

ADMINISTER PLC  
(Business ID: 0593027-4)

## ARTICLES OF ASSOCIATION

### 1. TRADE NAME AND PLACE OF REGISTERED OFFICE

The actual trade name of the Company is Administer Oyj and its parallel trade name is Administer Abp in Swedish and Administer Plc in English.

The Company's registered office is in Helsinki.

### 2. LINE OF BUSINESS

The Company's line of business is the production of financial management services. Additionally, the Company may engage in application software manufacturing, sale, rental, brokerage and real estate management activities.

### 3. SHARES

The Company's shares have no nominal value.

The Company's shares are included in a book-entry account system after the registration period has ended.

### 4. BOARD OF DIRECTORS

The Board of Directors is responsible for the management and proper organization of the Company. The Board consists of at least three (3) and at most six (6) members and at most two (2) alternate members.

The term of a Board member expires at the end of the next Annual General Meeting following their election.

The Board of Directors shall elect the Chairman from among its members.

### 5. CEO

The Company has a CEO who is elected by the Board of Directors. The CEO undertakes day-to-day management tasks according to the Board of Directors' instructions and orders.

### 6. REPRESENTATION

The Company is represented by the Chairman of the Board of Directors and the CEO separately, and any two (2) members of the board together. The Board of Directors may authorize other named persons to represent the Company either alone or with another person. The Board of Directors may authorize one or more persons to represent the Company by virtue of a procuration.

### 7. FINANCIAL PERIOD

The financial period of the Company is one calendar year.

### 8. AUDITOR

The Company has one (1) Auditor who shall be a certified public accountant or an audit firm whose appointed lead auditor is a certified public accountant.

The Auditor is elected by the Annual General Meeting, and their term lasts until the end of the next Annual General Meeting following their election.

#### 9. NOTICE OF THE GENERAL MEETING

The notice of the General Meeting shall be issued no earlier than three (3) months, and no later than three (3) weeks before the General Meeting. It shall, however, be issued at least nine (9) days prior to the General Meeting's record date. The notice shall be delivered to shareholders by means of mailing a letter to their addresses recorded in the Company's shareholder register, or by notice published on the Company's Internet pages or in at least one national daily newspaper which is determined by the Board of Directors.

A shareholder who wants to participate in the General Meeting shall register for the meeting at the latest on the date stated in the notice of the General Meeting, which date may be at the earliest ten (10) days before the General Meeting.

#### 10. ANNUAL GENERAL MEETING

The Annual General Meeting shall be held annually within six (6) months from the end of the financial period.

At the Annual General Meeting the

following shall be presented:

1. the financial statements, the Board of Directors' report as well as
2. the auditor's report,

shall be decided on

3. the adoption of the financial statements,
4. the use of the profits shown on the balance sheet,
5. the discharge of the members of the Board of Directors and the CEO from liability,
6. the remuneration of the members of the Board of Directors as well as
7. the number of members of the Board of Directors,

shall be elected

8. the members of the Board of Directors as well as
9. the Auditor,

shall be addressed

10. other possible subjects that were included in the notice of the Annual General Meeting.