

NOTICE

The shareholders of Eniro AB (publ), 556588-0936, ("Eniro" or the "Company") are hereby convened to the Annual General Meeting of Shareholders of the Company on Friday March 30, 2007, at 10 a.m. (CET), at Näringslivets hus, Industrisalen, Storgatan 19 in Stockholm. The doors will open at 9 a.m. (CET).

REGISTRATION

Shareholders who wish to participate in the Annual General Meeting must

- be listed in the share register maintained by VPC AB (the Swedish Securities Register Centre) on March 23, 2007, and
- give notice to the Company of their intention to participate in the Annual General Meeting no later than 4 p.m. (CET) on March 27, 2007, by mail to the address: Eniro AB (publ), Corporate Legal Affairs, SE-169 87 Stockholm or by telephone: +46 (0) 8 553 310 38 or by fax: +46 (0)8 585 097 25 or by e-mail to: bolagsstamma@eniro.com. The number of assistants who will be participating (max. two) is also to be stated. Together with the notice, the name, address, civic registration number/company number and telephone should be included.

Shareholders whose shares are registered in the name of a nominee must, prior to March 23, 2007, arrange for those shares to temporarily be registered in their own names in order to be entitled to participate in the meeting.

Shareholders who are represented by an agent must issue a power of attorney for said agent. The power of attorney should be sent to the Company at the above-mentioned address in due time prior to the Annual General Meeting. If a power of attorney is issued by a legal entity, a certified copy of the registration certificate, or equivalent documents of authority, must be enclosed.

MATTERS AND PROPOSED AGENDA

1. Opening of the meeting.
2. Election of chairman for the meeting.
3. Preparation and approval of the voting list.
4. Approval of the agenda.
5. Election of two persons to verify the minutes.
6. Consideration of whether the General Meeting has been properly convened.
7. Statement by the President and CEO.
8. Statement regarding the work of the Board and the Committees.
9. Presentation of the Annual Report, the Auditor's Report together with the Group Accounts and the Auditor's Report for the Group.
10. Resolutions on matters concerning:
 - a) approval of the profit and loss account and the balance sheet together with the group profit and loss account and the group balance sheet,
 - b) appropriations regarding the profits of the Company in accordance with the approved balance sheet and the approved group balance sheet and resolution of the record date for dividend,
 - c) discharge of personal liability of the members of the Board of Directors and the President for the period covered by the financial accounts.
11. Determination of the number of members and deputy members of the Board of Directors to be elected by the General Meeting.
12. Determination of fees to the Board of Directors.
13. Election of the Chairman of the Board, members of the Board of Directors and any deputy members of the Board of Directors.
14. The Board of Director's proposed resolution to amend the Articles of Association.
15. The Board of Directors' proposed resolution on principles regarding the remuneration of senior management.
16. The Board of Directors' proposed resolution on a reduction of the statutory reserve.
17. The Board of Directors' proposed resolution on an authorisation for the Board of Directors to decide on the acquisition of shares in the Company.
18. Proposed resolution regarding the establishment of a Nomination Committee.
19. Other matters.
20. Closing of the meeting.

PROPOSED RESOLUTIONS

Election of chairman for the meeting (item 2)

The Nomination Committee has informed the Board of Directors of its intention to, at the General Meeting, propose Mr. Dick Lundqvist, Attorney at Law, as chairman of the General Meeting.

Dividend (item 10b)

The Board of Directors proposes that a dividend of SEK 4.40 per share shall be paid to the shareholders. The proposed record date for such dividend is April 4, 2007. If the meeting decides in accordance with the proposal for dividend, payment is expected to be made on April 11, 2007 by VPC AB.

Board of Directors, Chairman of the Board and fees for the Board of Directors (items 11 - 13)

The Nomination Committee makes the following proposal.

The number of members of the Board of Directors is to be reduced from eight to seven, without deputies. Following the acquisition of Findexa in Norway, the Annual General Meeting 2006 decided that the number of Board members should be increased from seven to eight. The proposal to the Annual General Meeting this year is to revert to the previous number of seven members.

For the time period up until the end of the next Annual General Meeting Lars Berg, Per Bystedt, Barbara Donoghue, Tomas Franzén, Gunilla Fransson and Luca Majocchi are reelected and Harald Strømme is elected as a new member.

Urban Jansson and Tom Vidar Rygh have declined re-election.

Harald Strømme, born in 1962, has an MBA, with Honors, from Handelshøyskolen BI / Norwegian School of Management and a Bachelor of Science in Journalism, with Honors, from School of Journalism & Mass Communication, University of Colorado at Boulder. He is Managing Director and Partner, TRY Advertising AS and has held various positions within TV 2 AS, Kunnskapsforlaget and Verdens Gang (VG).

Information about all nominees and members of the Board of Directors as well as a report on how the Nomination Committee has conducted its work can be found on the Company website, www.eniro.com.

For the time period up until the end of the next Annual General Meeting Lars Berg is elected Chairman of the Board of Directors. If Lars Berg's mandate as Chairman of the Board of Directors is prematurely terminated, the Board of Directors shall elect a new chairman.

The Nomination Committee is of the opinion that the remuneration of the members of the Board of Directors should be adjusted, both as an effect of the increased workload due to the enlarged focus on the Corporate Governance related matters, and to reflect the international composition of the Board. Further, the Board members' shareholding in the Company ought to be increased.

In connection therewith, the Nomination Committee has issued the following statements of principle;

The Nomination Committee is of the opinion that the members of the Board of Directors should own shares in the Company. The Nomination Committee accordingly requests that the Board of Directors establish principles governing the Board members' ownership of shares in the Company. The following points should serve as guidelines for these principles;

- all members, excluding members who are employed by the Eniro Group,, of the Board shall individually, for the time period up until the next Annual General Meeting, acquire shares in the Company for a sum corresponding to at least SEK 180 000, with a deduction of a standard calculated tax of 50 percent, and the Chairman for a sum corresponding to at least SEK 350 000 with a deduction of a standard calculated tax of 50 percent,
- each individual member of the Board (including the Chairman) shall retain these shares for a period ending 6 months after his or her assignment as members of the Board has ended, at the earliest.

All members of the Board have notified the Nomination Committee of their acceptance of the Nomination Committee's wish with regard to share acquisition as specified above.

Applying the above-mentioned principles with regard to the remuneration of the Board of Directors, the Nomination Committee proposes that the Chairman of the Board of Directors shall be remunerated with SEK 1,000,000 and each of the members of the Board of Directors elected by the General Meeting with SEK 420,000. Taking into account the Nomination Committee's wish with regard to the Board members increased holding in the Company's shares, the proposed remuneration of the Board members results in a lower cash compensation, than what was decided by the Annual General Meeting last year. In addition thereto, three individual members of the Board of Directors shall be remunerated with an additional SEK 75,000 each for their committee work and the chairman of the Audit Committee shall be remunerated with SEK 150,000 for that work. Members who are employed by the Eniro Group shall not receive any Director's fee.

Shareholders representing 23 percent of the total number of voting rights in the Company, has declared that they support the decision.

Further, the Company proposes that a fee should be paid to each of the employer representatives nominated according to law (Sw: *lag (1987:1245) om styrelserepresentation för privatanställda*) of SEK 1000 per year and SEK 1000 per meeting.

The Board of Directors' proposed resolution to amend the Articles of Association (item 14)

The purpose of the proposal is to enable the Board to collect proxies at the company's expense. Pursuant to the Swedish Companies Act the Board of Directors may only collect proxies at the company's expense if the Articles of Association include a provision thereof. Hence, the Board of Directors proposes that the Annual General Meeting of shareholders resolve to amend the Articles of Association by adding a new § 12 of the following wording:

"§ 12 Collection of proxies

The Board of Directors may collect proxies at the company's expense pursuant to the procedure set out in Chapter 7, section 4, para 2 of the Swedish Companies Act."

The Board of Directors' proposed resolution on principles regarding the remuneration of senior management (item 15)

Introduction

Senior management is defined as the President and the Group management, today a total of 16 persons.

The objective of the policy on remuneration for senior management is to offer remuneration in line with market standards that will attract as well as retain these persons within the Eniro Group. The remuneration consists of several

parts; (1) fixed salary, (2) variable remuneration, (3) long-term incentive program, and (4) pensions and other remunerations and benefits.

1. Fixed salary

The fixed salary is based on each manager's competence and area of responsibility. The fixed salary is revised annually.

2. Variable remuneration

The outcome of the variable remuneration depends on the level of fulfillment of targets in Eniro's scorecard for the actual year. The scorecard's targets are as follows. The financial targets constitute approximately 70 percent of the targets in the scorecard. Market and human capital objectives and individual targets constitute the remaining part of the scorecard.

For the senior management, including the President and CEO, the variable remuneration is a maximum of 35 – 70 percent of the fixed salary. Of the variable remuneration, a maximum of 15 – 50 percentage units is paid in cash. The rest (i.e. maximum 20 percentage units) is converted into synthetic shares. The exact outcome of the variable remuneration is determined by the Company based on a yearly evaluation of the individual's performance in relation to the scorecard laid down for the respective individual. In order for the cash to be paid to the individual, the individual has to be employed within the Eniro Group at the time of payment.

Two senior managers are deviating from the principles, due to acquired business and change in Eniro Group structure.

3. Long-term incentive program

At the Annual General Meeting of April 5, 2005, with some adjustments at the Annual General Meeting April 5, 2006, it was decided to provide for a share saving plan for employees in the Eniro Group. The long-term incentive program also includes senior management.

4. Pension and other remunerations and benefits

Eniro's policy on pension is based on either an Individual Pension Plan (*Sw. ITP plan, or corresponding for the respective country*) or a premium-based pension plan. In the premium-based plan the premium will constitute a maximum of 35 percent of the fixed salary.

Conditions of termination of employment for senior management, when the Company initiates the termination, will entail a maximum notice period of twelve months with redundancy payment carrying a maximum of twelve months thereafter.

Other benefits consist of mainly car benefits, the policy for which is determined by the current policy at that time.

The Board of Directors propose that an authorisation is given for the Board of Directors to deviate from the principles, if a specific case merits such deviation.

The Board of Directors' proposal resolution on a reduction of the statutory reserve (item 16)

The Board of Directors proposes that the Annual General Meeting of shareholders makes a resolution in the form set out below in relation to a reduction of the statutory reserve.

As of 31 December 2006, the statutory reserve amounted to SEK 2,148,585,376. 25. The statutory reserve of the Company shall be reduced by the same amount, SEK 2,148,585,376. 25, and the reduction capital shall be allocated to funds to be utilised pursuant to a resolution made

by a General Meeting of shareholders. Following the execution of the above reduction, the statutory reserve will be dissolved.

The purpose of the proposal for a reduction of the statutory reserve is to grant the Board more room for manoeuvre in their work with a changed capital structure, in order to create value for the Company's shareholders.

The execution of the reduction resolution requires the permission of the relevant authorities.

The Board of Directors' proposed resolution on an authorisation for the Board of Directors to decide on the acquisition of shares in the Company (item 17)

The Board of Directors proposes that the Annual General Meeting of shareholders makes a resolution in the form set out below, authorising the Board of Directors to decide on the acquisition of shares in the Company.

The Board of Directors is authorised, for a period until the next Annual General meeting of shareholders, to decide on acquisitions of shares in the Company on the Stockholm Stock Exchange where the Company's shares are listed, or by means of an acquisition offer directed to all shareholders in the Company, up to a number representing not more than ten percent of the total number of shares in the Company. The Company's total holding of its own shares, together with shares already held, may not at any time exceed one-tenth of the total number of shares in the Company. It should be noted that the Company as of February 1, 2007 held 999 834 shares in the Company corresponding to 0.55 per cent of the total number of outstanding shares in the Company.

The acquisition of shares in the Company on the stock exchange may only be made within the price interval registered at any time on the stock exchange, by which is meant the interval between the highest purchase price and the

lowest selling price. The acquisition of shares in the Company according to an acquisition offer directed towards all shareholders may be made at a price which does not exceed the stock exchange share price at the time of the offer with an addition of 25 percent at the highest.

The purpose of the acquisition of the Company's own shares is to grant the Board more room for manoeuvre in their work with a changed capital structure, in order to create value for the Company's shareholders.

The Board of Directors' report pursuant to Chapter 19 Section 22 of the Companies Act is available at the Company and will be mailed free of charge to shareholders who so request.

Proposed resolution regarding the establishment of a nomination committee (item 18)

The Nomination Committee consist of Wouter Rosingh (Hermes Focus Asset Management), Luca Bechis (Richmond Capital), Niklas Antman (Kairos Investment Management), Mads Eg Gensmann (Parvus Asset Management), and Lars Berg, Chairman of the Board of Directors of Eniro. The chairman of the Nomination Committee is Wouter Rosing.

In accordance with previous year, the Nomination Committee proposes that a Nomination Committee should be established according to the following.

The Chairman of the Board of Directors shall contact the four largest shareholders in terms of voting rights, who may each appoint one representative to serve as a member of the Nomination Committee along with the Chairman of the Board of Directors up until the end of the next Annual General Meeting or, if necessary, up until a new Nomination Committee has been appointed.

If any of the abovementioned shareholders does not exercise its right to appoint one representative, that right passes to the shareholder who, next to the abovementioned shareholders, owns the largest number of shares.

If a member of the Nomination Committee resigns from the position prior to the conclusion of its work, the same shareholder who appointed the resigning member shall, if considered to be required, appoint a successor, or if that shareholder no longer, in terms of voting rights, is one of the four largest shareholders, by the new shareholder in that group. The Nomination Committee will among themselves appoint a chairman. The Chairman of the Board of Directors cannot be appointed as chairman of the Nomination Committee.

The composition of the committee shall be made public through a separate press release as soon as it has been appointed and at the latest six months prior to the Annual general Meeting. This information shall be made available on the Company website where there shall also be information as how shareholders can submit proposals to the Committee.

In case the ownership structure would change substantially after the establishment of the committee, the composition of the committee shall change accordingly.

The task of the Nomination Committee shall be to present proposals, ahead of the General Meeting, with respect to the number of members of the Board of Directors to be elected by the General Meeting, the fees for the Board of Directors, possible fees for work in the committees of the Board of Directors, the composition of the Board of Directors, the Chairman of the Board of Directors, the chairman of the General Meeting and, when applicable, for the election of auditors and the fees for the auditors.

The Nomination Committee's proposal shall be included in the notice for the General Meeting and published on the Company website.

More information

The Annual General Meeting's resolution of item 14 and 17 is valid only if it obtains approval by two thirds of both the voting rights as well as of the shares represented at the Meeting.

The Annual Report and the Auditor's Report and the complete proposals and enclosures thereof of items 11 – 18, will be available at the Company and posted on the Company website, www.eniro.com, from March 16, 2007, and will at the request of shareholders be sent to their stated address without charge.

All of the above mentioned documents will be provided at the Annual General Meeting.

Stockholm in February 2007

Eniro AB (publ)

The Board of Directors
