

ANNUAL GENERAL MEETING OF COMPONENTA CORPORATION ON 16 MAY 2019

- Time:** 16 May 2019 from 1:00 p.m. – 2:28 p.m.
- Place:** Messukeskus Helsinki, meeting room 201, Messuaukio 1, Helsinki, Finland
- Present:** The shareholders listed in the register of votes confirmed at the Meeting (Appendix 1) were present or represented at the Meeting.

In addition, members of the company's Board of Directors, Board Member nominee Harri Pynnä, company's President and CEO, company's auditor, members of the company's top management, Attorney-at-Law Andreas Doepel and technical staff were present at the Meeting.

1 Opening of the Meeting

Petteri Walldén, the Chairman of the Board, opened the Meeting, welcomed those present and gave a presentation on the activities of the Board of Directors.

2 Calling the meeting to order

Andreas Doepel, Attorney-at-Law, was elected as Chairman of the Meeting and he called Mervi Immonen, LL.M., as secretary of the Meeting.

The Chairman of the Meeting explained the procedures for discussing the matters on the Meeting agenda.

The Chairman explained the meeting procedures and the voting instructions given by nominee-registered shareholders in advance. It was noted that the voting instructions included only supportive votes. The voting instructions were attached to the Meeting Minutes (Appendix 2).

It was noted that an agenda for the Annual General Meeting (Appendix 3) had been delivered to those present, and that the Meeting would deal with matters in the order stated in the agenda.

3 Election of persons to examine the minutes and to supervise the counting of votes

Jan Lehtinen was elected as Examiner of the Minutes and Matti Tuominen was elected as Supervisor of Counting of the Votes.

4 Recording the legality of the meeting

It was noted that the Notice to the Meeting had been published on the Company's website and as a stock exchange release on 12 April 2019. At the same time the proposals by the Board of Directors have been published on the Company's website. The financial statements have been available for review on the Company's website as of 12 April 2019, indicating that the documents have been presented and made available no later than three (3) weeks before the General Meeting as required by the Companies Act.

It was noted that that the Meeting was duly convened in accordance with the Company's Articles of Association and the Companies Act and, thus, the Meeting constituted a quorum.

The Notice to the Meeting was attached to the Minutes (Appendix 4).

5 Recording the attendance at the meeting and adoption of the list of votes

The register of attendance as at the beginning of the Meeting and the list of votes were presented and, based on the record, 48 shareholders were represented at the Meeting either in person or by a legal representative or proxy. It was noted that at the beginning of the Meeting, 25 203 297 shares representing in total 25 203 297 votes were represented at the Meeting.

The register of attendees and votes at the beginning of the Meeting were attached as an appendix to the Minutes (Appendix 1). It was noted that the Register of Votes shall be re-confirmed to represent the current attendance in case of a vote.

6 Presentation of the Financial Statements, the Report by the Board of Directors and the Auditor's Report for the year 2018

Harri Suutari, the President and CEO of the Company, gave a presentation on the Company's activities during the year 2018 and answered questions from the shareholders.

The Company's Financial Statements, the Consolidated Financial Statements, and the Report of the Board of Directors for the financial year 1 January – 31 December 2018 were presented to the Meeting.

Company's Responsible Auditor, Authorized Public Accountant Samuli Perälä gave a presentation on the Auditor's Report and answered questions from the shareholders.

It was noted that the documents concerning the Company's audit had been available on the Company's website for the time period leading up to the Meeting as required by the Companies Act.

The Financial Statements and the associated documentation were attached to the Minutes (Appendix 5).

The Auditor's Report was attached to the Minutes (Appendix 6).

7 Adoption of the Financial Statements

The General Meeting adopted the Financial Statements and the Consolidated Financial Statements for the financial year 1 January – 31 December 2018.

8 Resolution on the use of the profit shown on the balance sheet and payment of dividend

It was resolved, in accordance with the proposal of the Board of the Directors, not to pay dividend based on the adopted balance sheet for the financial year ending 31 December 2018.

9 Resolution on the discharge of the members of the Board of Directors and the President and CEO from liability

It was resolved to discharge the members of the Board of Directors and the President and CEO from liability for the financial year 1 January – 31 December 2018.

10 Resolution on the remuneration of the members of the Board of Directors

It was noted that the Nomination Board has proposed that the remuneration of the members of the Board of Directors as well as the compensation for travel expenses are resolved upon as described in the proposal in the Notice to the Annual General Meeting.

It was resolved, in accordance with the proposal of the Nomination Board, that annual remuneration of the members of the Board of Directors elected for the term of office lasting until the Annual General Meeting of 2020 is paid as follows: The Chairman of the Board of Directors is paid EUR 50,000 and members of the Board of Directors are each paid EUR 25,000. In the event the Board of Directors resolves to establish Board Committees, members of the Board Committees are each paid EUR 5,000 as annual remuneration. It was also resolved that the travel expenses of the members of the Board of Directors are compensated in accordance with the Company's travel rules.

11 Resolution on the number of members of the Board of Directors

It was noted that according to the Company's Articles of Association, the Company's Board of Directors consists of three to seven (3-7) ordinary members.

It was noted that the Nomination Board has proposed to the Meeting that four members shall be elected to the Board of Directors.

It was resolved, in accordance with the proposal of the Nomination Board, that the number of members in the Board of Directors shall be confirmed to be four (4).

12 Election of members of the Board of Directors

It was noted that the Nomination Board has proposed to the Meeting that the current members of the Board of Directors, Petteri Walldén, Anne Leskelä and Asko Nevala are re-elected as Board members and Harri Pynnä is elected as a new Board member.

It was noted that all nominated persons had given their consent to the position.

Harri Pynnä presented himself to the Meeting.

It was resolved, in accordance with the proposal of the Nomination Board, that Anne Leskelä, Asko Nevala, Harri Pynnä and Petteri Walldén, are elected members of the Board of Directors for the following term of office ending at the closing of the next Annual General Meeting.

13 Election of the auditor

It was noted that the Board of Directors has proposed that Authorized Public Accounting firm PricewaterhouseCoopers Oy is elected as the Auditor of the Company for the following term of office. PricewaterhouseCoopers Oy has informed that Samuli Perälä, Authorized Public Accountant, will act as the Responsible Auditor should it be elected as the Auditor of the Company.

It was noted that the nominated auditor had given its consent to the position.

It was resolved, in accordance with the proposal of the Board of Directors, that Authorized Public Accounting firm PricewaterhouseCoopers Oy is elected as the Auditor of the Company. Samuli Perälä, Authorized Public Accountant, will act as the Responsible Auditor as appointed by PricewaterhouseCoopers Oy. The term of office of the auditor ends at the closing of the next Annual General Meeting.

It was resolved that the auditor is remunerated according to the invoice approved by the company.

14 Amendment of the Articles of Association

It was noted that the Board of Directors has proposed to the Annual General Meeting that the general meetings may be held, in addition to the domicile of the company, alternatively in Vantaa, Espoo or Karkkila. Section 8 of the Articles of Association is therefore proposed to be amended to read as follows:

“8. Notice of General Meeting

The notice of the General Meeting shall be delivered by releasing the notice of meeting on the company’s webpage and as stock exchange release no more than three (3) months and no less than three (3) weeks prior to the General Meeting, however, always at least nine (9) days prior to the record date of the General Meeting. The Board of Directors may in addition decide to announce the notice of meeting in other ways.

A shareholder wishing to participate in the General Meeting shall register his/her participation as required in the notice of meeting and at the latest on the date stated in the notice, which date may be no earlier than ten (10) days before the meeting.

The general meeting of shareholders may be held either at the company's domicile or in Vantaa, Espoo or Karkkila.”

It was resolved, in accordance with the proposal of the Board of Directors, to amend the Articles of Association.

15 Closing of the Meeting

It was recorded that all resolutions made at the Annual General Meeting were supported by all shareholders present at the Meeting.

The Chairman of the Meeting noted that all matters on the agenda had been attended to and that the Minutes will be available on the Company's website on 30 May 2019 at the latest.

The Chairman thanked the participants of the Meeting and declared the Meeting closed.

Witnessed by

Andreas Doepel
Chairman

Mervi Immonen
Secretary

Minutes examined and approved

Jan Lehtinen
Examiner of the Minutes

Appendices

Appendix 1	Register of Votes
Appendix 2	Summary of the voting instructions provided by nominee registered shareholders
Appendix 3	Agenda
Appendix 4	Notice for the Meeting
Appendix 5	Financial Statements
Appendix 6	Auditor's Report