

12 June 2017

CHARTER OF THE HUMAN RESOURCES COMMITTEE OF KONECRANES PLC

1. Purpose

The Human Resources Committee is responsible for assisting and providing guidance and recommendations to the Board of Directors (the "Board") of Konecranes Plc ("Konecranes" or the "Company") in fulfilling its oversight and other responsibilities in relation to:

- the operative structure and selection of senior management;
- Talent Management, Diversity and Inclusion, retention and succession planning of senior management;
- professional and competence development for senior management and workforce planning;
- evaluation and compensation of the President and CEO and Group Executive Board (the "GXB");
- general principles for compensation, long and short term incentive compensation plans and share-based incentive plans;
- human resources, corporate responsibility and safety strategies and performance; and
- any additional matters delegated to the Human Resources Committee by the Board.

The tasks and responsibilities of the Committee are defined in this Charter, which is approved by the Board. The intention is not to extend the duties of the Board from those required by applicable law and stock exchange rules. The Human Resources Committee has the authority to take decisions regarding minor matters within its scope of responsibility that are of an administrative nature and/or relate to implementation of Board decisions and do not (i) require a decision by the Board of Directors under applicable law or regulations or pursuant to the internal policies or practice of Konecranes, or (ii) otherwise, in the opinion of the Committee, give reason for a decision by the Board of Directors.

2. Members

The Human Resources Committee consists of a minimum of three directors. The Board elects the members and the Chair of the Human Resources Committee from among its members. A majority of the members shall be independent of the Company. The President and CEO or other members of the Company's senior management may not be elected members of the Human Resources Committee.

3. Responsibilities

The Human Resources Committee is responsible for performing the duties set out below as well as any duties that are otherwise required of the Human Resources Committee by applicable law or stock exchange rules and requirements or are delegated to the Human Resources Committee by the Board.

3.1 Operative structure and selection of senior management

The Human Resources Committee will review the organizational structure of the Company and make related recommendations or proposals to the Board when needed. The Committee will consider the principles for the selection of senior management, ensure that the long and short list of candidates contains diverse candidates and make proposals to the Board concerning the approval of the appointments, transfers and terminations for GXB positions.

3.2 Talent management, retention and the succession planning of senior management

The Human Resources Committee will review and monitor Konecranes' Talent Management and Succession Planning process and review potential successor candidates for GXB positions. In addition, the Committee will together with the President and CEO evaluate any special retention need of senior management.

3.3 Senior management development

The Human Resources Committee will review development plans for the GXB members and executive development programs, including training and competence development programs for members of senior management.

3.4 Evaluation and compensation of the President and CEO and GXB

The Human Resources Committee will review the President and CEO's authority and responsibilities and make related recommendations or proposals to the Board when needed. The Committee will recommend to the Board on an annual basis the President and CEO's compensation founded on the evaluation of the Company's performance, compensation paid to chief executive officers in comparable global organizations, the competitive market for persons with similar skills and competences, and the Human Resources Committee's assessment of the President and CEO's current and expected contribution to the Company's success. The Committee will, based upon a recommendation by the President and CEO, make a proposal to the Board concerning the approval of the base compensation review and incentive levels for GXB members.

3.5 General principles for compensation, long and short term incentive compensation plans and share-based plans

The Human Resources Committee will make recommendations to the Board with respect to the President and CEO's variable compensation and the adoption and amendment of long and short term incentive compensation plans and share-based plans which are subject to shareholder or Board approval. The Committee will make a proposal to the Board concerning the approval of the performance targets for the President and CEO, annual grants and the achievement against target for the GXB members.

The Human Resources Committee will evaluate and make recommendations to the Board concerning the Company's general principles for compensation. The Human Resources Committee will review incentive compensation plans and share-based plans to assess whether they provide an appropriate balance of risk and reward in relation to the Company's overall business strategy and expected performance, shareholder value creation and alignment of shareholder and senior management interests, without encouraging senior management to take unnecessary or excessive risks.

The Committee will monitor compliance with share ownership guidelines for the President and CEO and other members of senior management.

3.6 Human resources, corporate responsibility and safety strategies and performance

The Human Resources Committee will receive reports on the Company's human resources, corporate responsibility and safety strategies and its performance against the set targets, market standard, business strategy and Konecranes values, and may recommend revisions to these targets. The Committee will receive reports on the Corporation's practices for supporting diversity and inclusion in the workplace, work place safety activities and performance and the Corporation's performance against Konecranes fair labor frame.

4. Operating principles

The Committee shall annually develop a work plan to identify and set timeframes for the duties it is responsible for performing. The Committee shall regularly monitor its compliance with performing such duties within the timeframes specified in the work plan.

5. Reporting to the Board of Directors

The Human Resources Committee will regularly report to the Board on all significant matters it has addressed and with respect to such other matters as are within its responsibilities, as well as measures taken by the Committee.

6. Review

The Human Resources Committee will review this Charter at least annually and submit it for approval to the Board together with any proposed amendments.

7. Meetings

Quorum for meetings of the Human Resources Committee will be a majority of the members of the Committee. A meeting of the Human Resources Committee may be called by the Chair or any other member of the Committee, the Chair of the Board or the President and CEO.

The Secretary of the Board will act as Secretary to the Committee unless the Chair of the Committee decides otherwise. The Human Resources Committee will ordinarily meet through combination of physical meeting and voice conference. Minutes shall be held of all decisions of the Committee, and the minutes shall be dated, numbered and retained by the Company. The minutes shall be signed by the Chair of the Committee together with at least one member of the Committee.

The Human Resources Committee will meet as frequently as it determines is appropriate to fulfil its responsibilities, which will not be less than twice a year.

Committee members may raise any subjects that are not set on the agenda by the Chair.

8. Removal and vacancies

Any member may be removed and replaced at any time by the Board. The Board will fill vacancies on the Human Resources Committee by appointment from among members of the Board. If a vacancy exists on the Human Resources Committee, the remaining members may exercise all of its powers so long as quorum requirements are fulfilled.

9. Access to management and outside advisors

The Committee, under the direction of the Chair of the Committee, shall have the sole authority to retain and terminate, at Konecranes' expense, independent executive search and compensation consultants, legal counsel and any other advisors (each, an "Advisor") as the Committee may deem appropriate in its sole discretion for the fulfillment of the Committee's mandate. In the selection of such Advisors, the Committee shall assess the suitability of the Advisor. The Committee shall have sole authority to approve the fees and retention terms of any such Advisor.

The Human Resources Committee may invite any Advisor, member of management, employee or other person to attend any of its meetings when necessary.

10. Availability of the Charter

This Charter shall be included on Konecranes' website.