

RESOLUTIONS PASSED BY THE ANNUAL GENERAL MEETING OF MARTELA CORPORATION

Martela Corporation's Annual General Meeting was held on Tuesday, March 10, 2015. The Meeting approved the Financial Statements and discharged the members of the Board of Directors and CEO from liability for the financial period January 1 – December 31, 2014. The Board of Directors proposal for a dividend of EUR 0.10 /share was approved. The record date for dividend payments is March 12, 2015 and the dividend will be paid on March 19, 2015.

The Annual General Meeting confirmed that the Board of Directors will consist of seven members and Mr. Heikki Ala-Ilkka, Ms. Kirsi Komi, Mr. Eero Leskinen, Mr. Heikki Martela, Ms. Pinja Metsäranta and Mr. Yrjö Närhinen re-elected as members of the Board of Directors and Mr. Eero Martela elected as a new member of the Board of Directors. The Annual General Meeting resolved a monthly compensation of EUR 3,000 be paid for the Chairman of the Board and EUR 1,500 for the Board Members.

Authorized Public Accountant KPMG Oy Ab was re-elected as the company's auditor. The remuneration of the auditor will be paid according to their invoice.

The Annual General Meeting authorized the Board in accordance with the proposal of the Board of Directors to decide on the repurchase of a maximum of 415,560 Company's own A shares. Own shares will be repurchased in public trading on Nasdaq Helsinki at the market price of the shares as per the time of repurchase. Own shares may be repurchased when necessary as a part of the Company's salary and incentive scheme, for use in conjunction with corporate acquisitions and other business arrangements, if the Board deems this is in the interest of the shareholders in light of the company's share indicators, or if the Board deems it is an economical way of using liquid assets, or for some other similar purpose. The share repurchase authorization includes the right to repurchase shares otherwise than in proportion of the shareholdings. This share repurchase authorization will be valid for one year from the decision of the Annual General Meeting.

The Annual General Meeting authorized the Board in accordance with the proposal of the Board of Directors to resolve to issue a maximum of 415,560 new A shares and/or to dispose of the Company's own A shares held by the Company either against payment or without payment. The new shares may be issued and the shares held by the Company may be disposed to the shareholders in proportion to their current shareholdings of the Company's shares or through a directed share issue deviating from the shareholders pre-emptive right if the Company has a weighty financial reason in doing so. The authorization includes the Board of Directors' right to resolve on other terms of the share issue. The authorization will be valid for one year from the decision of the Annual General Meeting.

In Helsinki, March 10, 2015

Heikki Martela
Managing Director

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