

## TECNOTREE OYJ ARTICLES OF ASSOCIATION

### Article 1

The Company's business name and domicile

The Company's business name is Tecnotree Oyj, in Swedish Tecnotree Abp and in English Tecnotree Corporation. The Company is domiciled in Espoo.

### Article 2

The operating sector of the Company

The operating sector of the Company is development, manufacture and marketing of software, hardware and services in the communications and telecommunications sector. The Company can operate either directly by itself or through its subsidiaries. For the purpose of its business, the Company can own and control real estate and securities.

### Article 3

Book-entry system

The Company's shares are registered in the book-entry system.

### Article 4

Board of Directors

The administration and due arrangement of the business of the Company are the responsibility of the Board of Directors, which consists of no fewer than three (3) and no more than eight (8) members elected by the General Meeting.

The term of office of a member of the Board of Directors expires at the end of the first Annual General Meeting following the election.

The Board of Directors shall elect a Chairman and a Vice Chairman from among its members until the end of the following Annual General Meeting. The Board of Directors shall constitute a quorum, if more than half of its members are present at the meeting. Matters shall be resolved by a simple majority of the votes cast. In the event of a tie, the Chairman shall have the deciding vote.

### Article 5

Managing Director

The Company has a Managing Director who is elected by the Board of Directors.

### Article 6

Representation right

The Chairman of the Board of Directors and the Managing Director, each of them separately, and two members of the Board together have the right to represent the Company. The Board of Directors may authorize persons employed by the Company to represent the Company, so that they represent the Company two together or each individually together with the Managing Director or a member of the Board of Directors.

### Article 7

Powers of procuration

The Board of Directors shall decide on the granting of procuration rights.

### Article 8

Financial year

The financial year of the Company shall be the calendar year.

### Article 9

Auditor

The Company has one auditor which must be an auditing firm approved by the Central Chamber of Commerce.

The term of the auditor expires at the end of the first Annual General Meeting following the election.

#### Article 10

##### Annual General Meeting

The Annual General Meeting shall be held annually on the date set by the Board of Directors by the end of May. The General Meeting shall be held in the Company's domicile or, if the Board of Directors so decides, in Helsinki.

#### Article 11

##### Summons to a General Meeting

The summons to a General Meeting must be published on the Company's Internet site no earlier than three (3) months before the record date of the General Meeting and no later than three (3) weeks before the General Meeting, but always at least nine (9) days before the record date of the General Meeting. The Board of Directors can also decide to publish the summons in some other way.

#### Article 12

##### Registration for the General Meeting

To be able to attend a General Meeting, a shareholder must register with the Company no later than on the date mentioned in the summons, which can be no earlier than ten (10) days before the General Meeting.

In voting and elections at a General Meeting, a shareholder shall have one vote for each share.

#### Article 13

##### Matters handled at the Annual General Meeting

At the Annual General Meeting, the following must be

presented:

1. the financial statements including the consolidated financial statements, and the report of the Board of Directors;
2. the auditor's report;

decided:

3. the confirmation of the financial statements and the consolidated financial statements;
4. the use of the profit shown in the balance sheet;
5. the discharge of the members of the Board of Directors and the Managing Director from liability;
6. the remuneration of the members of the Board of Directors and the auditor;
7. the number of the members of the Board of Directors;

elected:

8. the members of the Board of Directors;
9. the auditor;

dealt with:

10. the other matters specified in the summons to the meeting.

#### Article 14

##### Redemption obligation

A shareholder, whose proportion of all the shares of the Company or of the voting rights attached thereto – either alone or together with other shareholders as defined hereinafter – attains or exceeds either of the threshold values of 33 1/3 percent or 50 percent ('Obligated Shareholder'), is obligated on demand by other shareholders ('Entitled Shareholders'), to redeem the shares, as well as securities giving entitlement to such shares under the Companies Act, as prescribed in this Article.

When calculating the proportion of shares in the Company held by a shareholder and the voting rights attached thereto, the shares held by the following parties shall also be included:

- enterprises that under the Limited Liability Companies Act are a part of the same group as the shareholder;
- companies that are considered a part of the same group as the shareholder when preparing consolidated financial statements in accordance with the Accounting Act;
- pension foundations or pension funds of the enterprises or companies referred to above;

- corporations or companies not domiciled in Finland that, as described above, would be a part of the same group as the shareholder if they were domiciled in Finland.

In the event that the redemption obligation arises on the basis of the aggregate shareholding or number of votes, the Obligated Shareholders shall be jointly liable to redeem the shares of the Entitled Shareholders. In such a situation a demand for redemption shall be considered to apply to all Obligated Shareholders even in the absence of separate demands to that effect.

In the event that two shareholders attain or exceed either of the threshold values above so that both are under the redemption obligation at the same time, an Entitled Shareholder is entitled to demand redemption separately from each of them.

The redemption obligation does not apply to shares or securities entitling to shares that an Entitled Shareholder has acquired after the redemption obligation has arisen.

#### Redemption price

The redemption price of the shares shall be the higher of:

(a) the weighted average trading price of the shares on the Helsinki Exchanges during the ten (10) trading days preceding the date on which the Company received from the Obligated Shareholder a notification regarding the attaining or exceeding of the above threshold values or, in the event that such notification has not been made or has not arrived within the specified time limit, the date on which the Board of Directors otherwise learned thereof;

(b) the average price, weighted by the number of shares, paid by the Obligated Shareholder for the shares that he or she has purchased or otherwise acquired during the twelve (12) months immediately preceding the date referred to in paragraph (a) above.

If an acquisition of shares affecting the average price is denominated in a some other currency than the euro, the equivalent value in euros shall be calculated according to the official exchange rate of the European Central Bank for the relevant currency seven (7) days prior to the date when the Board of Directors notified the shareholders of the opportunity to redeem the shares.

The above provisions on the determination of the redemption price for the shares shall also apply to other securities that become subject to redemption.

#### Redemption procedure

The Obligated Shareholder shall, within seven (7) days of the date when the redemption obligation has arisen, notify the Company's Board of Directors thereof in writing at the Company's address. The notification must indicate the number of shares held by the Obligated Shareholder and the number and price of the shares purchased or otherwise acquired by the Obligated Shareholder during the preceding twelve (12) months. The notification must include an address where the Obligated Shareholder can be reached.

The Board of Directors must notify the shareholders of the existence of the redemption obligation within 30 days from the receipt of the aforementioned notification of the exceeding of the threshold of ownership or voting rights or, in the absence of such notification or in the event that such notification has not arrived within the specified time limit, of the date on which it has otherwise learned of the existence of such a redemption obligation.

The notification must include the date on which the redemption obligation has arisen and the grounds for the determination of the redemption price to the extent known to the Board of Directors, as well as the last date for submitting redemption demands.

This notification must be delivered to the shareholders in accordance with the provisions regarding the summons to a meeting as prescribed in Article 11 of the Articles of Association.

An Entitled Shareholder must present a written redemption demand within 30 days of the date when the Board of Directors' notification regarding the redemption obligation was published.

A redemption demand that is delivered to the Company must specify the number of shares and other securities that the demand concerns. An Entitled Shareholder must at the same time submit to the Company any share certificates or other documents entitling to shares, so that they can be transferred to the Obligated Shareholder against payment of the redemption price.

If a shareholder has not demanded redemption by the deadline and in the manner prescribed herein above, the shareholder shall forfeit his or her right to demand redemption in the redemption event in question. An Entitled Shareholder may cancel the demand at any time before redemption has been completed.

After the time limit reserved for the Entitled Shareholders has expired, the Board of Directors must notify the Obligated Shareholder of the redemption demands presented.

The Obligated Shareholder must, within 14 days of having received notification of the redemption demands, pay the redemption price in the manner prescribed by the Company against the transfer of the shares or securities giving entitlement to the shares or, if the shares to be redeemed have been registered in the book-entry accounts of the relevant shareholders, against a receipt issued by the Company. In this case, the Company must ensure that the redeemer is registered forthwith in the book-entry account as the owner of the redeemed shares.

A penalty interest of 16 percent per annum will be imposed on a redemption price that has not been paid within the time limit provided, such interest to be calculated from the date when the redemption price should have been paid. In the event the Obligated Shareholder has also failed to observe the above provisions concerning the notification obligation, the penalty interest will be calculated from the date when the notification should have at the latest been given.

In the event that the Obligated Shareholder fails to observe the provisions of this Article, the shares owned by the Obligated Shareholder and the shares that pursuant to this Article shall be included in the proportion of shares for the purpose of calculating the redemption obligation shall, at a General Meeting of Shareholders, entitle the shareholder to voting rights only to the extent that the number of votes attached to such shares is less than one third (1/3) or, respectively, less than 50 percent of the total number of the votes attached to all the shares of the Company.

#### Other provisions

The redemption obligation set forth in this Article does not apply to a shareholder who proves that the ownership or the voting rights threshold triggering the redemption obligation has been attained or exceeded prior to the registration in the Trade Register of this provision of the Articles of Association.

Any disputes concerning the redemption obligation, the related right to demand redemption and the redemption price shall be settled in accordance with the provisions of the Arbitration Act (967/92).

The arbitration proceedings shall be governed by Finnish law.