

Shareholders in **Tele1 Europe Holding AB**, 556512-7031, are hereby invited to the annual general meeting on Wednesday 16 May 2001, at 1.30 p.m., at the World Trade Center, Klarabergsviadukten 70 or Kungsbron 1, Stockholm, in the "London" conference room,

Notification etc.

To be entitled to attend the meeting a shareholder must:
a) be registered as a shareholder in the shareholders' register kept by VPC AB, no later than Friday 4 May 2001, and
b) have given notice of their intention to attend the meeting so that notice is received by the company no later than 12 noon, 11 May 2001.

A notice of attendance can be made in writing to Tele1 Europe Holding AB, Att: Ulrika Grauers Kullberg, Positionen 146, 115 74 Stockholm, by email: ulrika.kullberg@tele1europe.se, by fax +46 8 5631 01 01 or by phone +46 8 5631 00 00 (09.00 – 16.00). The notice should also state the number of advisors attending. A copy of any possible authorization should be attached to the application.

Shareholders holding their shares through a nominee must have their shares temporarily re-registered in their own name in good time before 4 May 2001, in order to be entitled to attend the meeting. Holders of ADSs will be contracted by the depositary with further instructions on how to vote.

Agenda

1. Opening of the meeting.
2. Election of the chairman of the meeting.
3. Preparation and approval of the voting list.
4. Approval of the agenda.
5. Election of one or two persons to approve the minutes.
6. Determination whether the meeting has been duly convened.
7. Submission of the annual report and the auditors report as well as the consolidated accounts and consolidated auditors report.
8. Resolutions regarding:
 - a) the adoption of the income statement and the balance sheet as well as the consolidated income statement and the consolidated balance sheet.
 - b) allocation of the company's profits or losses in accordance with the adopted balance sheet.
 - c) discharge of liability for the members of the board of directors and the Chief Executive Officer.
9. Determination of fees for members of the board and the auditors.
10. Election of board members and any deputies.
11. Proposal by the board regarding change of name and amendments of the company's articles of association.
12. Proposal by the board to authorize the board to decide upon new issue of shares.
13. End of the meeting

Annual reports will be available at the company's office at Hangövägen 29, Stockholm, from 2 May 2001 and will be presented at the meeting. The complete proposals by the board in respect of sections 11-12 above will be available at the company's offices at Hangövägen 29, Stockholm, from 9 May 2001 and will also be presented at the meeting. Copies of these documents will also be sent to shareholders who so request and state their postal address.

Proposals

8 b. Allocation of the company's loss

The board proposes that the company's loss is carried forward.

9 Determination of fees for members of the board and the auditors.

Shareholders representing approximately 26 per cent of the total number of votes in the company have proposed that the fees to board members appointed by the shareholders at the AGM for the period until the end of the next annual general meeting should be SEK 300,000 to the Chairman of the board and SEK 125,000 to other members of the board not employed by the company. Auditors' remuneration shall be according to approved invoice.

10. Election of board members and any deputies.

At the time of writing, no final proposal for the board's composition had been received by the company. A final proposal, according to information received, is being compiled by a group of the company's shareholders and a final proposal will be made public in good time before the annual general meeting.

11. Change of name and changes in the Articles of Association

The board proposes that the company's registered name is changed to Song Networks Holding Aktiebolag which means that section 1 in the articles of association should read as follows: "The company name is Song Networks Holding Aktiebolag. The company is a public company (publ)."

12. Authorization to the board to decide upon new issue

The board proposes that the annual general meeting authorizes the board to decide, on one or more occasions, during the period until the next annual general meeting, upon the issue of a maximum 10,000,000 shares, each share having a nominal value of SEK 0.05, entailing a maximum increase of the company's share capital of SEK 500,000. Shares may be issued in connection with possible acquisitions of companies, or businesses, where payment is made by delivery of shares in the company, by a cash issue with deviation from shareholders' preferential rights, or by an issue in kind or an off-set issue. The price for each share shall in all cases be as close to the market value of the shares as possible with deduction for any discounts necessary to attract sufficient interest for subscription.

Stockholm, April 2001
Tele1 Europe Holding AB
The Board of Directors