

**PRESS RELEASE 7/2001**

July 27, 2001

## **Summons to Extraordinary General Meeting in Skanditek**

The Board of Skanditek has decided to call an Extraordinary General Meeting on August 13.

Summons is enclosed.

Stockholm, July 27, 2001

SKANDITEK INDUSTRIFÖRVALTNING AB (publ)

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Skanditek is an industrial holding company owning stock in Swedish unlisted and listed companies. Our business concept is to be an active and long-term stockholder and to further the portfolio companies' development by providing industrial and financial competence at board and management level. The portfolio comprises 16 companies within electronics, information technology, biotechnology and services. The major holdings are in Axis (14%), LGP Telecom Holding (10%), Mydata Automation (39%), PartnerTech (26%), Vellinge Electronics (100%) and Vitrolife (35%). Skanditek is listed on the Stockholm Exchange's O list.

## **General Meeting of Skanditek Industriförvaltning AB (publ)**

Shareholders in Skanditek Industriförvaltning AB (publ) are hereby invited to participate at an Extraordinary General Meeting on Monday, August 13, 2001, at 9:00 a.m., at the Company's office at Kungsträdgårdsgatan 18 in Stockholm, Sweden.

### **Right of participation**

Shareholders wishing to participate in the Meeting must be recorded in the share register maintained by the Swedish Central Securities Depository (VPC AB) not later than August 3, 2001 and notify the Company of their intention to participate not later than 12:00 noon on August 9, 2001: by phone +46 8-614 00 20, fax +46 8-614 00 38, or in writing to Skanditek Industriförvaltning AB, Kungsträdgårdsgatan 18, SE-111 47 Stockholm, Sweden. Any assistants to the shareholder must be registered in the same way.

### **Shares held in trust**

Shareholders who have transferred their shares to the trust department of a bank, or another trustee, must instruct their broker in sufficient time before August 3, 2001, to take measures to temporarily register the shares in the shareholder's own name in order for him/her to be entitled to vote at the Meeting.

### **Proposed agenda**

1. Election of Chairman of the Meeting.
2. Preparation and approval of the list of shareholders entitled to vote at the Meeting.
3. Approval of agenda
4. Election of one or two minute-checkers.
5. Determination of whether the Meeting has been duly convened.
6. Approval of the motion proposed by the Board of the subsidiary CMA Microdialysis AB for the issue of shares.
7. Approval of the motion proposed by the Board of the subsidiary CMA Microdialysis AB for the issue of subordinated loans with detachable warrants.
8. Approval of the motion proposed by the sub-subsidiary Mydata Automation AB's for the issue of subordinated loan with detachable warrants.
9. Any other business.
10. End of Meeting.

### **Background to the motions proposed in accordance with point 6-8**

#### *CMA Microdialysis AB*

Skanditek Industriförvaltning AB (publ) ("Skanditek") owns, directly and indirectly through non-wholly owned subsidiary, approximately 61.4 percent of the shares (capital and votes) in CMA Microdialysis AB ("CMA"). In conjunction with the recruitment of a new president for CMA, the Board of CMA has proposed that the president receive shares and options for subscription of shares in CMA. Since the new president has been recruited internationally, the Board of CMA has decided to propose that the options be issued without the payment of a premium. This can result in benefits taxation for the benefit the president receives, in accordance with the market value calculated by Lindebergs Grant Thornton AB, and the obligation for CMA to pay social insurance costs based on the size of the benefit.

#### *Mydata Automation AB*

Skanditek owns, directly and indirectly through non-wholly owned subsidiary, approximately 52.9 percent of the shares (capital and votes) in Mydata Automation AB ("Mydata"). Mydata has decided to offer management and employees participation in the Company through an incentive program.

*Reasons for disapplication of the preferential rights of shareholders, etc*

The reason for the disapplication from the preferential rights of shareholders in the issue of shares and the raising of subordinate loans with detachable warrants is that it is important for the company to be able to offer competitive incentives to recruit and retain management, employees and key personnel. A personal and long-term ownership commitment can also be expected to stimulate increased interest in the operations and to strengthen the bonds between the company and its employees.

**Approval of the motion on issue of shares (point 6)**

The Board proposes that the Meeting approve the CMA Board's motion for approval of a new share issue. The proposal mainly involves an increase of SEK 13,300 in CMA's share capital through the issue of 133 new shares, each with a par value of SEK 100. The right to subscribe to the new shares, with disapplication of the shareholders' preferential rights, will be given to CMA's president Mark Dumenil. Cash payment of SEK 7,500 per shares, or a total of SEK 997,500 shall be made for the new shares. The dilution effect in CMA corresponds, at full subscription, to approximately 1.0 percent of the capital and votes.

**Approval of the motion proposed for the issue of subordinated loans with detachable warrants (point 7)**

The Board proposes that the Meeting approve the CMA Board's motion for the approval of the issue of subordinate loans combined with detachable warrants in two series. The proposal primarily involves CMA taking two subordinate loans, each with a par value of SEK 100, through the issue of subordinate loans with 277 detachable warrants. The subordinated loans, with an annual interest rate of 3 percent, fall due for payment on October 31, 2001. The subordinated loan's issue price will correspond to 100 percent of the par value of the subordinated loan. Preferential rights to subscribe to the subordinated loan will be given to CMA's president Mark Dumenil. Each warrant will give entitlement to the subscription for one share in CMA, with a par value of SEK 100, which means that the share capital in CMA, on full subscription of both series, can increase by SEK 55,400. The dilution effect in CMA, on full subscription of both series, corresponds to approximately 4.0 percent of the capital and votes. For each subscribed share, payment must be made of SEK 10,817 for series 1 and SEK 21,635 for series 2. The period for new subscriptions for both series runs from April 1, 2003, through March 31, 2005.

**Approval of the motion proposed for the issue of subordinated loan with detachable warrants (point 8)**

The Board proposes that the Meeting approve the Mydata Annual General Meeting's decision on April 26, 2001, to issue subordinated loan combined with detachable warrants. The decision means, in particular, that Mydata will raise a subordinate loan with a maximum par value of SEK 25,000 through the issue of subordinate loan with a maximum of 24,400 detachable warrants carrying the right to subscribe to new shares. The subordinated loan, which will not be subject to interest, falls due for payment on August 6, 2001. The issue price of the subordinated loan will correspond to its market value. Preferential rights to subscribe for the subordinate loan will be given to Mydata's wholly owned subsidiary, Mydata Treasury AB. Each warrant carries entitlement to subscription for one share in Mydata with a par value of SEK 1, which means that, upon full subscription, the share capital in Mydata can increase by a maximum of SEK 24,400. On full subscription, the dilution effect in Mydata corresponds to approximately 0.4 percent of the capital and votes. For each subscribed share, with the support of warrants, payment of SEK 180 must be made. The period for new subscription is from April 26, 2004, through July 25, 2004. Mydata Treasury AB will transfer the warrants to management and employees of the Mydata Group. Each employee of Mydata is being offered a block of 100 warrants. The warrants will be transferred to employees for market-level cash payment calculated by Lindebergs Grant Thornton AB.

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The Board's complete proposal for motions in accordance with point 6-8 will be made available at the office of Skanditek Industriförvaltning AB as of August 6, 2001, at the latest. A copy of the proposal will also be sent to shareholders who request this and provide their postal addresses.

The Meeting's decisions under point 6-8 apply only if they are supported by shareholders with at least nine-tenths of the votes exercised and the shares represented at the Meeting.

Stockholm, July 2001

SKANDITEK INDUSTRIFÖRVALTNING AB (publ)  
Board of Directors