

## NOTICE OF THE EXTRAORDINARY GENERAL MEETING

The shareholders of Citycon Oyj are hereby invited to the Extraordinary General Meeting to be held on Tuesday, 1 December 2009 at 3.00 p.m. at Kansallissali, Aleksanterinkatu 44, Helsinki, Finland. The reception of preregistered participants will commence at 2.00 p.m.

### A. Matters on the agenda of the general meeting

At the general meeting, the following matters will be considered:

1. **Opening of the meeting**
2. **Election of chairman of the meeting**
3. **Election of minutes-checker and supervisors of vote-counting**
4. **Recording the legality and quorum of the meeting**
5. **Recording the attendance and adopting the list of votes**
6. **Election of a new Board member**

The Board of Directors' Nomination Committee proposes that Mr Ronen Ashkenazi (born in 1962) be elected as a new member to the Board for a term that will continue until the closing of the next Annual General Meeting. Mr Ashkenazi, M.Sc. (Civil Engineering), is an Israeli citizen and the CEO and minority shareholder of Gazit Globe Israel (Development) Ltd. He has 25 years experience in the real estate industry.

The Nomination Committee proposes the election of Mr Ashkenazi since Mr Amir Bernstein has announced his resignation from the Board. Mr Gideon Bolotowsky, Mr Raimo Korpinen, Mr Tuomo Lähdesmäki (Deputy Chairman), Mr Claes Ottosson, Mr Dor J. Segal, Mr Thomas W. Wernink (Chairman), Mr Per-Håkan Westin and Ms Ariella Zochovitzky will continue as other members of the Board of Directors.

Mr Ashkenazi has given his consent to the election. The candidate's personal details are available on the company's website at [www.citycon.com/Board](http://www.citycon.com/Board).

7. **Closing of the meeting**

### B. Documents of the general meeting

This notice, which includes the proposal by the Board of Directors' Nomination Committee in its entirety, is available on the company's website [www.citycon.com/egm2009](http://www.citycon.com/egm2009). Minutes of the general meeting will be available on the aforementioned website as of 15 December 2009 at the latest.

### C. Instructions for participants in the general meeting

#### 1. The right to participate and preregistration

A shareholder has the right to participate in the general meeting, if (s)he is registered in the company's register of shareholders, maintained by Euroclear Finland Ltd, on Thursday, 19 November 2009, and has given prior notice of his/her attendance in the meeting not later than Thursday, 26 November 2009 at 4.00 p.m. A shareholder, whose shares are registered on his/her personal book-entry account in Finland, is registered in the company's register of shareholders.

A shareholder can give prior notice of his/her attendance in the meeting by either

- filling in a preregistration form on the company's website [www.citycon.com/preregistration](http://www.citycon.com/preregistration),
- e-mail to [legal@citycon.fi](mailto:legal@citycon.fi),
- telephone +358 20 766 4400,
- fax +358 20 766 4499 or
- mail addressed to Citycon Oyj, EGM, Pohjoisesplanadi 35 AB, FI-00100 Helsinki, Finland.



Such notice shall be submitted not later than 4.00 p.m. on 26 November 2009.

Pursuant to Chapter 5, Section 25 of the Finnish Limited Liability Companies Act, a shareholder who is present at the general meeting has the right to request information with respect to the matters to be considered at the meeting.

## **2. Proxy representative and powers of attorney**

A shareholder may participate in the extraordinary general meeting and exercise his/her rights at the meeting by way of proxy representation. A proxy representative shall produce a dated proxy document or otherwise in a reliable manner demonstrate his/her right to represent the shareholder. If the shareholder's shares are recorded in more than one book-entry securities account, the shareholder has the right to use a different proxy representative for the shares in each book-entry securities account. In connection with the preregistration, the shareholder must in this case also indicate the shares which each proxy representative represents.

Possible proxy documents shall be submitted not later than 4.00 p.m. on 26 November 2009.

## **3. Holders of nominee registered shares**

A holder of nominee registered shares, who wants to participate in the Extraordinary General Meeting, must be recorded for temporary entry in the company's register of shareholders not later than 10.00 a.m. on 26 November 2009, provided that the shareholder would have had the right, on the basis of the same shares, to be entered in the company's register of shareholders on the record date of the meeting, 19 November 2009. A notification regarding temporary entry of a holder of nominee registered shares in the company's register of shareholders is also regarded as a prior notice of participation in the Extraordinary General Meeting.

A holder of nominee registered shares is advised to request necessary instructions regarding the temporary registration in the register of shareholders, the issuing of proxy documents and preregistration for the general meeting from his/her custodian bank. Further information on these matters can also be found on the company's website [www.citycon.com/egm2009](http://www.citycon.com/egm2009).

## **4. Further instructions/information**

Further information on matters pertaining to general meeting and on shareholder's rights is available on the company's website [www.citycon.com/gm](http://www.citycon.com/gm).

On the date of this notice, 6 November 2009, Citycon Oyj has 221,059,735 shares and 221,059,735 votes.

Helsinki, 6 November 2009

CITYCON OYJ  
Board of Directors