

**Stockholm, Sweden – April 11, 2001**

## **Notice Convening the Annual General Meeting of the Shareholders of AU-System AB (publ)**

The shareholders of AU-System AB (publ) are hereby convened to the annual general meeting on Friday 11 May 2001 at 15.00 at the IVA Conference Center, Grev Turegatan 16, Stockholm, Sweden. Room: Wallenbergssalen.

### **Attendance**

A shareholder that wishes to participate at the general meeting shall be listed as a shareholder in the by VPC AB ("VPC") kept share register on Monday 30 April 2001 and must notify the company of its attendance by Monday 7 May 2001 at 12.00 at the latest.

A shareholder that has its shares nominee registered with a bank or other securities institute must in order to have the right to participate at the meeting temporarily register its shares in its own name. Such registration must be completed on Monday 30 April 2001 at the latest and the nominee should therefore be notified of this in due time before such date.

### **Notification**

Notification of attendance at the meeting may be made in writing to AU-System AB, Attn: Anita Sullivan, Box 47612, SE-117 94 Stockholm, by telephone +46 8 726 77 47, by fax + 46 8 19 33 22 or by e-mail to [anita.sullivan@ausys.se](mailto:anita.sullivan@ausys.se). In the notification should be stated name, personal or corporate identification number, address, telephone number and shareholding as well as information of authorised representatives, proxies and assistants, if applicable. To the notification should, if applicable, be attached complete documents showing the due authorisation of representatives such as certificates of registration and powers of attorneys.

### **Proposed Agenda**

1. Election of chairman of the meeting.
2. Preparation and approval of voting list.
3. Approval of the agenda.
4. Election of one or two persons to approve the minutes.
5. Question of whether the meeting has been properly convened.
6. Presentation of the annual report and the auditor's report.
7. Resolutions regarding
  - a) Adoption of the income statement and the balance sheet,

- b) dispositions in relation to the company's profit or loss in accordance with the adopted balance sheet,
  - c) discharge from liability for the members of the board and the managing director.
8. Determination of the number of board members and deputy members.
  9. Determination of fees for the board and the auditors.
  10. Election of board.
  11. Resolution to renew the authorisation for the board to issue new shares adopted on the extra general meeting on 14 March 2001.

## **Proposed Resolutions**

### **Dividend (item 7 b)**

The board proposes that no dividend is distributed for year 2000. Instead the year's profit is proposed to be carried forward.

### **Directors' Fees (item 9)**

Since the company was quoted on the Stockholm Stock Exchange during the year 2000, the board is proposed to resolve upon directors' fees also for 2000. For the year 2000 directors' fees amounting to SEK 200,000 are proposed, to be allocated by the board at its own discretion. For the year 2001 directors' fees of a total of SEK 1,000,000 are proposed, to be allocated by the board at its own discretion.

Auditors' fees are proposed to be paid in accordance with approved invoice.

### **Election of Board (item 10)**

Shareholders representing approximately 51 per cent of all the votes in the company have declared that they will support re-election of the current board. Ulf Jonströmer has however declared that he wishes to resign from the board.

### **Renewal of Authorisation (item 11)**

The general meeting is proposed to resolve to renew the authorisation adopted at the extra general meeting of the company held on 14 March 2001, meaning that the board is authorised during the period until the next annual general meeting, at one or several occasions, and with or without departure from the shareholders' pre-emption rights, to issue a maximum of 10,000,000 new shares, whereupon payment shall be possible to make in cash, in kind or by set-off.

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The annual report and the auditor's report will be held available for the shareholders from and including 27 April 2001, and the board's complete proposals from and including 4 May 2001, at the company, Liljeholmsstranden 3, Box 47612, 117 94 Stockholm, and will be sent to such shareholders that so request and provide their address.

Stockholm in April 2001

AU-System AB (publ)

The Board

**About AU-System**

AU-System is a leading Mobile Internet consultancy. Through the subsidiary SandbergTrygg, the company also offers integrated services for marketing communications. Major clients include Ericsson, Telia, Scania, Nordea and Singapore Telecom. AU-System was established in 1974 and currently employs more than 1000 staff in offices in Sweden, the U.K., Italy, the U.S., Thailand and Singapore. AU-System is listed on Attract40 of the Stockholm Exchange, under the symbol AUS. For more information, please visit [www.ausystem.com](http://www.ausystem.com).