

APPENDIX 2: Dissolving the Supervisory Board

The Annual General Meeting of Shareholders decided the following amendments to the Articles of Association required by dissolving of the Supervisory Board:

1. References to the Supervisory Board of paragraph § 5 of the Articles of Association are removed and the paragraph is amended as follows:

“§ 5 Company affairs are managed by a Board of Directors and a Managing Director. One or more Deputy Managing Directors may also be appointed for the company, one of whom may be appointed as First Deputy Managing Director.”

2. Paragraphs § 6 and § 7 of the Articles of Association are deleted and the numbering of the Articles of Association is amended accordingly.

3. References to the Supervisory Board of paragraph § 9 (§ 7 after the amendment of the numbering according to section 2 above) of the Articles of Association are removed and the paragraph is amended as follows:

“7 § The Board of Directors shall:

- attend to the administration of the company and to an appropriate organisation of its operations,
- represent the company in compliance with provisions of law and the Articles of Association and with any decisions by the General Meeting of Shareholders,
- attend to an appropriate organisation of the supervision of accounting and financial management,
- decide on rights to represent the company and powers of procuration.”

4. References to the Supervisory Board of paragraph § 17 (§ 15 after the numbering according to section 2 above) of the Articles of Association are removed and the paragraph is amended as follows:

“§ 15 General Meetings of Shareholders are held in Helsinki, Espoo or Vantaa. The Annual General Meeting of Shareholders shall be held once a year in June at the latest. An Extraordinary General Meeting of Shareholders shall be held whenever the Board of Directors finds cause for such a meeting or when the provisions of the law rule that such a meeting must be held.”

5. References to the Supervisory Board of paragraph § 18 (§ 16 after the amendment of the numbering according to section 2 above) of the Articles of Association are removed and the paragraph is amended as follows:

“§ 16 At the Annual General Meeting of Shareholders, the following shall be presented:

1. the financial statements, which include the consolidated financial statements, and the operating and financial review;

2. the auditor's report;

decisions shall be taken regarding the following:

3. adoption of the financial statements and consolidated financial statements;

4. use of the profit shown in the balance sheet;

5. discharge from liability of the members of the Board of Directors as well as the Managing Director and his Deputy, if any;

6. remuneration for the members of the Board of Directors and on remuneration for the auditor;

7. the number of members on the Board of Directors;

the following shall be elected:

8. the Chairman, Deputy Chairman and members of the Board of Directors; and
 9. the auditor; and
- the following matters shall be dealt with:
10. any other matters mentioned separately in the notice convening the meeting.”