Adera AB (publ)

Interim report

Since the fiscal year has been extended to 18 months, sales, agency income and profits are being reported for both a 18-month and a 12-month period.

The figures in parentheses pertain to the corresponding period in the preceding year.

- Revenue during January December 1999 rose 108% to SEK 290.8 M, and agency income by 102% to SEK 169.1 M compared to 1998
- The number of employees was 320 in December 1999, compared to 144 in December 1998. Acquired companies accounted for 90 of the total increase of 176. This means a yearly growth of 122%
- The operating income January December 1999 was SEK -72.4 M
 (-3.6), including goodwill amortization of a total cost of SEK 9.5 M (-). The
 negative result, which was anticipated, was due to costs resulting from the
 implementation of the Group's expansion strategy
- Operating income, July 1998 December 1999, was SEK -79.6 M

New CEO and President from 1st of March 2000

Jörgen Ericsson, Aderas Vice President since February 1999, has been appointed new CEO and President. Jörgen Ericsson has a wide experience from consulting after six years with McKinsey & Company – three of them as responsible for e-business strategy with McKinsey, Scandinavia.

Adera aquires HCM – The leading e-business agency in the Netherlands (read more in the separate pressrelease)

For further information, please contact:

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Janerik Dimming, Senior Vice President Corporate Communications Adera, +46 708-206008

Adera AB (publ.) is Europe's first e-agency. We create commercial benefits for our clients by bringing together in our organisation skills which are crucial for being able to compete successfully in the new business logic: management, marketing/communications and IT/internet skills. In the last two years Adera has grown from having 60 to 360 employees, and it now has offices in Gothenburg, Stockholm, Ljungby, Värnamo, Copenhagen, Antwerp, Munich and Dallas. Since the 10th June 1999 Adera is listed on the Stockholm Stock Exchange's O-list. (www.aderagroup.com)

Adera AB (publ)

Interim report, 15 months, July 1998 – September 1999

Since the fiscal year has been extended to 18 months, sales, agency income and profits are being reported for both a 15-month and a nine-month period.

The figures in parentheses pertain to the corresponding period in the preceding year.

- Revenue for the most recent 12-month period January 1 December 31, 1999 increased 108%, to SEK 290.8 M, and agency income increased 102%, to SEK 169.1 M, compared with the same period in the preceding year.
- The Group has 320 employees in December 1999, compared with 144 a year earlier. Of the increase of 176, acquired companies accounted for 90, equal to an annual growth of 122%.
- The Group incurred an operating loss of SEK 72.4 M (3.6), including amortization of goodwill amounting to SEK 9.5 M (-), for the most recent 12-month period (January 1 - December 31, 1999). The loss, which was expected, was due to costs in connection with the expansion strategy that is being implemented.
- The operating loss for the most recent 18-month period (July 1, 1998 December 31, 1999) amounted to SEK 79.6 M.

For further information please contact:

Rolf Jansson, CEO and President Adera, +46 31 701 67 00 Jörgen Ericsson, Senior Vice President Adera, +46 31 701 67 00

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Focus Prepared for strong expansion in Europe

Adera experienced an eventful year in 1999. New offices were opened in Antwerp. Munich, London and Oslo. The number of employees increased from 144 in December 1998 to 320 in December 1999. Of this number, 90 joined Adera in acquired companies. Major and strategically important strengthening measures occurred in both the technical and strategy-consulting segments. Technology platforms, systems and methods have been refined in order to cope with the large growth in international business. A completely new organizational and management structure was introduced. In brief, a new and stronger Adera has taken shape. It provides a platform from which we will now implement strong expansion in the strategically important markets in Europe.

Revenue (pro forma) in the most recent 12-month period increased 108%, to SEK 292 M, compared with SEK 140 M in the preceding year. Revenue in the most recent quarter amounted to SEK 71 M, compared with SEK 45 M in the year-earlier quarter.

The Group incurred a (pro forma) loss of SEK 69.9 M for the most recent 12-month period -- January through December, 1999 --72,4 compared with a loss of SEK 3.6 in the preceding year.

The Swedish offices are currently showing a positive earnings trend, with high workloads and rising margins, while the offices in Copenhagen and Dallas have been hit harder by the loss of Olicom (which elected to sell parts of its business) than we had anticipated earlier. Income in the most recent quarter was also affected by heavy expansion costs in Germany, where we adopted a very aggressive recruiting strategy.

It is particularly gratifying to see that our investment in strategic management expertise is now beginning to bear fruit. During the most recent period alone, we have signed long-term contracts with a large number of major international clients. In all cases, the integration of all of our three areas of expertise -- IT and the Internet, strategy and communications -- has been a decisive factor.

We had other favorable evidence of the strength of our integrated business concept when Vision magazine recently asked 277 large buyers of Internet services to choose their favorite suppliers. There were three principal criteria: creativity, strategic expertise and respect for customers. Adera ranked high on this list of customer choices, ahead of Razorfish, Icon Medialab, Cell Network, Framfab and WM-data. This is a mark of quality that offers us an exceptionally fine position from which to attract the right customers, the right employees and the right acquisition partners in the future.

We intend to utilize this position. The recently announced acquisition of GCI Interactive is only the beginning. At the present time we are deeply involved in a number of acquisition discussions in Sweden and other countries. In Sweden, it is a matter of continuously strengthening our skills and resources in all areas of expertise. The primary objective in Europe is to rapidly establish a greater presence in the large growth markets in Germany, England, France, Holland and Belgium.

The New Economy is global. The search for the right partner in the important American market is still going on. It is too early as yet to say when this process can be completed.

The income objectives set earlier remain valid. This means that we will achieve break-even results, before amortization of goodwill, this year, while we expect to have a profit margin of 10% to 15% within two to three years. However, these objectives may naturally be affected by an increased pace of foreign investments.

As planned, I am now turning the responsibility for Adera's future growth over to Jörgen Ericsson, who takes over as Adera's Chief Executive Officer on March 1, 2000. Jörgen, who has been Executive Vice President of Adera since he was employed in February 1999, has been one of the principal architects of the strategies and the new organizational model that will now be fully implemented. I am personally convinced that Jörgen -- and the management team he has assembled -- possess precisely the characteristics that are required to make Adera a leading player in the e-business consulting market of the future.

I will continue to work wholeheartedly on behalf of the Adera Group, as a member of the Board of Directors of Adera AB and in Adera Venture Zone, our program to support start-ups and new concepts in the new network economy.

Gothenburg, February 22, 2000

Rolf Jansson Chief Executive Officer Adera AB (publ)

Adera AB (publ)

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- The Group incurred an operating loss of SEK 72.4 M (3.6), including amortization of goodwill amounting to SEK 9.5 M (-), for the most recent 12-month period (January 1 - December 31, 1999). The loss, which was expected, was due to costs in connection with the expansion strategy that is being implemented.
- The operating loss for the most recent 18-month period (July 1, 1998 December 31, 1999) amounted to SEK 79.6 M.

SIGNIFICANT EVENTS DURING THE FOURTH QUARTER OF 1999

Adera establishes operations in London....

Adera UK Ltd was formed in November. Operations have initially been focused on the banking and finance sectors, as well as on the pharmaceutical industry, where Adera has had a number of clients since it was founded. Parallel with our organic growth, we are studying a number of possible candidates for acquisition.

...and in Oslo

An office was also opened in Norway in November. One of the largest clients is Wallenius Wilhemsen, the world's largest ro-ro shipping company, for whom Adera is developing a global-positioning and communications strategy. The website is to be fully integrated in Wallenius Wilhemsen's organization; it will serve as a purchasing aid for small and medium-size customers and will supplement the marketing communications directed to large customers.

Partnership with Vignette...

Vignette Corporation, whose shares are traded on NASDAQ, is a leader in the field of technical platforms for e-relationships: business solutions for e-commerce. Under terms of the partnership, Adera will represent Vignette in the markets in which Adera is active. In an initial phase, more than 20 Adera consultants have been trained to work with Vignette's "Storyserver" platform. The objective is, in part, to provide Vignette's customers with local expertise and, in part, to develop new customers for Adera.

Cooperation agreement with OOPS

OOPS is a Nordic representative for Apple Web Objects, a development tool and platform for object-oriented web solutions, an area in which Adera has long experience. The purpose of the cooperation agreement is to develop new, attractive concepts for business-critical e-commerce solutions that will benefit both parties.

Adera focuses on Knowledge Management

The winning companies of the future will be those that understand how to mobilize and utilize their organizations' total knowledge to create value for their customers. Adera's program includes all aspects of Knowledge Management: from executive development to development of technical platforms, intranets and other industrial tools. Örjan Odelhog is the manager of this business area.

Knowledge Management is one of six "Excellence Centers" that were established during the autumn. The purpose of the centers is to develop superior concepts and methods in areas that are of critical importance in business, in order to be able to help clients deal with the new business logic. The other five centers are E-business Strategy, Branding/Marketing, E-business Platforms/Technology, CRM, and Mobile Internet.

Our "Industry Centers" were also established according to plan during the autumn.

They are:

Telecom/IT/Media/Electronics (TIME)

Pharmaceuticals

Automotive/Manufacturing/Transportation

Financial Services

Retail/Consumer Products/Travel

Public Sector

E-business Ventures

Adera forms a venture-capital company - Adera Venture Zone

As one of the leading e-agencies in Europe, Adera attracts a natural flow of concepts and ideas in the new network economy. A common characteristic of these ideas is that they require Adera to discount the price of its services in exchange for a share of the value of a transaction, or ownership interests in a project or company. Adera Venture Zone was formed, with Adera as a minority owner (about 19%) to handle this business model. The intention is to separate the consulting business from venture-capital operations, and to organize in a single company the expertise that is required to ensure professional evaluation of projects and entrepreneurs. Following evaluation, Adera is utilized as a preferred partner and resource base for implementing the ideas. This guarantees the quality and long-term commitment of the ventures.

The start-up of Adera Venture Zone has been very successful. As of now, decisions have been made to invest in seven projects, three of which are in the Mobile Internet field. The objective is to have between 10 and 15 projects under way within six months, which means that Adera Venture Zone will soon be generating a substantial amount of sales and earnings for Adera.

Rolf Jansson will serve as working chairman of Adera Venture Zone's Board of Directors after Jörgen Ericsson has assumed the position of Chief Executive Officer of Adera on March 1, 2000.

SIGNIFICANT EVENTS FOLLOWING THE END OF THE FISCAL YEAR

Adera Business Solutions takes over Elpical Software

To expand its customer base and supplement its product line, Adera Business Solutions has taken over Elpical Software, a company originally formed by Viktor Hasselblad AB to develop technologies and know-how for digital image processing. Adera is also gaining access to an established distribution channel for its present products in the Benelux countries and Germany.

Increased number of Telia assignments

In October Adera was designated one of seven "framework" suppliers for Telia. Following the end of the year this has resulted in a large number of assignments in an increasing number of Telia's areas of expertise.

Adera strengthens Group Executive Committee

In January, to ensure continuing strong growth, Adera strengthened its Group Executive Committee by adding four new members. Following the change of Chief Executive Officer on March 1, the new Group Executive Committee will consist of the following persons:

Jörgen Ericsson

President and Chief Executive Officer

Richard Törnblom

Vice President - European Operations

Henrik Martin

Vice President - Swedish Operations

Claes-Göran Lövetoft

Vice President - Technology and Integration

Johan Kruse

Vice President - Brand Name and Marketing

Janerik Dimming

Vice President - Information

Per Malmström

Chief Financial Officer

Adera named best web consultant

The "Customer Choice 2000" study is conducted by Vision magazine in association with the Swedish Advertising Association. In all, 277 Swedish buyers of web services were asked to evaluate web consultants based on the criteria of creativity, strategic expertise and respect for customers. The results speak for themselves:

Adera
Razorfish
Icon Medialab
Cell Network
Framfab
WM-data

Vision noted: "The attention given Adera in the 'Customer Choice 2000' study is sensational...Adera's breadth commands respect...The combination of strategic communications know-how and respect for customers makes Adera the customers' favorite...Adera has made a strong impression on information and marketing managers, who accord the agency an unequivocally favorable rating and who, in many cases, are following the company with interest for possible cooperation."

Adera buys GCI Interactive

GCI is a web agency with slightly more than 30 employees, whose customers are in the fields of health and pharmaceuticals, information technology,

industry and fast-moving consumer goods. Its customers include Microsoft and Pharmacia & Upjohn. The agency was formerly owned in part by the GCI Rinfogruppen public relations consulting company, which is part of Grey's global GCI public relations network. The acquisition strengthens Adera's customer base and presence in Stockholm.

The world's first WAP service for hotel reservations

Adera has been working with Scandic Hotels for some time to establish closer relations with Scandic's 370,000 club members with the aid of the network, among other methods. As part of this program, Scandic recently launched the world's first WAP service for hotel reservations. Adera has built the application; Nocom is responsible for operations and software; and Nokia supplied telephone and server technology.

Liquidity

The Company's number one options program expired in January 2000, with the result that 200,000 new Series B shares have been issued, increasing the Company's liquid funds by SEK 24 M.

Five-for-one share split; authorization of new share issues

Shareholders at an Extraordinary General Meeting on February 15 approved a five-for-one split of the Company's shares, whereby each share was split into five shares and the par value of each share was set at ten öre (SEK 0.10).

The Board also voted to authorize the Board of Directors, during the period until the next Annual General Meeting, to vote to issue 2.5 million Series B shares without preferential subscription rights for the shareholders.

COMMENT ON THE PERIOD COVERED BY THE REPORT

Personnel

The Group had 320 employees at the end of the period. The number of employees increased by 176 during period January 1 - December 31, 1999; of this number, 84 were added through acquisitions. This was equal to an annual growth of 122%. During the period October 1 - December 31, 1999, the number of employees increased from 311 to 320.

Sales and results

Revenue during the most recent 12-month period increased by 108%, to SEK 291.8 M (139.9). Agency income increased by 102%, to SEK 169.1 M (83.8).

As planned. the high rate of expansion during the most recent 12-month period has had a negative impact on operating results. The Company incurred an operating loss of SEK 72.4 M (1998: loss of 3.6). The difference in results between the periods is largely attributable to costs of expansion in Stockholm, Copenhagen and Antwerp, to the establishment of operations in Germany and Dallas, to the loss of the Olicom business, to the development and marketing of Adera's products, and to strengthening of the management, financial and system sectors.

Revenue for the most recent 18-month period -- July 1, 1998 - December 31, 1999 -- amounted to SEK 365.5 M, with agency income of SEK 213.5 M. The operating income for the period was SEK – 79,6 M.

In accordance with a ruling from the Swedish Financial Accounting Standards Council, costs of SEK 10.3 M related to the stock exchange listing of the Company's shares have been deducted from the proceeds of the share issue that was credited to the premium reserve.

Liquidity and net financial items

As of December 31, 1999, the Group's liquid funds amounted to 5.4 M (SEK 11.3 M at June 30, 1998). During the period the Group increased its interest-bearing debt by SEK 15.5 M and implemented three private placements of new shares amounting to SEK 25.1 M, as well as a new issue of shares in connection with the exchange listing of Company shares -- which yielded SEK 69.7 M after deducting costs. The new shares were issued to finance continuing organic growth and acquisitions of companies.

Investments

The Group's total investments in tangible long-term assets during the period amounted to SEK 17.6 M. The Group also invested SEK 33.2 M in intangible long-term assets in connection with acquisitions, as well as SEK 18.9 M in the form of a non-cash issue of shares for the acquisition of the Astrakan Group. Goodwill that arose in connection with acquisitions during the period amounted to SEK 52.1 M. Intangible long-term assets are being amortized over the estimated economic life of the assets, but not over a over a period of more than ten years at the present time.

Parent Company

The Parent Company's operations were unchanged. Net investments in financial assets during the period, mainly in connection with the acquisition of a 48% interest in Astrakan Strategisk Utbildning, amounted to SEK 2.1 M.

Forecast for the fiscal year 2000

The Group is expected to achieve break-even results, before amortization of goodwill, in the year 2000, while a profit margin of between 10% and 15% is expected within two to three years. However, these objectives may naturally be affected by an accelerated rate of foreign investments.

Gothenburg, February 22, 2000

Rolf Jansson Chief Executive Officer

Financial reporting dates

Annual Report, 1998/1999 fiscal year Annual General Meeting

For additional information, please call: Rolf Jansson, Chief Executive Officer, or Jörgen Ericsson, Deputy Chief Executive Officer: Telephone: 031-701 67 00.

March 2000 April 6, 2000

Income statement

SEK 000	July 1998 - Dec 1999 18 months	July 1997 - Juni 1998 18 months	1999 Jan-Dec proforma 12 months	1998 Jan-Dec proforma 12 months
Invoiced revenue	345 833	95 986	281 780	131 242
Change in work in progress	<u> 19 735</u>	7 207	8 973	<u>8 610</u>
Operating income	365 568	103 193	290 753	139 852
Commission-based expenses	– 152 079	<i>–</i> 41 201	– 121 695	- 56 086
Other external costs	- 70 967	– 17 534	- 55 038	– 27 198
Personnel expenses	- 200 943	- 39 540	- 167 596	- 58 570
Depreciation of fixed assets	– 11 702	– 2 135	- 9 293	- 3 790
Amortization of intangible assets	-9 512	_	- 9 512	
Operating profit/loss	- 79 635	2 783	- 72 381	- 5 792
Result of financial investments	- 3 110	- 394	- 2 664	664
Profit/loss after net financial items	- 82 745	2 389	– 75 045	– 5 128
Tax expense, incl. deferred tax	1 463	– 1 116	868	677
Minority share in profit/loss for the pe	riod –	810	_	810
Net profit/loss for the period	– 81 282	2 083	– 74 177	- 3 641

Balance sheet

1999	1998
December 31	December 31
442 569	_
25 001	<u>§8 449</u>
67 570	8 449
-	536
13 289	7 627
63 034	33 235
5 389	11 275
81 712	52 137
149 282	61 122
70 354	33 134
-	1 478
18 915	3 374
60 013	23 136
149 282	61 122
	13 289 63 034 5 389 81 712 149 282 70 354 - 18 915 60 013

Cash Flow Analysis

SEK 000	July 1998 - Dec 1999 18 months	July 1997 - Dec 1998 18 months	
Operating profit/loss	- 79 635	2 783	
Minority share in profit/loss	_	810	
Depreciation	21 214	2 135	
Result of financial investments	-2987	-394	
Tax paid	112	<u> </u>	
Cash flow from operations	- 61 296	4 506	
Change in working capital	15 692	- 7 331	
Investment operations	- 50 878	-8 198	
Financing operations	90 596	25 984	
Change in liquid assets	- 5 886	10 455	

Key data

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	July 1998 -	July 1997 -	
	Dec 1999	Dec 1998	
	18 months	18 months	
Total capital, SEK 000	149 282	61 122	
Shareholders' equity, SEK 000	70 354	33 134	
Average number of employees	330	89	
Number of employees at end of period	320	117	
Revenue per employee,SEK 000	1 108	1 159	
Agency income per employee, SEK 000	647	697	
Return on total capital, %	neg	10 %	
Return on total shareholders' equity, %	neg	10 %	
Liquidity, multiple	1.44	2.25	
Equity/assets, %	47.1	54.2	
	0.050.404	4 400 000	
Number of shares,	2 352 184	1 400 000	
Number of shares on full dilution, 1)	2 952 184	1 800 000	
Shareholder's equity per share, SEK	29,9	23,7	
Earnings per share, SEK	_	1.5	
Earnings per share, SEK, 1)	_	1.7	

¹⁾ On full dilution in accordance with the options program

Definitions

Agency income

Sales less purchases on behalf of clients.

Average number of annual employees

Number of hours worked divided by one year of working time (1,800 hours).

Earnings per share

Net profit/loss divided by the number of shares.

Equity /assets ratio

Shareholders' equity as a percentage of balance sheet total.

Liquidity

Current assets divided by current liabilities.

Return on shareholders' equity

Net profit/loss as a percentage of average shareholders' equity.

Return on total capital

Profit/loss after net financial items plus financial expense as a percentage of average balance sheet total.

Shareholders' equity per share

Shareholders' equity divided by the number of shares.

Total capital

Total assets.

Glossary

E-business/The new business logic

The new way of conducting business operations that has been made possible by the advent of the Internet and other types of information technology. This often entails that a company completely redefines its definition of market game rules, including sector concepts, success factors and value-generating processes.

E-agency

A consulting company that creates business benefits for its clients by bringing together skills within its own organization that are essential to the clients' efforts to be competitively successful in the new business logic, such as management skills, marketing/communications skills and IT expertise.

Adera acquires HCM – the leading e-business agency in the Netherlands

Adera has signed an agreement to purchase the largest e-business agency in the Netherlands – Hollandse Communicatie Maatschap based in Amsterdam. HCM had a revenue equivalent to SEK 80 million in consultancy fees in 1999 and recorded operational results before financial expenses and taxes of SEK 13 million. The purchase price of SEK 230 million will be paid in the form of the issue of new Adera B-shares and thereby makes Adera a group which now consists of 450 employees in seven European countries and in the USA.

The acquisition of HCM follows rapidly on the heels of the takeover of GCI Interactive which Adera carried out just three weeks ago. HCM, which offers a full range of services to its clients, has 90 employees and like Adera has concentrated to a high degree on integrating IT / Internet, management expertise and market communication, under the motto "one stop shopping in the e-conomy". Resources will be strengthened in the near future, above all within the web side of the business. The company's founders, Leo and Bob Stumpel will continue to work for the company following the takeover.

HCM's list of clients encompasses a long series of leading brand names such as Sony (Europe), Toyota (the Netherlands), Boxman.com, KPN (the Dutch national telecom company), sportus.com, VNU (publishing company), Travel Union Int (travel company) and more than 50 other interesting companies in The Netherlands.

Together with Sweden and Finland, the Netherlands is one of the fastest growing ebusiness markets in Europe. The penetration of PCs / the Internet and mobile telephony is very high and the provision of consultancy services within e-business is considered to be one of the hottest growth areas in the Netherlands today.

"With Adera, we believe that we have found a partner with the same visions and structure as HCM," says Leo Stumpel, founder and a majority shareholder. "It is important not in the least that we have the same view on quality issues and the same belief in utilising all the company's resources within the "one stop shopping" concept so that the client really can obtain value for money."

"I can only see benefits for our clients – they will immediately be able to make use of Aderas's international experience in the field of e-business, together with the systems and the geographical coverage," says Bob Stumpel, the linking pin in this relationship, because of his many contacts in the Swedish e-consultancy world.

"Aderas's strategy with regard to growth in Europe is to acquire medium to large-sized e-agencies which operate within the new business logic and like ourselves have close integration of the three areas of expertise – IT/Internet, management and market communication," comments Richard Törnblom, Senior Vice-President at Adera and responsible for Aderas's offices in Europe. "HCM fits well into this strategy and as the companies' strategy and business ideas are so similar we expect to have carried out the complete integration of both the companies in respect to name, client projects and strategy within a four-week period."

HCM was established in 1987 by brothers Leo and Bob Stumpel as the first integrated advertising agency in the Netherlands. In 1997 one of the largest "business to business" agencies (Flem BV) in the Netherlands was acquired and in 1998 the company changed its name to HCM. An IT / Internet division, CLIC, was established within HCM as early as 1995. The company has modern premises in central

Amsterdam with room for expansion for around a further 70 new staff. HCM had a revenue equivalent to SEK 80 million in consultancy fees in 1999 and recorded operational results of SEK 13 million before financial expenses and taxes.

Adera AB is Europe's first E-agency. We create commercial benefits for our clients by bringing together in our organisation skills which are crucial for being able to compete successfully in the new business world: strategic/commercial development, marketing/communications and IT/internet skills. Adera currently has 360 employees and offices in Gothenburg, Stockholm, Ljungby, Vaernamo, Copenhagen, Oslo, London, Antwerp, Amsterdam, Munich and Dallas. Its shares have been listed on the Stockholm stock exchange's O-list since 10th June. (www.aderagroup.com)

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