

ITEM 15 ON THE AGENDA OF THE GENERAL MEETING

PROPOSAL BY THE BOARD OF DIRECTORS TO AMEND THE ARTICLES OF ASSOCIATION

The board of directors proposes to the general meeting that Section 8 of the articles of association of the company be amended so that notice to the general meeting shall be delivered no later than three weeks before the date of the general meeting.

The proposal is due to the requirement of the directive of the European Parliament and of the Council on the exercise of certain rights of shareholders in listed companies, according to which the Member States of the European Union shall ensure that companies issue notice to the general meeting no later than on the 21st day before the day of the meeting. The Member States shall bring the directive into force by 3 August 2009 at the latest.

Current wording

Section 8 - A notice of a shareholders' meeting will be published in the Kaleva newspaper and in the Helsingin Sanomat newspaper no more than three months and no less than **seventeen (17) days** before the meeting.

Proposed wording

Section 8 - A notice of a shareholders' meeting will be published in the Kaleva newspaper and in the Helsingin Sanomat newspaper no more than three months and no less than **three weeks** before the meeting.

The articles of association amended in accordance with the proposal are attached to this proposal.

ENCLOSURE 1: ARTICLES OF ASSOCIATION

ARTICLES OF ASSOCIATION OF TECHNOPOLIS PLC

Section 1 - The company's registered name is Technopolis Oyj in Finnish and Technopolis Plc in English, and its domicile is Oulu, Finland.

Section 2 - The company's business area is to control real estate on the basis of ownership and leasing rights and to construct operating and service premises in order to lease them to companies, and to provide equipment rental, training and advisory services in the high tech area as well as project and service operations promoting the business of customer companies.

Section 3 - Corporate governance and the appropriate organization of operations are the responsibility of the company's Board of Directors, which consists of a minimum of four and a maximum of seven members.

The term of the Board members shall expire no later than at the end of the Annual General Meeting held in the second financial year after their election.

Section 4 - The company has a President and CEO elected by the Board.

Section 5 - The company's business name may be signed by the Chairman of the Board and the President and CEO, each alone, or by two Board members together.

The Board may issue representation rights to designated persons employed by the Company, to the effect that they may sign the company's business name, two jointly.

Section 6 - The company has one auditor. If the auditor is not an accounting firm, one deputy auditor will also be chosen. Both the auditor and possible deputy auditor must be public accountants or public accounting firms authorized by the Central Chamber of Commerce of Finland.

The terms of the auditor and the deputy auditor expire at the end of the Annual General Meeting that first follows their election.

Section 7 - The company's financial year is the calendar year.

Section 8 - A notice of a shareholders' meeting will be published in the Kaleva newspaper and in the Helsingin Sanomat newspaper no more than three months and no less than three weeks before the meeting.

Section 9 - The company's shareholders' meetings will be held in Oulu, Helsinki, Espoo or Vantaa. The Annual General Meeting will be held every year by the end of May.

At the meeting the following matters will be

presented:

1. the financial statements and Board of Directors' Report,
2. the auditor's report,

decided:

3. the acceptance of the financial statements,
4. the measures arising from the profit recorded in the accepted balance sheet,
5. the release from liability of the members of the Board and the President and CEO,

6. the compensation of the Board members,
7. the number of the Board members,

elected:

8. the members of the Board
9. the Chairman and Vice Chairman of the Board,
10. the auditor and possible deputy auditor, and

handled:

11. other matters on the agenda in the notice of the meeting.

Section 10 - The company's shares are included in the book-entry system.

Section 11 - Those who have registered with the company no later than on the date mentioned in the notice of the meeting, which may be no more than ten (10) days before the meeting, shall have the right to participate in a shareholders' meeting. The regulations of the Finnish Companies Act on the right to participate in a shareholders' meeting must also be taken into consideration.