

ANNUAL GENERAL MEETING

UNOFFICIAL TRANSLATION (Translation of the original and signed document in the Finnish language. In case of any discrepancies between the Finnish language version and English language version, the Finnish language version is prevailing)

ANNUAL GENERAL MEETING OF ASPOCOMP GROUP PLC

Time: March 26, 2015 at 10:00 - 10.58 am (EET)

Place: Keilaranta 1, 1st floor, Auditorium, Espoo, Finland

Present: Shareholders were present at the meeting, in person or represented by legal representative or proxy, in accordance with the list of votes adopted at the meeting.

In addition, the members of the Board of Directors, company's CEO Mikko Montonen, company's auditor APA Markku Katajisto, invitees of the Board of Directors LL.M. Timo Lappi and LL.M., Trained on the Bench Joni Paananen as well as meeting officials were present at the meeting.

1 §

OPENING OF THE MEETING

The chairman of the Board of Directors, Päivi Marttila, opened the meeting.

2 §

CALLING THE MEETING TO ORDER

Timo Lappi, LL.M., was elected as chairman of the Annual General Meeting, and he called Joni Paananen, LL.M., Trained on the Bench, to act as secretary.

The chairman explained the procedures for handling matters on the meeting agenda.

3 §

ELECTION OF PERSONS TO SCRUTINIZE THE MINUTES AND TO SUPERVISE THE COUNTING OF VOTES

Jouni Koskinen and Tero Pääрни were elected to scrutinize the minutes and to supervise the counting of votes.

4 §

RECORDING THE LEGALITY OF THE MEETING

It was noted that the summons to the General Meeting had been published on February 26, 2015 as a stock exchange release and on the company's website on the Internet.

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It was noted that the General Meeting had been convened in accordance with the Articles of Association and the Companies Act and that it was thus legally convened and constituted a quorum.

The summons to the General Meeting was attached to the minutes (**Appendix 1**).

5 §

RECORDING THE ATTENDANCE AT THE MEETING AND ADOPTION OF THE LIST OF VOTES

The list recording the attendance at the beginning of the meeting and the corresponding list of votes were presented, whereby at the beginning of the General Meeting, a total of 22 shareholders were present in person or represented by legal representative or by proxy. It was noted that at the beginning of the meeting 1,598,794 shares and votes were represented.

The list recording the attendance at the beginning of the meeting and the corresponding list of votes was attached to the minutes (**Appendix 2**).

It was noted that the list of votes will be adjusted to correspond to the attendance at the beginning of a possible vote.

6 §

PRESENTATION OF THE ANNUAL ACCOUNTS, THE CONSOLIDATED ANNUAL ACCOUNTS, THE REPORT OF THE BOARD OF DIRECTORS AND THE AUDITOR'S REPORT FOR THE YEAR 2014

It was noted that the annual accounts documents and the auditor's report had been available for inspection on the company's website on the Internet as of 5 March 2015 onwards and that they were also available at the meeting venue.

It was noted that the annual accounts for the year 2014 constitute of the profit and loss statement, the balance sheet and the financial statement including annexes, as well as the consolidated annual accounts and the annual report given by the Board of directors.

CEO Mikko Montonen held a presentation in which he handled the most significant events during the year 2014 as well as certain key figures.

The presentation by the CEO was attached to the minutes (**Appendix 3**).

The annual accounts documents were attached to the minutes (**Appendix 4**).

The auditor's report was presented and attached to the minutes (**Appendix 5**).

ANNUAL GENERAL MEETING**7 §****ADOPTION OF THE ANNUAL ACCOUNTS AND THE CONSOLIDATED ANNUAL ACCOUNTS**

The General Meeting adopted the annual accounts and the consolidated annual accounts for the financial period ended 31 December 2014.

8 §**USE OF THE PROFIT SHOWN ON THE BALANCE SHEET**

It was noted that the loss of parent company Aspocomp Group Plc for the financial year was EUR 3,557,491.98.

The General Meeting resolved in accordance with the proposal of the Board of Directors that the parent company's loss for the financial period of EUR 3,557,491.98 shall be transferred to the accrued earnings account, and that no dividend shall be distributed.

9 §**RESOLUTION ON THE DISCHARGE FROM LIABILITY OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE CEO**

It was noted that granting discharge from liability for the financial year 2014 concerns the following persons:

- Johan Hammarén, member of the Board of Directors
- Tuomo Lähdesmäki, member of the Board of Directors
- Päivi Marttila, chairman of the Board of Directors
- Kari Vuorialho, member of the Board of Directors
- Sami Holopainen (CEO) until May 14, 2014
- Mikko Montonen (CEO) as of May 15, 2014

The General Meeting resolved to grant discharge from liability for the abovementioned persons for the financial period 1 January 2014 - 31 December 2014.

10 §**RESOLUTION ON THE REMUNERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS**

The General Meeting resolved in accordance with the proposal of the Board of Directors that the chairman of the Board of Directors shall be paid EUR 30,000 and the other members EUR 15,000 each in remuneration for the term of office. The General Meeting further resolved that EUR 1,000 per meeting to the chairman and EUR 500 per meeting to the other members of the Board shall be paid as meeting remuneration.

The General Meeting also resolved that the members of the Board of Directors shall be reimbursed for reasonable travel and lodging costs. Travel and lodging costs shall

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however not be compensated to those members of the Board of Directors who reside in the greater Helsinki area when the meetings are held in the greater Helsinki area.

11 §**RESOLUTION ON THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS**

The General Meeting resolved in accordance with the proposal of the Board of Directors that the amount of members of the Board of Directors shall be three (3).

12 §**ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS**

It was noted that in accordance with 4 § of the Articles of Association the members of the Board of Directors are elected for a term of office ending at the closing of the Annual General Meeting following the election.

The General Meeting resolved in accordance with the proposal of the Board of Directors to elect the following persons as members of the Board of Directors for a term ending at the closing of the Annual General Meeting of year 2015: Tuomo Lähdesmäki, Päivi Marttila and Kaarina Muurinen.

13 §**RESOLUTION ON THE REMUNERATION OF THE AUDITOR**

The General Meeting resolved in accordance with the proposal of the Board of Directors that the auditor's fees shall be paid according to the auditor's invoice.

14 §**ELECTION OF AUDITOR**

The General Meeting resolved in accordance with the proposal of the Board of Directors to elect PricewaterhouseCoopers Oy, Authorized Public Accountants as the company's auditor for a term ending at the closing of the Annual General Meeting of year 2015. It was noted that PricewaterhouseCoopers Oy had notified that Markku Katajisto, Authorized Public Accountant, will continue to act as the principal auditor.

15 §**AUTHORIZING THE BOARD OF DIRECTORS TO DECIDE ON THE ISSUANCE OF SHARES AS WELL AS THE ISSUANCE OF OPTIONS AND OTHER SPECIAL RIGHTS**

The General Meeting resolved in accordance with the proposal of the Board of Directors to authorize the Board of Directors to, in one or more transactions, decide on the issuance of shares as well as the issuance of options and other special rights entitling to shares referred to in chapter 10, section 1 of the Companies Act as follows:

The number of shares to be issued based on the authorization may in total amount to a maximum of 640,000 shares.

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The Board of Directors decides on all the terms and conditions of the issuances of shares, options and special rights entitling to shares. The authorization concerns both the issuance of new shares as well as conveyance of company's own shares. The issuance of shares, options and other special rights entitling to shares referred to in chapter 10, section 1 of the Companies Act may be carried out in deviation from the shareholders' pre-emptive rights (directed issue).

The authorization cancels the authorization given by the General Meeting on April 23 2013 to resolve on the issuance of shares and other special rights entitling to shares. The authorization is valid until June 30, 2016.

16 §**CLOSING OF THE MEETING**

It was noted that the decisions made in the General Meeting had been supported by all the shares represented unless otherwise stated in the minutes.

The chairman noted that all matters on the agenda had been handled and that the minutes of the meeting will be available on the company's website (www.aspocomp.com) at the latest within two weeks of the meeting.

The chairman closed the meeting at 10:58 am.

Chairman of the General Meeting: Timo Lappi
Timo Lappi

In fidem: Joni Paananen
Joni Paananen

Minutes reviewed and confirmed: Jouni Koskinen
Jouni Koskinen

Tero Pääрни
Tero Pääрни

Appendices:

Appendix 1	Summons to the General Meeting
Appendix 2	The attendance of the meeting and the list of votes
Appendix 3	Presentation by the CEO
Appendix 4	Annual accounts documents
Appendix 5	Auditor's report