

PROPOSAL BY THE NOMINATION COMMITTEE FOR COMPOSITION OF THE BOARD OF DIRECTORS

The Nomination Committee proposes to the Annual General Meeting of Shareholders that the number of Board members be seven and that Mr. Edward Haslam, Mr. Eero Niiva, Ms. Eileen Carr, Mr. D. Graham Titcombe, Mr. Pekka Perä, Mr. Tapani Järvinen and Ms. Saila Miettinen-Lähde be re-elected as Board Members, subject to their consent. Due to the pressure of other commitments, and in particular his full-time responsibilities as CEO of Nyrstar, Mr Junck has decided not to offer himself for election to the Board at the AGM on 28 April 2011.

The Talvivaara Nomination Committee's recommendations aim to have and maintain an efficient Board of Directors consisting of world-class professionals representing an appropriate and diverse mix of skills and experience.

Espoo, 23 March 2011
The Board of Directors, Nomination Committee

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Biographies of the members of the Board of Directors seeking re-appointment

G. Edward Haslam

Born 1944

Non-Executive Chairman of the Board since 2006

Independent from the Company and significant shareholders

Other key positions of trust: Non-Executive Director of Aquarius Platinum Ltd, Chairman of the Remuneration and Succession planning committee and member of the Audit Committee at Aquarius Platinum Ltd, Senior non-executive Director of Namakwa Diamonds Ltd.

Primary experience: CEO of Lonmin Plc until 2004, various positions with Lonmin Plc, Falconbridge Nickel Mines and British Steel Corporation.

Eero Niiva

Born 1960, M.Sc. (Industrial Management) Lappeenranta University of Technology

Non-Executive Director since 2005

Independent of the Company and significant shareholders

Other key positions of trust: Partner and member of Board of Directors at MB Funds (since 2003), Chairman of the Board of Directors of Norpe Oy, Chairman of the Board of Directors of Forchem Oy, member of the Board of Directors of Mainio Vire Oy, Chairman of Board of Directors of Tailwind Capital Oy.

Primary experience: Head of Corporate Finance and Senior Executive of Carnegie Investment Banking in Helsinki (1995 to 2003), various positions with Postipankki Corporate and Investment Banking (1988 to 2003), Representative and Deputy Chief Representative of Postipankki Tokyo Representative Office (1989 to 1992), various positions in corporate and investment banking including Corporate Analyst at Mortgage Bank of Finland Ltd (1985-1988).

Eileen Carr

Born 1957, M.Sc. (Management) University of London, Sloan Fellow, FCCA

Non-Executive Director since 2007

Independent from the Company and significant shareholders

Primary experience: Number of senior positions within the mining industry including Finance Director and Company Secretary at Cluff Resources plc (1993 to 1996) and at Cluff Mining plc (1997 to 1999); CFO and Company Secretary at Monterrico Metals plc (2002 to 2007); Non-executive director at Goldstar Resources NL (2003 to 2009); Deputy Chairman at Cluff Gold plc (2007 to 2010).

D. Graham Titcombe

Born 1942

Non-Executive Director since 2007

Independent of the Company and significant shareholders

Deputy Chairman of the Board

(Senior Independent Director)

Other key positions of trust: Senior Independent Director of the Board at Cap-XX Ltd.

Primary experience: Number of senior positions at Johnson Matthey Plc, retired as Group Managing Director in 2002, member of the Board of Directors of Johnson Matthey Plc for 12 years, Non-Executive Director of Wagon Plc (1996 to 2003), Chairman of the Board of Infast Plc (2002 to 2005), Senior Independent Director of the board at PolyFuel Inc until 2008.

Pekka Perä

Born 1964, M.Sc. (Mining) Helsinki University of Technology

Executive Director and CEO of the company since its incorporation 2003

Primary experience: Project Manager of Mining at Arctic Platinum Partnership from 2001 to 2003 and as a Project Manager at Pyhäsalmi Mine Oy, various positions with the Outokumpu Group in Finland and elsewhere from 1991 to 1999.

Tapani Järvinen

Born 1946, Lic. Sc. (Tech.) Helsinki University of Technology

Non-Executive Director since April 2010

Independent of the Company and significant shareholders

Other key positions of trust: Member of the Board of Directors (since 2003) of Dragon Mining Limited, Australia, Member of the Board of Directors (since 2007) of Normet Oy, Member of the Board of Directors (since 2008) Okmetic Oyj, Member of the Board of Directors and Audit Committee (since 2009) Konecranes Oyj, Member of the Board of directors and Human Capital Committee (since 2010) Outotec Oyj.

Primary experience: President and CEO of Outotec Oyj, (Oct 2006 to 2009), President and CEO of Outokumpu Technology (2003 to 2006), Executive Vice President and Member of the Group Executive Committee of Outokumpu Oyj (2000 to 2005), General Manager & CEO of Compañía Minera Zaldivar, Chile (1994 to 2000), various positions with the Outokumpu Group in Finland and elsewhere from 1985 to 2000 and prior to joining Outokumpu various positions at Kone Corporation from 1971 to 1985.

Saila Miettinen-Lähde

Born 1962, M.Sc.(Eng.)

Executive Director and CFO of the company since 2005

Primary experience: Founding partner of SIDOS Partners Ltd (Jan 2004 to Dec 2004), Director at D. Carnegie AB (2000 to 2003), Vice President of Business Development at Orion Pharma (Jan 2000 to Oct 2000), Director of the Finnish National Fund for Research and Development (1998 to 1999) and various positions at Leiras Oy (1993 to 1998).