

ARTICLES OF ASSOCIATION

§1 Name and domicile

The Finnish trade name of the company is Avidly Oyj, and Avidly Abp in Swedish and Avidly Plc in English. The company is domiciled in Helsinki.

§2 Industry segment

Within its industry segment, the company, either itself or through its subsidiaries and affiliated companies, engages in marketing communications services, publication activities, publishing, sales, marketing and distribution, other communications, consulting, entertainment business activities, and industrial and commercial activities related to the foregoing. In addition, the company may buy, sell, rent or hold bonds, property and other assets.

§3 Book-entry securities system

The company's shares are incorporated in the book-entry securities system. The right to receive funds distributed by the company and to subscribe for shares when the share capital is increased belongs only to those:

1. who are entered as shareholders in the shareholder register on the record date,
2. whose right to receive funds has been entered by the record date in the book-entry securities account of the shareholder registered in the shareholder register, and has been registered in the shareholder register, or
3. if the share is nominee-registered, into whose book-entry securities account the share has been entered by the record date, and whose custodian has been registered in the shareholder register as the custodian of the shares by the record date.

§4 Board of Directors

The Board of Directors of the company shall have a minimum of three and maximum of nine members. The members of the Board of Directors are elected at an Annual General Meeting for a term which ends upon the conclusion of the subsequent Annual General Meeting.

§5 Chief Executive Officer

The company may have a chief executive officer.

§6 Statutory representation

The company shall be represented by two members of the Board of Directors jointly; and by the Chairperson of the Board of Directors and by the Chief Executive Officer, each on their own.

§7 Auditors

The company has one auditor approved by the Central Chamber of Commerce, and one deputy auditor approved by the Central Chamber of Commerce.

§8 Notice and attendance of a General Meeting

A notice of a General Meeting must be published on the website of the company and otherwise comply with the provisions of the Limited Liability Companies Act on notices of a General Meeting. The Board of Directors may decide to publish the notice of a General Meeting in another manner, in addition to the aforementioned. Shareholders must provide the Board of Directors with notice of their intention to attend a General Meeting by the deadline announced by the Board, which may be no earlier than 10 days before the General Meeting. Information on the obligation to provide notice of attendance shall be given in the notice of a General Meeting.