

Resolutions of the Annual General Meeting of Componenta

The Annual General Meeting of Componenta Corporation, held on 23 February 2012, adopted the annual accounts for the financial period from 1 January to 31 December 2011 and discharged the members of the Board of Directors and the CEO from liability concerning the financial period. In accordance with the proposal of the Board of Directors, the General Meeting resolved that no dividend shall be distributed for the year 2011.

The Board of Directors and auditor

The number of the members of the Board of Directors was resolved to be seven. The General Meeting decided to re-elect Pii Kotilainen, Heikki Lehtonen, Marjo Miettinen and Juhani Mäkinen, currently members of the Board of Directors, as members of the Board of Directors for the following term of office, and elect Riitta Palomäki, Matti Ruotsala and Harri Suutari as new members of the Board of Directors.

In its organization meeting held after the General Meeting, the Board of Directors elected Harri Suutari as Chairman of the Board and Juhani Mäkinen as Vice Chairman of the Board. In the same meeting the Board of Directors decided to establish an audit committee and elected Riitta Palomäki as the Chairman and Marjo Miettinen and Juhani Mäkinen as members of the audit committee. All members of the audit committee are independent of the company and its significant shareholders.

The General Meeting resolved that the yearly remuneration payable to the Chairman of the Board shall be 60,000 euro and the remuneration payable to other members of the Board of Directors shall be 30,000 euro. In addition, the members of the committees of the Board of Directors will be paid 5,000 euro. Travel expenses shall be compensated during the financial period from 1 January to 31 December 2012 in accordance with the company's travel rules.

The General Meeting elected Authorised Public Accounting firm, PricewaterhouseCoopers Oy, as the company's auditor.

Authorisation of the Board of Directors to resolve on a share issue and an issue of special rights entitling to shares

The General Meeting resolved to authorize the Board of Directors, in accordance with its proposal, to resolve on a share issue and an issue of special rights entitling to shares as referred to in Chapter 10, Section 1 of the Companies Act in one or several instalments, either against payment or without payment. The aggregate amount of shares to be issued, including the shares to be received based on special rights, shall not exceed 8,000,000 shares. The Board of Directors may resolve to issue either new shares or to transfer treasury shares potentially held by the company.

The authorisation entitles the Board of Directors to resolve on all conditions for the share issue and the issue of special rights entitling to shares, including the right to derogate from the pre-emptive right of the shareholders. The authorisation may be used to strengthen the balance sheet and financial position of the company or to other purposes to be resolved on by the Board of Directors.

The authorisation is in force for five (5) years from the resolution of the General Meeting. The authorisation does not cancel the authorisation to resolve on a share issue and issue of special rights entitling to shares given to the Board of Directors by the Extraordinary General Meeting on 8 September 2009.

Helsinki, 23 February 2012

COMPONENTA CORPORATION

Heikki Lehtonen
President and CEO

Casting Future **SOLUTIONS**

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Componenta is a metal sector company with international operations and production plants located in Finland, Turkey, the Netherlands and Sweden. The net sales of Componenta were EUR 576 million in 2011 and its share is listed on the NASDAQ OMX Helsinki. The Group employs approx. 4,700 people. Componenta specializes in supplying cast and machined components and total solutions made of them to its global customers who are manufacturers of vehicles, machines and equipment.