## Press release



10 October 2003

### To the News Editor

### Notice of extra ordinary general meeting of the shareholders of Cyber Com Consulting Group Scandinavia AB (publ)

The shareholders of Cyber Com Consulting Group Scandinavia AB (publ) is hereby given notice of an extra ordinary general meeting to be held at 2 p.m. on Wednesday November 5, 2003 at the company office Norrmalmstorg 16, Stockholm.

#### Registration of participation

To participate in the meeting the shareholders should i) be recorded in the share register kept by VPC AB (Swedish CSD) no later than Friday October 24, 2003 and ii) register their participation at the latest Friday October 31, 2003 4 p.m. to the company on the following address: Cyber Com Consulting Group Scandinavia AB (publ), PB 7574, 103 93 Stockholm, or on telephone +46-8-578 646 00.

At registration the shareholder should state name, personal identification number (or registration number if relevant), address, telephone number and the number of legal counsels. Should a shareholder wish to be represented by an attorney he should send together with the registration, a proxy, which should be in writing and dated. Participants representing a legal entity shall present a certificate of registration or the equivalent documentation of authorisation setting out the signatories of such legal entity.

A shareholder whose shares are registered in the name of a nominee shareholder through a bank trustee department or another trustee, must temporarily register his shares in his own name to be allowed to participate. Such registration must be executed no later than October 24, 2003 and a request to a trustee to re-register should thus be made in due time before such date.

#### Matters

- 1. Opening of the Meeting
- 2. Election of Chairman at the Meeting
- 3. Approval of Voting List
- 4. Approval of the Agenda
- 5. Election of Persons to Approve Minutes
- 6. Resolution of the Duly Convention of the Meeting
- 7. The Boards' Proposal for a Resolution on an Issue of a Promissory Note with Detachable Stock Options.
- 8. Other Matters
- 9. Closing of the meeting

#### Item 7. Issue of a promissory note with 200,000 detachable stock options

The Board of Directors' proposes that the extraordinary shareholders' meeting resolve to issue a promissory note with detachable stock options and that it is being approved that the options are being transferred to current and future employees of Cyber Com Groups British' subsidiaries ("the Subsidiaries") as follows:

A promissory note with a nominal value of SEK 200 with not more than 200,000 detachable stock options is issued. Subscription of the promissory note should be made at the latest January 15, 2004. The promissory note should be issued at nominal value and payment should be made in cash before February 16, 2004.

The promissory note is not carrying any interest and falls due on February 16, 2004. The promissory note should be issued to Cyber Com Consulting Uppsala AB, in deviation of the existing shareholders' preferential rights, whereupon the option rights should be offered to the employees of the Subsidiaries.

# Press release



Each option right should entitle the holder to subscribe for one share in the company to a nominal value of SEK 1 to an exercise price of 140 per cent of the average volume weighted closing price as quoted on the official trading list if Stockholmbörsen AB during the period October 23 to November 4, 2003.

The option rights will be transferred to the employees without consideration. For further information regarding the calculation of theoretical value and other grounds for the pricing of the option rights we refer to the complete proposal from the board of directors.

Shares may be subscribed for between August 16, 2006 and January 16, 2007. At full subscription and exercise of all stock options the share capital will be increased by SEK 200,000 allocated on 200,000 shares corresponding to a dilution of slightly over 2 per cent of the capital and the votes of the company.

The reasons for the deviation from the existing shareholders preferential right are that the company wishes to offer the employees of the Subsidiaries to take part in the financial development of the company. The existing stock options do no longer serve the purpose of incentive for employees as a consequence of the development on the stock exchange. Bearing the above in mind the Board of Directors holds that it would be advantageous for the company to furnish the employees the opportunity to participate in a more market adjusted stock option programme.

A resolution in line with the board of director's proposal under item 7 above will require not less than nine tenth of the votes and the shares represented at the general meeting as provided for under the Act on Certain Share Issues Deviating from the Existing Shareholders Preferential Rights in Stock Market Companies (Sw. lagen (1987:464) om vissa riktade emissioner i aktiemarknadsbolag, den s.k. Leo-lagen).

#### **Documents**

The following documents will be available at the company as from October 22, 2003 – the Annual Report 2002 – the third quarter report 2003 and – the board of directors complete proposal for a resolution under item 7 and the documents required under the Companies Act, Ch 4, Section 4 and Ch 5, Section 3. The Documents will be distributed to shareholders who so request and report their postal address. The documents will also be available at the shareholders meeting.

Stockholm in October 2003

Cyber Com Consulting Group Scandinavia AB (publ)

The Board of Directors