

ASPOCOMP GROUP PLC

PROPOSALS OF THE BOARD OF DIRECTORS TO THE ANNUAL GENERAL MEETING OF 26 APRIL 2012

1. Resolution on the use of the profit shown on the balance sheet

The Board of Directors proposes to the Annual General Meeting that it would resolve not to pay any dividend to the shareholders for the financial year 1 January 2011 - 31 December 2011.

2. Resolution on the remuneration of the members of the Board of Directors

The Board of Directors proposes to the Annual General Meeting that the chairman of the Board of Directors be paid EUR 30 000 and the other members be paid EUR 15 000 each in remuneration for their term of office. The Board of Directors proposes that 60% of such remuneration be paid in cash and that the other 40% be paid in shares of the company. According to the proposal, the remuneration shares would be acquired by a broker on behalf and in the name of the members of the Board of Directors and the company would pay the purchase of the shares to the members of the Board of Directors. The shares would be acquired to the members of the Board of Directors within two weeks following the release of the result of the second quarter of the year 2012. The number of the remuneration shares would be determined based on the market quotation of the shares at the time of purchase. The Board of Directors further proposes that EUR 1 000 would be paid as remuneration per meeting to the chairman and EUR 500 per meeting would be paid to the other members of the Board. The Board of Directors also proposes that the members of the Board of Directors be reimbursed for reasonable travel and lodging costs. Travel and lodging costs would 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.

3. Resolution on the number of members of the Board of Directors

The Board of Directors proposes to the Annual General Meeting that three (3) members be elected to the Board of Directors.

4. Election of members of the Board of Directors

The Board of Directors proposes to the Annual General Meeting that the following current members of the Board of Directors be re-elected according to their consents: Mr. Johan Hammarén, Mr. Tuomo Lähdesmäki, and Mr. Kari Vuorialho. In accordance with the Articles of Association of the company, the term of office of the members of the Board of Directors ends at the closing of the Annual General Meeting following the election.

5. Resolution on the remuneration of the auditor

The Board of Directors proposes to the Annual General Meeting that the auditor's fees be paid according to the auditor's invoice.

6. Election of auditor

The Board of Directors proposes to the Annual General Meeting that PricewaterhouseCoopers Oy, Authorized Public Accountants be re-elected as the company's auditor. PricewaterhouseCoopers Oy has notified that Mr. Markku Katajisto, Authorized Public Accountant, will act as the principal auditor.

ASPOCOMP GROUP PLC
BOARD OF DIRECTORS