



Notice to convene the annual general meeting of shareholders

CELL NETWORK AB (publ)

The shareholders of Cell Network AB (publ) are hereby convened to the annual general meeting of shareholders on Thursday 10 May 2001 at 17.00, at Hotel Birger Jarl, Tulegatan 8, Stockholm.

Notice to attend

In order to have the right to attend the shareholders meeting the shareholders shall be registered in the share registry kept by Värdepapperscentralen VPC AB not later than Monday 30 April 2001. Shareholders, who own shares managed by an authorised nominee (bank or securities broker) must in order to be able to vote at the shareholders meeting request to have the shares temporarily registered in his own name in the share registry. Such registration must have been completed on Monday 30 April 2001. Shareholders wishing to attend the shareholders meeting shall further notify the company not later than Tuesday 8 May 2001 at 12.00 under the address Cell Network AB, att: Klas Dehlin, P.O. Box 1036, SE-405 22 Göteborg, Sweden or by telephone to Klas Dehlin +46 739 733 004. Notice may also be given by e-mail to klas.dehlin@cellnetwork.com. A shareholder may be accompanied by up to two advisors at the shareholders meeting providing that Cell Network AB has been notified of the number of advisors in accordance with what is set out above on notice to attend.

Agenda

At the shareholders meeting the following matters shall be dealt with:

1. Opening of the meeting.
2. Election of chairman of the meeting.
3. Preparation and approval of the voting list.
4. Election of one or two persons to check the minutes.
5. Consideration of whether the meeting has been properly convened.
6. Approval of the agenda.
7. Presentation of the annual report and the auditors report and the consolidated accounts and consolidated auditor's report for 2000.
8. Resolution on the adoption of the profit and loss statement and the balance sheet and of the consolidated profit and loss statement and consolidated balance sheet.
9. Resolution on the disposition of the company's profit or loss according to the adopted balance sheet.
10. Resolution on discharge from liability for the board of directors and the managing director.
11. Resolution on the number of directors and deputy directors.
12. Resolution on the fee for the board of directors.
13. Election of the board of directors.
14. Proposal to change § 4 of the articles of association to read as follows:
 "The share capital shall be not less than SEK 150 000 000 and not more than SEK 600 000 000."
15. Closing of the meeting.

DIVIDEND

The board proposes that no dividend is paid for the financial year 2000.

The board member Rune Rinnan has declined re-election to the board of directors.

Stockholm in April 2001

The board of directors of Cell Network AB