee of EUR 260 per meeting in 2009. They were also reimbursed for travel expenses and received a daily allowance for travel to meetings in accordance with Raisio's travel compensation policy. The annual fee of the Chairman of the Supervisory Board was EUR 10,000 in 2009.

Remunerations of the Chairman and members of the Supervisory Board have been paid and are paid exclusively in cash.

The Chairman and members of the Supervisory Board are not covered by the company's share-based incentive schemes.

The Supervisory Board consists of a minimum of 15 and a maximum of 25 members, whose term begins at the shareholders' meeting at which the election took place and ends at the end of the third Annual General Meeting following the election. One-third of the members are replaced every year. The Annual General Meeting held in spring 2010 set the number of Supervisory Board members at 25.

DECISION-MAKING PROCESS IN THE REMUNERATION OF THE MANAGING DIRECTOR AND OTHER EXECUTIVES

The Remuneration Committee of the Board prepares, e.g., matters concerning the salaries and other financial benefits of the Managing Director and his immediate subordinates, and the Board decides on these matters. Furthermore, the Committee prepares, e.g., issues related to the management's incentive and reward schemes to be decided by the Board.

Share-based incentive and reward schemes may require an express decision from the General Meeting unless the Board has been authorised by the General Meeting to decide on them.

MAIN PRINCIPLES FOR THE REMUNERATION OF THE MANAGING DIRECTOR AND OTHER EXECUTIVES

Raisio offers its personnel compensation that is competitive in each individual country and business area. The company regularly reviews market salaries and development of incentive schemes, regarding both the Managing Director and other executives, in order to maintain its competitiveness.

In 2010, Raisio offers separate incentive schemes for the management, middle management and other personnel. The incentive scheme of the Managing Director and other executives is based on the achievement of an EBIT target; criterion can be either the Group's EBIT only or the Group's EBIT together with the Business Unit's EBIT. In addition to this, the Managing Director has been assigned some personal targets. At an annual level, the maximum bonus payable to the Managing Director is a sum equivalent to the salary of six months and, correspondingly, the maximum amount payable to other executives is equivalent to the salary of four or five months.

The members of Raisio's Management Team are covered by a group pension insurance that the Group has taken out for its management. A sum equivalent to 10 per cent of the manager's basic annual salary is paid into the group pension insurance every year. The retirement age of managers is 62 years.

INFORMATION ON THE SHARE-BASED INCENTIVE SCHEMES

Share-based incentive scheme 2008–2010

Raisio plc's Board of Directors decided in May 2008 to set up a three-year share-based incentive scheme as a part of the incentive and reward system offered to Raisio's key personnel. The goal is to integrate the targets of shareholders and key employees in order to increase the company's market capitalisation, to enhance the key employees' commitment to the company and to offer them a competitive reward system based on share ownership.

The scheme gives authorisation to distribute a maximum of 1,600,000 of Raisio plc's free shares already in the company's possession after previous share repurchases. Rewards are paid as a combination of shares and cash. Cash payments are to cover the taxes and fiscal fees arising from share-based rewards.

The financial year 2008 was the first earnings period in the scheme. Net sales growth and profit before extraordinary items and taxes were used as the earnings criteria. The maximum number of shares to be distributed was 400,000 free shares. As a reward for the scheme's first earnings period, 334,500 free shares were assigned to 13 people covered by the scheme in August 2009. The per-share value was EUR 2.083, and the total of the shares assigned was EUR 696,763.50. Shares distributed as a reward are subject to a disposal restriction and return obligation, which last until 1 September 2011 and will be applied if the employee's employment or job contract ends prior to the expiration of the disposal restriction.

In December 2008, the Board of Directors decided on a share-based incentive scheme for the second earnings period, which is the financial year 2009. The earnings criteria to be used were return on capital employed and profit before one-off items and taxes, as well as the divestment process of the margarine business. The maximum number of shares to be distributed was 600,000 free shares. In May 2010, a total of 553,056 free shares held by the company were assigned to 51 persons covered by the scheme as a reward for the

second earnings period. The value of the shares assigned was EUR 2.711 per share totalling EUR 1,499,334.82. The shares distributed as a reward are subject to a disposal restriction and return obligation that are valid until 31 December 2011 in case the employment or service contract of the person in question ends prior to the expiration of the disposal restriction.

Disposal restrictions regarding the shares received from the earnings periods in 2008 and 2009 in the share-based incentive schemes were dissolved for the part of the Managing Director and members of the Group's Management Team by the decision of the Board in June 2010 when forming the management's incentive scheme 2010-2013. This way, the persons mentioned above were able to invest the shares in question in Raisio Management Oy.

In March 2010, the Board of Directors decided on the share-based incentive scheme for the third earnings period, which is the financial year 2010. The earnings criterion applied is EBIT in proportion to net sales, in addition to which a prerequisite for receipt of the reward is that a certain amount of net sales during the financial year 2010 will be reached. The number of free shares to be distributed is a maximum total of 600,000. The amount of earned rewards will be determined on the grounds of reaching of set targets after the completion of financial statements in the spring 2011, and the potential reward will be paid to the persons within the scheme in December 2012. The shares distributed as a reward are subject to a disposal restriction and return obligation that are valid until 1 January 2014 in case the employment or service contract of the person in question ends prior to the expiration of the disposal restriction. There are 61 persons within the scheme in the third earnings period.

Management incentive scheme 2010 - 2013

In June 2010, the Board of Directors of Raisio plc decided on a new incentive scheme for the members of Raisio Group's Management Team. The purpose of the scheme is to commit the members of the Management Team to the company by encouraging them

to acquire and hold company shares, and this way to increase the company's shareholder value in the long run, as well as to support the achievement of the company's strategic objectives.

For the share ownership purposes, Raisio plc's Managing Director and seven members of the Group's Management Team acquired a company named Raisio Management Oy. At the beginning of July 2010, Raisio Management Oy acquired for its part a total of 362,740 Raisio plc's free shares from the market or from the members of the Management Team at market price, as well as a total of 4,120,000 free shares from Raisio plc in a directed share issue. The acquisitions were financed by the capital investments in Raisio Management Oy by the members of the Management Team, in the total amount of EUR 1,161,000, as well as by a loan of EUR 10,449,000 granted by Raisio plc. The members of the Management Team financed their investments in Raisio Management Oy mainly by transferring Raisio plc's free shares they held to Raisio Management Oy. The scheme thus implemented, the members of the Raisio's Management Team now hold, through Raisio Management Oy, a total of 4,482,740 free shares, which covers some 2.7 % of all of the Raisio plc's shares and some 0.5 % of all of the votes of the shares.

The scheme will be valid until the turn of the year 2013 – 2014, after which it is intended to be dissolved in a manner to be decided later. The scheme may be dissolved, e.g., by merging Raisio Management Oy with Raisio plc, or by selling the free shares held by Raisio Management Oy to Raisio plc, or in another way. The scheme will be continued by one year at a time if the stock quotation of the Raisio plc's free share in October – November 2013, 2014, 2015 or 2016 is below the average price that Raisio Management Oy paid for the Raisio plc's free shares it holds.

The transfer of Raisio plc's free shares held by Raisio Management Oy has been restricted for the period of the validity of the scheme. The ownership by the members of the Management Team in Raisio Management Oy will mainly be valid until the

dissolution of the scheme. In case the employment or service of a member of the Management Team ends before the dissolution of the scheme, due to reasons related to this member, his or her share may be redeemed before the dissolution of the scheme without him or her gaining any financial benefit from the scheme.

As part of the scheme, Raisio plc granted to Raisio Management Oy an interest-bearing loan for a total amount of EUR 10,449,000 to finance the acquisition of the company's free shares. The loan will be repaid by 31 March 2014, at the latest. If the scheme is continued one year at a time in 2013, 2014, 2015 or 2016, the loan period will be extended respectively. Raisio Management Oy is entitled to repay the loan prematurely at any time. Raisio Management Oy is obligated to repay the loan prematurely by selling the Raisio plc's free shares it holds in case the stock quotation of the free share exceeds, otherwise than temporarily, a certain level defined in the scheme.

Subgroup Glisten's share-based incentive schemes 2010 - 2012

In August 2010, the Board of Directors of Raisio plc decided on two synthetic share-based incentive and commitment schemes for the management of Raisio's British subgroup Glisten and key employees. The purpose of the schemes is to combine the objectives of owners, management and key employees in order to increase the company's capitalisation value, to commit the management and key employees to the company and to offer them a competitive reward system based on the value of a share.

On the basis of the first scheme, a cash reward corresponding to the value of 966,177 Raisio plc free shares will be paid by the end of May 2012. Value of a free share will be determined by its trade volume weighted average quotation on the NASDAQ OMX Helsinki Ltd in March 2012 subtracted by a dividend per share payable decided by the Annual General Meeting of 2012.

A prerequisite for receipt of the reward is that each person now appointed to the scheme will still be employed by Raisio Group on 8 April 2012. There are 36 people within the scheme.

On the basis of the second scheme, a cash reward corresponding to the value of 420,000 Raisio plc free shares will be paid. In case the subgroup Glisten's EBIT for the term ending on 30 June 2011 exceeds the level defined in the scheme, a reward equivalent to the value of 210,000 Raisio plc free shares will be paid by the end of September 2011. Value of a free share will be determined by its trade volume weighted average quotation on the NASDAQ OMX Helsinki Ltd in August 2011. Furthermore, in case the subgroup Glisten's EBIT for the term ending on 30 June 2012 exceeds the level defined in the scheme, a reward equivalent to the value of 210,000 Raisio plc free shares will be paid by the end of September 2012. Value of a free share will be determined by its trade volume weighted average quotation on the NASDAQ OMX Helsinki Ltd in August 2012.

CEO Paul Simmonds and Finance Director Rob Davies are within the second scheme.