

Shares and Shareholders

Share Capital

In accordance with the Articles of Association, the minimum share capital of the Company is EUR 850 million and the maximum EUR 3 400 million within which limits the share capital may be increased or decreased without amending the Articles of Association. The counter-value of the shares is EUR 1.70 per share. On 31 December 2001 the Company's fully paid-up share capital entered in the Finnish Trade Register was EUR 1 541.5 million. In December 2001, 1 158 000 new series R shares were subscribed under 1997 bonds with warrants and registered in the Finnish Trade Register on 10 January 2002, which increased the fully paid-up share capital to EUR 1 543.5 million.

Shares and Voting Rights

The Company's shares are divided between series A and series R shares. All shares carry equal rights to dividend. The difference lies in the voting rights. At a Shareholders' Meeting, each A share and each ten R shares carries one vote. However, each shareholder has at least one vote. On 31 December 2001 the total number of shares was 906 753 299 and the number of votes was 256 521 556.

Share Listings

Stora Enso shares are listed on the Helsinki and Stockholm stock exchanges. The R share is also listed in ADR form on the New York Stock Exchange. The shares are quoted in Helsinki in euro (EUR), in Stockholm in Swedish krona (SEK) and euro (EUR) and in New York in US dollar (USD).

American Depositary Receipts (ADRs)

Stora Enso R shares have been traded on the New York Stock Exchange in ADR form since 13 September 2000 under the SEO ticker. ADR issuances and cancellations are carried by Citibank, N.A., which acts as depositary bank for the Stora Enso ADR programme. The exchange rate between Stora Enso ADRs and R shares is 1:1, i.e. one ADR represents one Stora Enso R share. The trading volume on the NYSE was approximately 3% of the total cumulative trading volume during 2001.

Share Registers

The Company's shares are entered in the Book-Entry Securities System maintained by the Finnish Central Securities Depository (APK), which also maintains the official share register of Stora Enso Oyj. On 31 December 2001, 266 543 846 of the Company's shares were registered in the Swedish Securities Register Center as VPC shares and 117 744 111 of the Company's R shares were registered in ADR form in Citibank, N.A.

Conversion

According to the Articles of Association, holders of Stora Enso A shares may convert these shares into R shares during an annual period determined by the Board of Directors. During the conversion period 17–28 September 2001 a total of 4 524 requests for conversion were made. On the basis of these requests 9 312 271 A shares were converted into R shares.

Authorisations for 2001

The Annual General Meeting on 20 March 2001 authorised the Board of Directors to repurchase and dispose of not more than 9 679 000 A shares and not more than 35 586 000 R shares in the Company. The number of shares repurchased may not exceed 5% of the votes or the share capital. The authorisation is valid up to and including 19 March 2002.

The Board of Directors currently has no authorisations to issue shares, convertible bonds or bonds with warrants.

Share Repurchases and Cancellations

The Annual General Meeting on 20 March 2001 decided to lower the Company's share capital by EUR 39 390 190 through the cancellation of 910 600 A shares and 22 260 100 R shares. The shares were repurchased under the authorisation of the AGM 2000.

Under the year 2001 AGM authorisation not more than 9 679 000 A shares and not more than 35 586 000 R shares may be repurchased by the Company. Repurchases were initiated on 28 March 2001. By 2 January 2002, 799 400 A shares and 9 975 000 R shares had been repurchased, representing 8% and 28% of the respective target amounts. The average price paid for the A shares was EUR 12.06 and for the R shares EUR 11.63.

The composition of Stora Enso's share capital is shown in the Change in share capital table (page 24).

Option/Synthetic Option Programmes

Option/Synthetic Option Programmes

Stora Enso has three option/synthetic option programmes for key personnel. The years of issuance for the options/synthetic options are 1999, 2000 and 2001. Depending on local circumstances, holders will receive either cash compensation or an option to purchase shares already issued (not new shares).

Bonds with Warrants

The option programme for management comprises bonds with warrants issued in 1997 to members of the senior management. One warrant entitles the holder to subscribe for 3 000 new R shares.

Stora Enso North America Option Programme

Following the acquisition of Consolidated Papers, Inc. the Board of Directors decided to convert the Consolidated Papers' share option plans into share option plans of Stora Enso. The options entitle the holder to either cash compensation or an option to subscribe for shares already issued (not new shares). Detailed information about the Programmes can be found in note 23 on page 71.

Management Interests at 31 December 2001

At the end of 2001 members of Stora Enso's Board of Directors, the CEO and the Deputy CEO owned an aggregate total of 2 756 476 Stora Enso shares, of which 19 275 were A shares. These shares represent 0.3% of the Company's share capital and 0.1% of the voting rights. Through bonds with warrants the CEO is entitled to subscribe for 102 000 R shares representing 0.0% of the Company's share capital and voting rights. The CEO holds 332 500 options/synthetic options and the Deputy CEO 273 750.

At the end of 2001 members of the Management Group owned a total of 75 363 shares and through bonds with warrants were entitled to subscribe for 563 708 R shares. Management Group ownership represents 0.1% of the share capital and 0.0% of the voting rights after the exercise of the warrants. The Management Group holds 2 298 050 options/synthetic options.

Detailed information about Board and Management Group ownerships can be found in Note 23 on pages 72-73.

Shareholdings of other Group-related Bodies at 31 December 2001

E.J. Ljungberg's Training Fund owned 1 880 540 A shares and 4 831 804 R shares. E.J. Ljungberg's Fund owned 39 534 A shares and 101 579 R shares. Mr. and Mrs. Ljungberg's Testamentary Fund owned 5 093 A shares and 13 085 R shares. Stiftelsen Bergslagens Sjuk- och hälsovårdskassa owned 626 269 A shares and 1 609 483 R shares. Enso's pension fund had no shareholding in Stora Enso.

Shareholders

In June 2001 Investor AB, a Swedish investment company and a major shareholder, sold its total shareholding in Stora Enso to the Knut and Alice Wallenberg and Marianne and Marcus Wallenberg Foundations. Subsequent to the transaction the Finnish State is the largest single shareholder in the Company. However, since June 1998 the Finnish State has not been required to own Stora Enso shares.

When shareholders with holdings of more than 5% of the shares or votes are excluded, the free float of shares is approximately 648 million, corresponding to 75% of the total number of shares issued.

At the end of 2001 the Company had approximately 70 000 registered shareholders, of which about 45 000 are Swedish shareholders and about 3 000 ADR holders. Each nominee register is entered in the share register as one shareholder. Approximately 649 million (72%) of the Company's shares were registered in the name of a nominee.

Share Price Performance and Turnover

Helsinki

The Stora Enso R (STERV) share price rose during 2001 by 10% (30% decline in 2000). During the same period the HEX general index fell by 32%, the Helsinki portfolio index by 22% and the HEX forest index rose by 6%.

Stockholm

The Stora Enso R (STE R) share price rose during 2001 by 19% (26% decline in 2000). During the same period the Stockholmsbörsen All-Share index fell by 16% and the SX-15 Materials index rose by 27%.

New York

On the NYSE the Stora Enso ADR (SEO) share price rose during 2001 by 4% (31% increase in 2000). During the same period the Standard & Poor's Paper index rose by 0.8%.

The volume-weighted average price of the R share over the year was EUR 12.57 in Helsinki, SEK 115.61 in Stockholm and USD 10.95 in New York.

The cumulative trading volume in Helsinki was 548 547 206 shares (52% of total), in Stockholm 473 528 361 shares (45% of total) and in New York 29 751 700 shares (3% of total). Total market capitalisation in Helsinki at the year-end was EUR 13 billion.

Stora Enso Dividend Reinvestment and Direct Purchase Plan

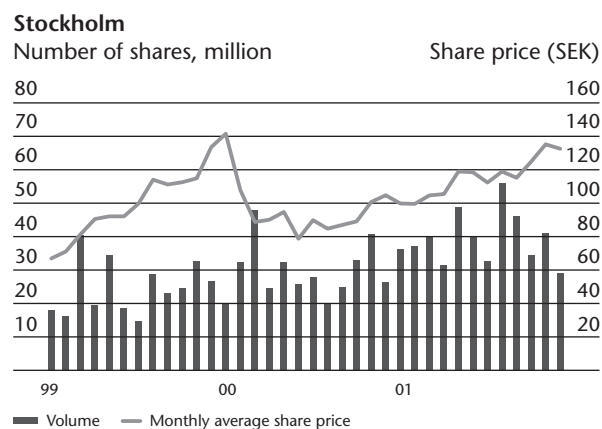
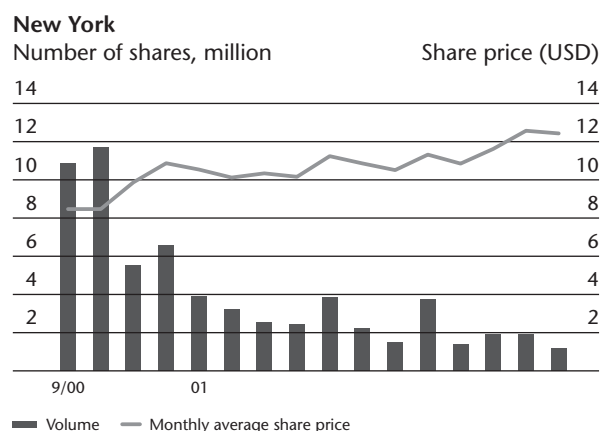
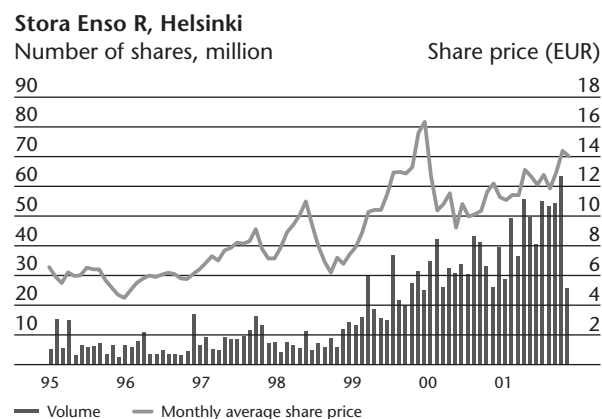
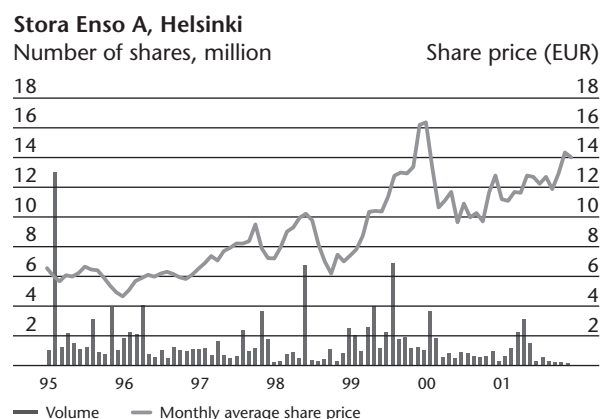
A dividend reinvestment and direct purchase plan for Stora Enso ADRs was established in January 2002 and is administered by Citibank, N.A. The plan makes it easier for existing ADR holders and first-time purchasers of Stora Enso ADRs to increase their investment by reinvesting cash dividends or by making additional cash investments. The plan is intended only for US residents and constitutes a means for Stora Enso to expand its retail shareholder base in the US.

Stora Enso is included in at least the following indices

- HEX General Index
- HEX 25
- HEX Portfolio Index
- HEX Forest Index
- Stockholm börsen All-Share
- OMX Index
- SX 15 Materials
- DJ Stoxx
- DJ Euro Stoxx
- DJ Stoxx Nordic 30
- DJ Stoxx Ex UK
- DJ Sustainability Index World
- DJ Sustainability Index STOXX
- FTSE Eurotop 300
- FTSE Norex 30
- FTSE Global Basic Industries
- FTSE 4Good
- MSCI Provisional Index

Further and updated information may be found on the Company's website www.storaenso.com/investors.

Monthly Share Price Performance and Volumes

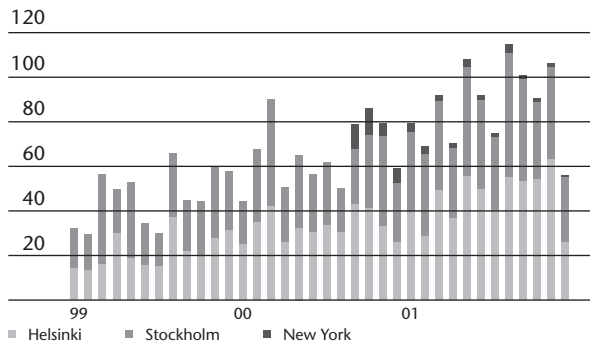


Share Price and Volume 2001

	Helsinki, EUR	Stocholm, SEK	New York, USD	
High	Series A	15.50	144.00	
	Series R	15.67	146.50	13.75
Low	Series A	10.10	90.00	
	Series R	10.12	90.50	9.15
Closing, 31 Dec 2001	Series A	14.20	133.50	
	Series R	14.38	133.00	12.26
Change from previous year, %	Series A	14.1	20.8	
	Series R	10.4	19.3	4.3
Cumulative trading volume	Series A	10 736 917	8 469 608	
	Series R	548 547 206	473 528 361	29 751 700

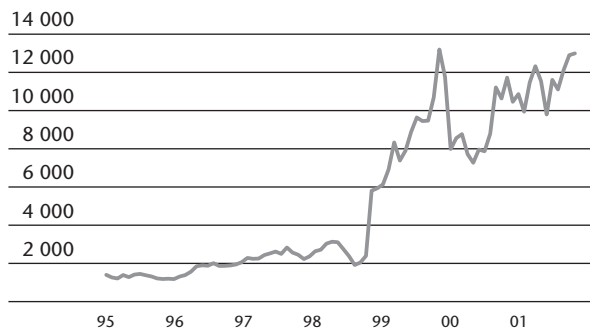
Monthly Volumes of Series R Share 1999–2001

Number of shares, million

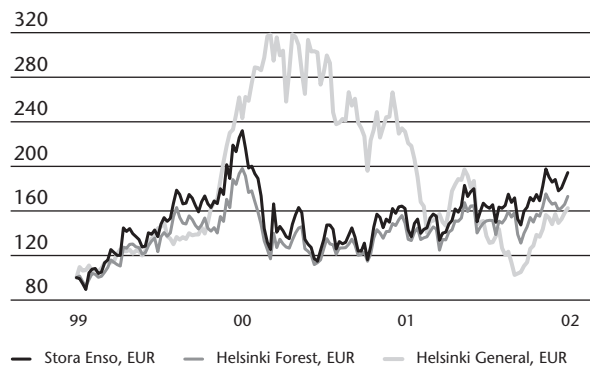


Market Capitalisation on Helsinki Stock Exchange

EUR million



Stora Enso versus Helsinki Indices

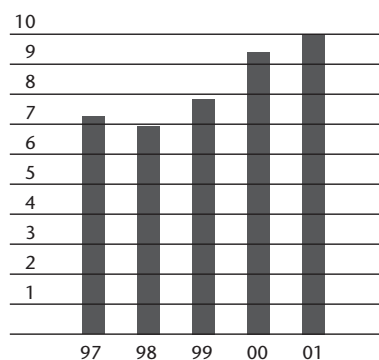


Distribution by Book-Entry System, 31 December 2001

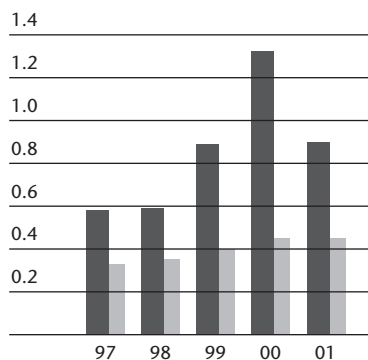
Number of Shares	Series A	Series R	Total
FCSD registered (Finnish Central Securities Depository)	108 510 790	413 916 721	522 427 511
VPC registered (Swedish Securities Register Center)*	75 755 227	190 788 619	266 543 846
Citibank administered ADRs*	0	117 744 111	117 744 111
FCSD waiting list	0	0	0
FCSD joint account	7 568	30 263	37 831
Total	184 273 585	722 479 714	906 753 299

*VPC registered shares and ADRs are both nominee registered in the FCSD

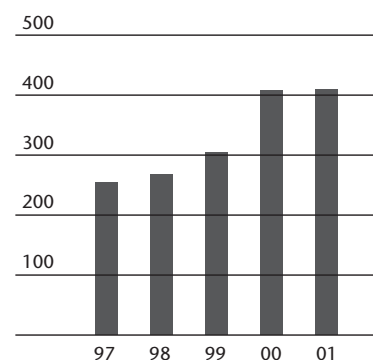
Equity per Share EUR



Earnings and Dividend per Share EUR



Distributed Dividend Amount EUR million



Target is to pay 1/3 of the net profit over the cycle

■ Earnings per share, excl. non-recurring items
■ Dividend per share

Major Shareholders as of 31 December 2001

By voting power	Series A	Series R	% of shares	% of votes
1 Finnish State	55 595 937	81 483 501	15.1	24.8
2 Knut and Alice Wallenberg Foundation	58 379 194	0	6.4	22.8
3 Social Insurance Institution of Finland	23 825 086	3 738 965	3.0	9.4
4 Varma-Sampo Mutual Pension Insurance Group	8 915 617	40 874	1.0	3.5
5 Sampo Group Sampo Life Insurance Company Limited If Industrial Insurance Ltd If P&C Insurance Company Ltd	7 261 289	0	0.8	2.8
6 Marianne and Marcus Wallenberg Foundation	4 744 192	0	0.5	1.9
7 Ilmarinen Mutual Pension Insurance Company	3 390 040	6 318 050	1.1	1.6
8 Suomi Group Suomi Mutual Life Assurance Company Suomi Insurance Company	3 359 800	748 350	0.5	1.3
9 Erik Johan Ljungberg's Training Fund	1 880 540	4 831 804	0.7	0.9
10 Robur	0	19 617 051	2.2	0.8
11 MP-Bolagen i Vetlanda AB	1 000 900	1 169 100	0.2	0.4
12 AMF Pensionförsäkrings AB	0	9 234 000	1.0	0.4
13 Bergslaget's Sick and Healthcare Foundation	626 269	1 609 483	0.3	0.3
14 Alecta (Insurance Company)	10 617	6 024 024	0.7	0.2
15 Lamar Mary M (ADRs)	0	4 518 998	0.5	0.2
Total	168 989 481	139 334 200	34.0	71.3

Share Distribution in Stora Enso, 31 December 2001

By size of holding, Series A	Shareholders	%	Shares	%
1 – 100	2 421	36.3	133 008	0.1
101 – 1 000	3 437	51.6	1 348 277	0.7
1 001 – 10 000	735	11.0	1 869 263	1.0
10 001 – 100 000	56	0.8	1 328 057	0.7
100 001 – 1 000 000	3	0.1	1 066 286	0.6
1 000 001 –	10	0.2	178 521 126	96.9
	6 662	100.0	184 266 017	100.0

According to the Finnish Central Securities Depository

By size of holding, Series R	Shareholders	%	Shares	%
1 - 100	4 343	27.1	280 612	0.0
101 – 1 000	8 903	55.6	3 808 563	0.5
1 001 – 10 000	2 410	15.0	6 745 639	0.9
10 001 – 100 000	279	1.7	7 942 189	1.1
100 001 – 1 000 000	74	0.5	24 645 452	3.4
1 000 001 –	14	0.1	679 026 996	94.0
	16 023	100.0	722 449 451	100.0

According to the Finnish Central Securities Depository

By shareholding %	% of shares	% of votes	% of shareholders
Finnish institutions	11.9	21.4	2.2
Finnish state	15.1	24.8	0.0
Finnish private owners	1.4	1.7	27.8
Swedish institutions	19.5	31.2	4.2
Swedish private owners	3.8	3.3	61.4
ADR holders	13.0	4.6	4.1
Under nominee names (Non-Finnish/Swedish owners)	35.3	13.0	0.3

Change in Share Capital 1998 – 2001

	No. of A shares issued	No. of R shares issued	Total no. of shares	Share capital FIM million	Share capital EUR million
Enso Oyj, 1 Jan 1998	116 729 125	194 361 705	311 090 830	3 110.9	
Conversion of A shares into R shares, 7-11 Sep 1998	-1 357 954	1 357 954			
Conversion of STORA A and B shares into Stora Enso Oyj A and R shares, 23 Dec 1998	128 023 484	320 465 375	448 488 859	1 374.0	
Stora Enso Oyj, 31 Dec 1998	243 394 655	516 185 034	759 579 689	7 595.8	
Conversion of A shares into R shares, 6-24 Sep 1999	-34 443 467	34 443 467			
Subscription of new R shares, 26 Oct 1999		30 000			
Stora Enso Oyj, 31 Dec 1999	208 951 188	550 658 501	759 609 689	7 596.1	
Subscription of new R shares, 26 Jan 2000		246 000			
Conversion of share capital into euro denomination, 4 May 2000					1 291.8
Share issue (Consolidated Papers, Inc.), new R shares in ADR form, 11 Sep 2000		167 367 577			284.5
Conversion of A shares into R shares, 16-27 Oct 2000	-14 454 732	14 454 732			
Stora Enso Oyj, 31 Dec 2000	194 496 456	732 726 810	927 223 266		1 576.3
Subscription of new R shares, 5 Jan 2001		312 000			
Subscription of new R shares, 16 Mar 2001		964 201			
Cancellation of repurchased shares, 9 Apr 2001	-910 600	-22 260 100	-23 170 700		-39.4
Subscription of new R shares, 29 May 2001		228 000			
Subscription of new R shares, 20 Jul 2001		773 522			
Conversion of A shares into R shares, 17-28 Sep 2001	-9 312 271	9 312 271			
Subscription of new R shares, 17 Oct 2001		238 287			
Subscription of new R shares, 29 Nov 2001		184 723			
Stora Enso Oyj, 31 Dec 2001	184 273 585	722 479 714	906 753 299		1 541.5
Subscription of new R shares, 10 Jan 2002		1 158 000			
Stora Enso Oyj, 10 Jan 2002	184 273 585	723 637 714	907 911 299		1 543.5

Option / Synthetic Option Programmes

Programme	Type	Year of issue	Number of staff	Strike price	Number of options issued	Exercise period
2001	Synthetic	2001	500	EUR 11.70	4 800 000	1 Apr 2004-31 Mar 2008
2000	Synthetic	2000	200	EUR 12.25	2 800 000	1 Apr 2003-31 Mar 2007
1999	Synthetic	1999	200	EUR 11.75	2 750 000	15 Jul 2002-15 Jul 2005
1997	Bonds with warrants	1997	15	FIM 45.57 (EUR 7.66)	3 000 000	1 Dec 1998-31 Mar 2004
North America	Stock options	2000	839	USD 6.9687 (EUR 7.91)	5 680 000	11 Sep 2000-4 Feb 2010

Key Share Ratios 1997 – 2001 (for calculations see page 97)

According to Helsinki Stock Exchange	1997	1998	1999	2000	2001
Earnings/share, EUR*	0.53	0.24	0.98	1.77	1.03
Earnings/share, diluted, EUR*	0.53	0.24	0.98	1.76	1.03
Earnings/share, excluding non-recurring items, EUR*	0.58	0.59	0.89	1.32	0.94
Cash earnings/share, EUR*	1.63	1.79	2.18	3.16	2.43
-excluding non-recurring items, EUR*	1.65	1.80	2.09	2.61	2.34
Equity/share, EUR*	7.28	6.94	7.84	9.41	10.03
Dividend/share, EUR*	0.33	0.35	0.40	0.45	0.45**
Payout ratio, excluding non-recurring items, %*	57	59	45	34	48
Dividend yield, %*					
Series A	4.6	4.6	2.3	3.5	3.2
Series R	4.6	4.6	2.3	3.6	3.1
Price/earnings ratio (P/E)*					
Series A	13.4	31.1	17.9	7.3	15.1
Series R	13.3	31.5	17.6	7.1	15.3
Share prices for the period, EUR***					
Series A					
-closing price	7.15	7.57	17.60	12.86	14.20
-average price	7.75	9.14	11.21	12.01	12.24
-highest price	9.86	11.77	17.60	18.70	15.50
-lowest price	6.22	5.40	6.45	8.95	10.10
Series R					
-closing price	7.10	7.67	17.31	12.60	14.38
-average price	7.97	8.35	11.84	11.27	12.57
-highest price	10.01	11.86	17.70	19.00	15.67
-lowest price	6.17	5.30	6.60	8.70	10.12
Market capitalisation at year-end, EUR million***					
Series A	834	1 842	3 677	2 501	2 617
Series R	1 379	3 959	9 532	9 232	10 389
Total market capitalisation at year-end, EUR million***	2 214	5 801	13 209	11 733	13 006
Number of shares at end of period, (thousands)***					
Series A	116 729	243 395	208 951	194 496	184 274
Series R	194 362	516 185	550 659	732 727	723 638
Total number of shares at end of period, (thousands)***	311 091	759 580	759 610	927 223	907 912
Trading volume, (thousands)					
Series A	16 321	12 749	28 349	12 917	10 737
% of total number of A shares****	9.4		12.1	6.7	5.8
Series R	109 698	87 113	259 287	396 783	548 547
% of total number of R shares****	80.3		49.3	55.4	75.8
Average number of shares (thousands)					
-basic*	759 574	759 574	759 580	812 040	901 506
-diluted*	759 691	759 822	760 628	813 488	902 297

*Proforma STORA and Enso figures for years 1997-1998. **Board of Director's proposal to the AGM. ***Figures based on market information are calculated from Enso Oyj's figures before 29 December 1998. ****1998 figures are not available due to the merger on 29 December 1998, figures before 1998 are based on Enso Oyj's figures.