

MARTELA CORPORATION FINANCIAL STATEMENTS RELEASE 6 February 2013 at 8.30 a.m.

MARTELA CORPORATION'S FINANCIAL STATEMENTS, 1 JANUARY - 31 DECEMBER 2012

Consolidated revenue up, operating result worse than previous year

Key figures:

EUR million	10-12 2012	10-12 2011	1-12 2012	1-12 2011
- Revenue	40.8	39.0	142.7	130.7
- Change in revenue %	4.7	14.5	9.2	20.6
- Operating result	0.3	1.9	-0.9	2.6
- Operating result %	0.8	4.9	-0.6	2.0
- Earnings per share, EUR	-0.01	0.36	-0.51	0.39
- Return on investment, %	2.5	18.4	-2.7	6.0
- Return on equity, %	-0.8	19.1	-7.1	5.1
- Equity ratio, %			42.6	44.7
- Gearing, %			28.6	-2.6

The Martela Group anticipates that its revenue in 2013 will be at about the 2012 level, and that its operating result will show a year-on-year improvement.

Market

The demand for office furniture was still fairly high in Finland, Sweden and Poland during the first half of 2012, but significant uncertainty was seen in customers' decision-making after the summer, for the first time in the year. The effects of the uncertainty in the international economy grew distinctly towards the end of the year and became evident as a slackening in demand, especially on the Finnish market.

Statistics on office construction in Finland are available for the first three quarters (January-September) of 2012, and these indicate that 39 per cent more office space (square metres) was built than in the same period the previous year. At the same time, however, fewer building permits (-4%) were granted than a year earlier, and there were also 10 per cent fewer new office building starts. The figures also indicate a slight weakening in the construction outlook in late September.

Consolidated revenue and result

Consolidated revenue for the fourth quarter was EUR 40.8 million (39.0), an increase of 4.7 per cent on the previous year. Consolidated revenue in 2012 was EUR 142.7 million (130.7), an increase of 9.2 per cent on the previous year. This was partly due to the acquisition of the Grundell companies at the end of 2011, though revenue also grew in the traditional sales channels in Finland. By contrast, Martela did not manage to boost revenue on other main markets. Instead, revenue in both Business Unit Sweden and Norway and Business Unit Poland fell slightly year on year. The Martela Group's like-for-like revenue growth (excluding the Grundell acquisition) was 4.7 per cent for the year.

Business Unit Finland's revenue was up by 10.7 per cent. Business Unit Sweden & Norway's revenue was down by 1.0 per cent, and Business Unit Poland's by 1.2 per cent, calculated in local currencies. Movements in exchange rates did not have a significant impact on the Group's revenue.

During the fourth quarter, operating result decreased to EUR 0.3 million (1.9). The 2012 operating result was EUR -0.9 million (2.6), which was -0.6 per cent (2.0) of revenue. The Group's result was adversely affected by the investment in business development made during the year, and by the reorganisation of the Danish business in the latter part of the year. In addition, demand did not reach the forecast level late in the year, especially in Finland, due to the general weakening of the economy. Following the acquisition of Grundell the previous year, the integration of service production proceeded as planned.

The result before taxes was EUR -1.8 million (1.9), and the result after taxes was EUR -2.0 million (1.6).

Segment reporting

The business segments are based on the Group's operating structure and internal financial reporting.

Sales between segments are reported as part of the segments' revenue. The segment results presented are their operating results, because tax items and financial items are not allocated by segment. The Group's assets and liabilities are not allocated or monitored by segment in the internal financial reporting. The revenue and operating result are as recorded in the consolidated financial statements.

Business Unit Finland is responsible for sales and marketing, service production and product manufacturing in Finland. Martela has an extensive sales and service network covering the whole of Finland, with a total of 28 sales centres. Business Unit Finland's logistics centre is in Nummela.

Business Unit Sweden & Norway's sales are handled through dealers. In addition, the Business Unit has its own sales and showroom facilities at three locations: Stockholm and Bodafors in Sweden and Oslo in Norway. The Business Unit's logistics centre and order handling are also located in Bodafors. The sales company in Oslo acts as a supporting organisation for Norway's dealer network.

Business Unit Poland is responsible for the sales and distribution of Martela products in Poland and eastern Central Europe. Sales in Poland are organized via the sales network maintained by the Business Unit. The company has altogether 7 sales centres in Poland. Business Unit Poland is based in Warsaw, where it has its logistics centre and administration.

'Other segments' includes the business activities of Kidex Oy and Business Unit International. Business Unit International's main market areas are Russia, Denmark and Estonia. Exports are also made to the Netherlands, Germany and Japan. In addition, the unit is responsible for managing the Group's key international accounts. In Russia, sales are organised by the unit's own subsidiaries, and in other markets through local authorised importers.

Revenue by segment

EUR million	Finland	Sweden & Norway	Poland	Other segments	Total
1.1.2012-31.12.2012					
External Revenue	98.1	20.1	12.7	11.9	142.7
Internal Revenue	0.0	2.2	0.0	13.2	15.4
Total 2012	98.1	22.3	12.7	25.0	
1.1.2011-31.12.2011					
External Revenue	88.6	20.6	12.9	8.6	130.7
Internal Revenue	0.8	1.6	0.1	13.2	15.6
Total 2011	89.4	22.1	13.0	21.8	
External revenue change %	10.7%	-2.2%	-1.7%	37.2%	9.2%

Change in segments' external revenue and percentage of consolidated revenue

EUR million	10-12		Change-%	1-12		Change-%	2012	2011
	2012	2011		2012	2011		share-%	share-%
Finland	26.1	26.4	-0.9%	98.1	88.6	10.7%	68.7 %	67.8 %
Sweden & Norway	6.0	5.9	2.2%	20.1	20.6	-2.2%	14.1%	15.7 %
Poland	4.9	4.0	22.1%	12.7	12.9	-1.7%	8.9 %	9.9 %
Other segments	3.7	2.6	40.7%	11.9	8.6	37.2%	8.3 %	6.6 %
Total	40.8	39.0	4.7%	142.7	130.7	9.2%	100.0 %	100.0 %

Operating result by segment

EUR million	10-12	10-12	1-12	1-12
	2012	2011	2012	2011
Finland	1.1	2.5	3.9	6.5
Sweden & Norway	0.0	0.2	-0.7	0.3
Poland	0.2	0.0	-1.2	-0.6
Other Segments	-1.2	-0.1	-3.0	-2.3
Other	0.2	-0.6	0.2	-1.2
Total	0.3	1.9	-0.9	2.6

The item 'Others' includes non-allocated Group functions and non-recurring sales gains and losses.

Financial position

Despite the weakened cash flow, the Group's financial position continues to be stable. The cash flow in 2012 was affected by the capital expenditure undertaken and by the weak result trend. In the coming year, the Group will also be paying close attention to control its working capital more efficiently.

Interest-bearing liabilities at the end of the year were EUR 15.3 million (11.1) and net interest-bearing liabilities were EUR 7.8 million (-0.8). The gearing ratio at the end of the year was 28.6 per cent (-2.6) and the equity ratio was 42.6 per cent (44.7). Net financing costs amounted to EUR 0.6 million (-0.4). The current financing arrangements do not include any covenant obligations.

The cash flow from operating activities in 2012 was EUR 0.0 million (1.2).

The balance sheet total at the end of the year was EUR 64.3 million (69.7).

Capital expenditure

The Group's gross capital expenditure in 2012 totalled EUR 4.0 million (6.8). Martela's most important capital expenditure project during the year was the new enterprise resource planning (ERP) system, which was introduced in Sweden in spring 2012 and will be introduced in Finland in spring 2013. Another major project was the renewal of a key production line at Kidex Oy. Capital expenditure otherwise consisted of normal everyday maintenance and replacement expenditure.

Personnel

The Group employed an average of 806 (637) people, a year-on-year increase of 26.5 per cent. The increase was mainly due to the incorporation of the Grundell companies into the Group on 31 December 2011.

Average personnel by region

	1-12 2012	1-12 2011
Finland	637	458
Scandinavia	76	77
Poland	81	93
Russia	12	9
Group total	806	637

Product development, products and communications

The World Design Capital Helsinki 2012 theme year played a prominent role. New companies were brought together in the various joint projects involved.

In the first quarter, Martela added a number of new products to its PLUS+ product family for elderly users. The PLUS+ product family now has a wide range of well-designed products at competitive prices, bringing the company's selection in this segment to a new level. Martela also updated its school collection with a low-cost wooden school desk, and it added black as a new colour option for the BIG cabinets.

At its Open Day event in September, Martela presented the new Inspiring Office concept. The concept provides practical solutions for the working environments of today's knowledge workers. As work becomes more mobile, the entire office functions as a workspace. Communication zones, quiet spaces and areas that encourage social interaction are integral to the Martela Inspiring Office concept. The office is divided into functional areas or zones.

Several new products were launched in the Martela collection at the September event, including items for workstations and other office spaces. The desk range was expanded with two new product families: the Alku at the more economical end, introducing fresh, youthful design to this hotly competitive market, and the Canti, a high-end product that uses Silence technology and high-quality, classic materials. Other new furniture items included the innovative PodSeat and PodSofa designed for lobby workspaces.

Martela also continued to invest heavily in its digital material. Two key development projects, namely renewal of the website and the product information system, were completed in 2012, so that in early 2013 customers will have access to better product information and can enjoy a more modern digital user experience.

Responsibility

Corporate responsibility is an integral part of Martela's values, operating principles and business strategy. Martela's products are designed to last in terms of both their visual appeal and practicality. Martela's services help customers manage their working environment and furniture over the full life cycle. The company's maintenance and recycling services extend the life of furniture items, frequently allowing them to be passed from one owner to another. Martela's efficient recycling process and the network of Martela Outlet stores allow customers to recycle their furniture responsibly and cost-effectively.

At the start of the year, Martela drew up a corporate responsibility action plan for 2012-2014. Martela also published its second responsibility report in compliance with the GRI (Global Reporting Initiative) guidelines.

In 2012, Martela's personnel were given training on implementing the Group's responsible business principles. This Martela Corporate Code of Conduct incorporates concrete guidelines and requirements for Martela's employees and for the company's partners. This training will in future be given every year.

Martela applies the ISO 9001:2000 standard in its operations and the ISO 14001:2004 standard in its environmental management.

Group structure

The operations of Martela's Hungarian subsidiary, Irobadutor Martela Kft, were discontinued in spring 2012.

The business assets of Martela's Danish subsidiary, Martela A/S, were sold on 31 December 2012 to the local dealer, who will continue to serve Martela's customers in Denmark. Martela A/S's figures are consolidated in full in the 2012 consolidated financial statements.

There were no other changes in Group structure during the financial year.

Shares

Martela has two share series (K shares and A shares), with each K share entitling its holder to 20 votes at a General Meeting and each A share entitling its holder to one vote. Private owners of K shares have a valid shareholder agreement that restricts the sale of K shares to other than existing holders of K shares. The total number of K shares is 604,800 and A shares 3,550,800.

During the financial year, 422,271 (681,344) of the company's A shares, or 11.9 per cent (19.2) of all A shares, were traded on NASDAQ OMX Helsinki.

The value of trading turnover was EUR 2.5 million (5.0), and the share price was EUR 5.79 at the beginning of the year and EUR 5.02 at the end of the year. During the year, the share price was EUR 7.50 at its highest and EUR 5.00 at its lowest. At the end of December, equity per share was EUR 6.68 (7.60).

Treasury shares

Martela did not purchase any of its own shares in 2012. On 31 December 2012, Martela owned a total of 67,700 Martela A shares, purchased at an average price of EUR 10.65. Martela's holding of treasury shares amounts to 1.6 per cent of all shares and 0.4 per cent of all votes.

Share acquisition for the share-based incentive scheme and management of the scheme have been outsourced to an external service provider. These shares have been entered under equity in the consolidated financial statements for 2012. A total of 38,647 shares under the incentive scheme were still undistributed on 31 December 2012.

2012 Annual General Meeting

Martela Corporation's Annual General Meeting was held on 14 March 2012. The AGM approved the financial statements for 2011 and discharged the members of the Board of Directors and the Managing Director from liability. The AGM decided, in accordance with the Board of Directors' proposal, to distribute a dividend of EUR 0.45 per share. The dividends were paid on 26 March 2012.

The number of members on the Board of Directors was confirmed as seven. Heikki Ala-Ilkka, Tapio Hakakari, Heikki Martela, Pekka Martela, Pinja Metsäranta and Jaakko Palsanen were re-elected to the Board, and Yrjö Närhinen was elected as a new member. KPMG Oy Ab, Authorised Public Accountants, was appointed again as the company's auditor.

The AGM also approved the Board of Directors' proposals, detailed in the meeting notice, to authorise the Board to acquire and/or dispose of Martela shares. The authorisation is valid to the end of the 2013 Annual General Meeting.

The new Board of Directors convened after the Annual General Meeting and elected from its members Heikki Ala-Ilkka as Chairman and Pekka Martela as Vice Chairman.

Corporate governance

Martela Corporation is a Finnish limited liability company whose decision-making and administration are governed by Finnish legislation, especially the Limited Liability Companies Act, and by other regulations concerning public listed companies and the Martela Corporation Articles of Association.

The company complies with the NASDAQ OMX guidelines for insiders and the Corporate Governance Code 2010 for Finnish listed companies published by the Securities Market Association.

The company has published a report on its corporate governance in accordance with the Corporate Governance Code.

Further information on Martela's corporate governance can be viewed on the company's website <http://martela.com/corporate-governance>

Events after the end of the financial year

On 7 January 2013, the Group began codetermination negotiations concerning all personnel in Martela Corporation and Muuttopalvelu Grundell Oy. The negotiations were concluded on 29 January 2013, and as a consequence a total of 9 people in the companies are to be made redundant or laid off until further notice, and all personnel will be subject to a fixed term layoff of 14-90 days, varying by job and business location.

No other significant reportable events have taken place since the financial year, and operations have continued according to plan.

Short-term risks

The greatest profit performance risk is related to the general economic uncertainty and the consequent effects on the overall demand for office furniture.

The risks are explained in more detail in the corporate governance section of the company's annual report.

Outlook for 2013

The Martela Group anticipates that its revenue in 2013 will be at about the 2012 level, and that its operating result will show a year-on-year improvement.

Proposal of the Board of Directors for distribution of profit

The Board proposes that a dividend of EUR 0.20 per share be distributed for 2012 (2011: EUR 0.45). The company's liquidity is good and it is the Board's opinion that the proposed distribution of profit will not endanger the company's solvency.

Annual General Meeting

Martela Corporation's AGM will be held on 14 March 2013 at 3 p.m. in Martela House, Helsinki. The notice of Annual General Meeting will be published in a separate stock exchange release.

TABLES

Accounting policies

This financial statements release has been prepared in compliance with the IAS 34 standard. At the beginning of the financial year, the company adopted new or revised IFRS standards or IFRIC interpretations (IAS 12, IFRS 7). The changes, revisions or interpretations have no material bearing on Martela's financial reporting. In other respects, the accounting policies and calculation methods are the same as those applied in the 2011 financial statements.

The figures in this release have been rounded, and so the combined sum of individual figures may differ from the sums presented. The annual figures presented in this financial statements release have been audited.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (EUR 1000)

	2012 1-12	2011 1-12	2012 10-12	2011 10-12
Revenue	142 686	130 685	40 807	38 960
Other operating income	409	417	87	-8
Employee benefits expenses	-38 617	-30 932	-9 990	-8 742
Operating expenses	-101 969	-94 896	-29 710	-27 530
Depreciation and impairment	-3 421	-2 649	-867	-779
Operating profit/loss	-912	2 625	327	1 901
Financial income and expenses	-633	-358	-219	-116
Share of result in associated undertakings	-300	-358	-69	-115
Profit/loss before taxes	-1 845	1 909	39	1 670
Income tax	-203	-343	-95	-194
Profit/loss for the period	-2 048	1 566	-56	1 476
Other comprehensive income				
Translation differences	230	-139	-29	132
Total comprehensive income	-1 818	1 427	-85	1 608
Basic earnings per share, eur	-0,51	0,39	-0,02	0,36
Diluted earnings per share, eur	-0,51	0,39	-0,02	0,36
Allocation of net profit for the period:				
To equity holders of the parent	-2 048	1 566	-56	1 476
Allocation of total comprehensive income:				
To equity holders of the parent	-1 818	1 427	-85	1 608

GROUP BALANCE SHEET (EUR 1000)

	31.12.2012	31.12.2011
ASSETS		
Non-current assets		
Intangible assets	6 031	4 699
Tangible assets	12 881	13 652
Investments	97	97
Deferred tax assets	185	315
Pension receivables	55	155
Receivables	10	104
Investment properties	600	600
Total	19 859	19 622
Current assets		
Inventories	13 142	12 988
Receivables	23 751	25 147
Financial assets at fair value through profit and loss	0	0
Cash and cash equivalents	7 589	11 947
Total	44 483	50 082
Total assets	64 342	69 704
EQUITY AND LIABILITIES		
Equity		
Share capital	7 000	7 000
Share premium account	1 116	1 116
Other reserves	117	117
Translation differences	-6	-236
Retained earnings	19 179	23 049
Treasury shares	-1 050	-1 050
Share-based incentives	710	760
Total	27 066	30 756
Non-current liabilities		
Interest-bearing liabilities	9 331	7 644
Deferred tax liability	1 269	1 366
Other liabilities	151	175
Total	10 751	9 185
Current liabilities		
Interest-bearing	6 010	3 490
Non-interest bearing	20 515	26 272
Total	26 525	29 762
Total liabilities	37 276	38 947
Equity and liabilities, total	64 342	69 704

STATEMENT OF CHANGES IN EQUITY (EUR 1000)

Equity attributable to equity holders of the parent


	Share capital	Share premium account	Other reserves	Transl. diff.	Retained earnings	Treasury shares	Total
1.1.2011	7 000	1 116	117	-97	24 243	-1 212	31 167
Total comprehensive income				-139	1 566		1 427
Dividends					-1 807		-1 807
Share-based incentives					-193	162	-31
31.12.2011	7 000	1 116	117	-236	23 809	-1 050	30 756
1.1.2012	7 000	1 116	117	-236	23 809	-1 050	30 756
Total comprehensive income				230	-2 048		-1 818
Dividends					-1 822		-1 822
Share-based incentives					-50		-50
31.12.2012	7 000	1 116	117	-6	19 889	-1 050	27 066

CONSOLIDATED CASH FLOW STATEMENT (EUR 1000)

	2012	2011
	1-12	1-12
Cash flows from operating activities		
Cash flow from sales	143 990	127 452
Cash flow from other operating income	394	219
Payments on operating costs	-143 434	-125 790
Net cash from operating activities before financial items and taxes	950	1 881
Interest paid	-514	-290
Interest received	33	41
Other financial items	-126	-122
Dividends received	1	0
Taxes paid	-345	-318
Net cash from operating activities (A)	-2	1 192
Cash flows from investing activities		
Capital expenditure on tangible and intangible assets	-3 504	-2 627
Proceeds from sale of tangible and intangible assets	15	499
Capital expenditure on subsidiaries	-2 975	0
Capital expenditure on other investments	-200	-150
Proceeds of sale of other investments	0	145
Net cash used in investing activities (B)	-6 664	-2 133
Cash flows from financing activities		
Proceeds from short-term loans	10 876	3 000
Repayments of short-term loans	-7 762	-3 393
Proceeds from long-term loans	4 000	7 000
Repayments of long-term loans	-3 103	-2 421
Dividends paid and other profit distribution	-1 822	-1 812
Net cash used in financing activities (C)	2 189	2 374
Change in cash and cash equivalents (A+B+C) (+ increase, - decrease)	-4 477	1 433
Cash and cash equivalents in the beginning of the period	11 947	10 249
Translation differences	120	-41
Cash and cash equivalents at the end of period	7 589	11 639

Cash and cash equivalents at the end of 2011 do not include cash from acquisition (EUR 309 thousand)

SEGMENT REPORTING

Segment revenue	2012 1-12	2011 1-12	2012 10-12	2011 10-12
Business Unit Finland				
external	98 054	88 588	26 126	26 368
internal	2	836	0	58
Business Unit Sweden and Norway				
external	20 095	20 553	6 034	5 913
internal	2 222	1 582	820	531
Business Unit Poland				
external	12 673	12 897	4 924	3 997
internal	1	57	1	57
Other segments				
external	11 865	8 647	3 724	2 682
internal	13 170	13 219	3 307	3 383
Total external revenue	142 686 	130 685	40 807	38 960
Segment operating profit/loss	2012 1-12	2011 1-12	2012 10-12	2011 10-12
Business Unit Finland	3 871	6 468	1 140	2 472
Business Unit Sweden and Norway	-720	290	42	207
Business Unit Poland	-1 224	-635	202	-38
Other segments	-3 044	-2 262	-1 231	-127
Other	205	-1 236	174	-612
Total operating profit/loss	-912	2 625	327	1 902

Other segments include Kidex Oy and Business Unit International, which is responsible for export markets. The item "Other" includes non-allocated Group functions and non-recurring sales gains and losses.

RELATED PARTY AND SHARE-BASED INCENTIVE PROGRAMME

The CEO and the group's management are included in a long-term incentive scheme, extending from 2010 to the end of 2012.

KEY FIGURES/RATIOS	2012	2011
	1-12	1-12
Revenue, EUR million	142,7	130,7
Change in revenue, %	9,2	20,6
Exports and international operations, EUR million	41,2	40,9
In relation to revenue, %	28,8	31,3
Operating profit/loss, EUR million	-0,9	2,6
In relation to revenue, %	-0,6	2,0
Profit/loss before taxes, EUR million	-1,8	1,9
In relation to revenue, %	-1,3	1,5
Profit/loss for the period, EUR million	-2,1	1,6
In relation to revenue, %	-1,4	1,2
Gross capital expenditure on fixed assets, EUR million	4,0	6,8
In relation to revenue, %	2,8	5,2
Research and development expenses, EUR million	2,7	2,4
In relation to revenue, %	1,9	1,8
Average personnel	806	637
Change in personnel, %	26,5	6,0
Personnel at year end	801	791
Turnover/employee, EUR thousand	177,0	205,2
Return on equity, %	-7,1	5,1
Return on investment, %	-2,7	6,0
Equity ratio, %	42,6	44,7
Interest-bearing net-debt, EUR million	7,8	-0,8
Gearing ratio, %	28,6	-2,6

Key share-related figures

Number of shares, at the end of period (1000)	4 155,6	4 155,6
Basic earnings per share, EUR	-0,51	0,39
Diluted earnings per share, EUR	-0,51	0,39
Price/earnings ratio (PE)	-9,8	14,8
Equity per share, EUR	6,68	7,60
Dividend/share, EUR	0,20 *	0,45
Dividend/earnings, %	-39,2	115,4
Effective dividend yield, %	4,0	7,8
Price of A-share 31.12, EUR	5,02	5,79

* Proposal of the Board of Directors

The largest shareholders, 31.12.2012	No. of shares A+K-series	% of total votes
Marfort Oy	524 574	38,8
Ilmarinen Mutual Pension Insurance Company	335 400	2,1
OP-Suomi Arvo	285 000	1,8
Nordea Pankki Suomi Oyj	185 490	1,2
Palsanen Leena	175 634	6,5
Martela Heikki	173 464	7,4
Pohjola Vakuutus Oy	160 294	1,0
Oy Autocarrera Ab	116 000	0,7
Martela Matti T	115 238	7,8
Palsanen Jaakko	108 431	0,9
Sijoitusrahasto Nordea Suomi Small Cap	92 530	0,6
Fondita Nordic Micro Cap Placeringsf.	89 300	0,6
Lindholm Tuija	75 963	5,7
Martela Pekka	69 282	8,9
Martela Oyj	67 700	0,4
Evi Alexander Management Oy	38 647	0,2
Other shareholders	1 542 653	15,2
Total	4 155 600	100,0

The number of registered Martela Oyj shares on 31.12.2012 was 4.155,600.

The shares are divided into A and K shares. Each A share carries one vote and each K share 20 votes in a general shareholders' meeting.

The company's Board of Directors and CEO together hold 8,9% of the shares and 17.3% of the votes.

CONTINGENT LIABILITIES	31.12.2012	31.12.2011
Morgages and shares pledged	21 594	20 119
Other commitments	873	2 539
Rental commitments	15 083	16 751
DEVELOPMENT OF SHARE PRICE	2012	2011
	1-12	1-12
Share price at the end of period, EUR	5,02	5,79
Highest price, EUR	7,50	8,56
Lowest price, EUR	5,00	5,03
Average price, EUR	5,92	7,30

Annual Report 2012 will be published on Martela's homepages during the week 9.

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