

Corporate Governance in 2014

General Meeting

The Annual General Meeting was held on 27 March 2014.

Board of Directors

On 27 March 2014, the Annual General Meeting elected 5 members to the Board of Directors, one of whom was elected Chairman of the Board and one Deputy Chairman.

The Chairman of the Board is Kai Telanne, the Deputy Chairman is Henri Österlund, and the other members of the Board are Joachim Berner, Atte Palomäki and Mitti Storckovius.

The majority of the aforementioned members of the Board, namely, Mitti Storckovius, Joachim Berner and Atte Palomäki, are independent of both the company and its major shareholders. Kai Telanne, Chairman of the Board, and Henri Österlund, Deputy Chairman of the Board, are not independent. As the CEO of Alma Media Oyj, Talentum Oyj's largest shareholding company, Kai Telanne is not independent of major shareholders. As the CEO of Accendo Capital Partners Oy, Talentum Oyj's second largest shareholder, Henri Österlund is not independent of major shareholders.

In 2014, the Board of Directors convened 9 times with an average attendance rate of 93%.

Chief Executive Officer

The company's CEO in 2014 was Aarne Aktan.

Group Executive Management

The Executive Management consisted of Aarne Aktan (Chairman), CEO, Director responsible for Magazine Business Sweden; Lasse Rosengren, Deputy CEO, General Counsel and Director responsible for the Book and Legal Training Business; Niclas Köhler, CFO; Tuomas Hämäläinen, Director responsible for Magazine Business Finland and Tapio Teppo, Director responsible for the Event Business.

Auditing

On 27 March 2014, the Annual General Meeting elected Authorised Public Accountants PricewaterhouseCoopers Oy as auditor, with APA Samuli Perälä (born 1974) acting as the accountable auditor.

Shareholding of management and governing bodies

On 31 December 2014, the number of Talentum Oyj shares and options owned by members of the Board of Directors and the CEO, personally or through companies in which they have a controlling interest, was 316,156, representing 0.7% of the company's total shares and votes.

A total of 275,400 Talentum Oyj shares were held by the Executive Management on 31 December 2014.

Talentum's Corporate Governance Code is available in its entirety at www.talentum.com.