

TRANSLATION FROM FINNISH

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Business ID: 0124416-2

ARTICLES OF ASSOCIATION

Business registration number or company code:	0124416-2
Name:	Vaisala Oyj
Content:	Articles of association
Period of validity:	12 April 2018 08:00:00 –

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Eija Koski

[Stamp with the text "Eija Koski, Asiakasneuvoja / Kundrådgivare ("Customer Service Advisor)"]

[Stamp of the Finnish Patent and Registration Office]



VAISALA

ARTICLES OF ASSOCIATION

Article 1: The name of the company is Vaisala Oyj, with its English name being Vaisala Corporation and its domicile being located in Helsinki.

Article 2: The company is engaged in the product development of technical devices, their industrial manufacturing, marketing and in the sale of associated services. The company may also engage in the renting of technical devices and premises. The company provides economic support to scientific research. For the purpose of its activities, the company may own and manage immovable property and stocks without, however, engaging in trade in them.

Article 3: Shares are divided into K shares and A shares. K and A shares differ in that each K share comes with voting rights of twenty (20) votes per share at the general meeting, and each A share with one (1) vote. Shares provide an equal right to dividends and other distribution of profits.

At the holder's request, a share in the K series can be transformed into an A series share or, with regard to shares included in the nominee register, at the request of the fund manager entered in the book-entry register.

A transformation request must be submitted in writing to the Board of the Company. The request must indicate the number of the shares to be transformed and the book-entry account onto which the book-entry securities corresponding to the shares have been entered. The Company may request that an entry limiting the shareholder's dispositive power be made on the shareholder's book-entry account for the duration of the transformation procedure.

While a transformation request may be submitted at any point of time, it cannot be submitted after the Board of the Company has made a decision to convene a general meeting. A transformation request submitted after such a decision is made but before the general meeting following it is held is considered to have been received, and will be examined after the general meeting is held and after a possible balancing date occurring after the meeting.

The Board must without delay decide on the transformation on the basis of the transformation request. The Board must without delay inform the Trade Register of the transformation decision for the transformation to be registered with the Trade Register. If necessary, the Board will provide more detailed information on the implementation of the transformation.

Article 4. The shares of the company are included in the book-entry securities system.

Article 5. The right to receive financial means distributed by the company, the right to subscribe to shares or any other right falls only to:

- 1) an individual who, on the balancing date, is entered as a shareholder in the list of shareholders;
- 2) an individual whose right to receive financial means is, on the balancing date, entered on the book-entry account of a shareholder on the shareholders' list and who is entered in the shareholders' list; or
- 3) if the share is registered in the nominee register, an individual on whose book-entry account the share, on the balancing date, is entered and whose share manager, on the balancing date, is entered as a share manager in the shareholders' list.



Article 6. The management of the company and the organisation of its operations in an appropriate manner is the responsibility of the Board, which consists of four to eight (4-8) members. The term of a Board Member terminates on the closing of the third Annual General Meeting unless the General Meeting specifically decides on a shorter term when electing the Board Member. One third, or a number closest to one third, of the Board Members shall resign each year. Should the entire Board be elected at the same time, the number referred to above shall resign during the first two years selected by lot.

Article 7. The Board has a quorum when more than one half of its members are present. The opinion that more than half of those present supports shall be the decision of the Board or, in the event of a tie, the opinion that the Chair supports.

Article 8. The company has a Chief Executive Officer appointed by the Board who is responsible for the company's day-to-day management in line with the instructions and orders issued by the Board.

Article 9. The company is represented by the Chair of the Board and the CEO, each severally and alone. The Board shall decide on the issuance of the right to represent the company and on the power of procuration.

Article 10. The company has one ordinary auditor who shall either be approved by the Finland Chamber of Commerce or be a firm of authorised public accountants. When an auditor other than a firm of authorised public accountants is elected to conduct auditing, one deputy auditor shall also be elected. The term of the auditor is limited to the current accounting period, and their duties shall terminate at the closing of the General Meeting following their election.

Article 11. The accounting period of the Company is one calendar year.

Article 12. An invitation to the General Meeting shall be published on the Company's website and, possibly, through other means decided upon by the Board, no sooner than two (2) months prior to the balancing date of the General Meeting referred to in the Limited Liability Companies Act and no later than three (3) weeks before the General Meeting, taking note of the fact that the invitation must be dated a minimum of 9 days before the balancing date referred to above occurs.

In order to be able to participate in the General Meeting, the shareholder must register with the Company at the latest on the date determined by the Board and indicated on the invitation, which, at the earliest, may occur ten days prior to the date of the General Meeting.

Article 13. The regular General Meeting must be held at the latest in June on a date determined by the Board at a venue determined by the Board in the Helsinki or Vantaa metropolitan area.

The meeting must:

present

1. the financial statements,
2. the auditor's report;

decide on

3. the confirmation of the profit and loss account, the consolidated income statement, and the consolidated balance sheet,
4. the measures that the profit or loss under the consolidated balance sheet give rise to,



5. the discharge of the Board members and the CEO from liability,
6. the number of Board members, and
7. the remuneration of the Board members;

select

8. the Board members and
9. the auditors and the deputy auditor.

Vantaa, 11 February 2019

Tuomo Asunmaa



Authorised translator from Finnish into English (Act on authorised translators 1231/2007)

Tuomo Asunmaa