

**PRESS RELEASE** December 13, 2000

## **Resolutions passed at the extra general meeting of stockholders of Aspiro AB (publ)**

On December 13, Aspiro AB (publ), 556519-9998, held an extra general meeting of stockholders at which the following resolutions were passed:

### **Authorization for the Board to adopt a resolution regarding a new share issue**

The extra general meeting of stockholders authorized the Board to, during the period of time up to the next ordinary general meeting of stockholders, adopt one or more resolutions to increase the company's share capital by a maximum of SEK 90,000 through the new issue of a maximum of 4,500,000 shares each with a nominal value of SEK 0.02 per share. The issue shall be effected with payment by means of setoff or payment in kind and with departure from the stockholders' preemption rights. The issue price shall be calculated based on a competitive market rate.

The aim of the authorization is to afford the company financial preparedness upon or prior to, future investments and acquisitions.

The dilution effect upon full exploitation corresponds to 9.21 % of current share capital and number of votes.

### **Decision taken regarding the issue of instruments of debt associated with warrants for the subscription of new shares**

The extra general meeting of stockholders, with departure from the stockholders' preemption rights, passed a resolution regarding the issue of two instruments of debt associated with warrants for the subscription of new shares in Aspiro AB.

The instruments of debt shall have a nominal amount of one (1) krona each and the number of warrants, each of which gives the holder the right to subscribe for one share with a nominal value of SEK 0.02, shall not exceed a maximum of 1,800,000 (Series 2003) or a maximum of 200,000 (Series 2011).

The right to subscribe to the instruments of debt with detachable warrants in the Series 2003, with departure from the stockholders' preemption rights, shall only be offered to Aspiro's wholly-owned subsidiary Wherever Finans AB, in the process of changing its name to Aspiro Development AB ("Aspiro Development"), which has the right and obligation to forward the said warrants on to employees, leading decision-makers and other key personnel in the Aspiro group in accordance with the resolution.

Subscription for shares in the company supported by warrants in the Series 2003 may take place during the period January 1, 2003 - December 31, 2003. The price for the subscription of each new share shall correspond to the latest official recorded average price paid for shares in the company on OM Stockholm stock exchange's Nya Marknaden (or another bourse where the company's shares are listed at the time in question) official listing over the ten business days immediately following the day this extra general meeting was convened with an addition of 60 percent.

The warrants subscribed to by Aspiro Development shall, in accordance with the Board's instructions, be forwarded on to employees, leading decision-makers and other key personnel in the Aspiro group and thereby constitute a part of the company's incentive program. The transfer of warrants shall be carried out at market-competitive rates, e.g. the price of the warrant shall be its theoretical value calculated in accordance with the Black & Scholes valuation model.

The right to subscribe to the instruments of debt with detachable warrants in the Series 2011 shall, with departure from the stockholders' preemption rights, only be offered to the Aspiro Stock Option Trust (US), which has the right and obligation to forward the shares that were subscribed for with the said warrants on to the employees in Aspiro AB's wholly-owned subsidiary Aspiro, Inc. (US), in accordance with the resolution.

The subscription for shares in the company supported by warrants in the Series 2011 may take place from January 1, 2001 - December 31, 2011. The price for the subscription of each new share shall correspond to the share's nominal amount. Shares subscribed for by the Trust shall be forwarded on to employees, leading decision-makers and other key personnel in the Aspiro group in accordance with the call options issued by Aspiro, Inc. regarding shares in Aspiro AB. Call options may be issued free of payment to Aspiro, Inc who, as the holder of the option, has the right to, after a certain period of time, acquire shares in Aspiro AB at a price that corresponds to the share's market value on the day the call option was issued.

The dilution effect upon full exploitation of the warrants corresponds to 4.09 % of current share capital and number of votes.

**With regards to the resolution calling for a decision concerning the issue of instruments of debt associated with option rights for the subscription of new shares in a wholly owned subsidiary**

In view of the continuing discussions concerning external investors in Aspinova Innovation AB, the Board of Aspinova has asked the Board of Aspiro AB to postpone the options program for employees of Aspinova.

The creation of Aspinova is a part of Aspiro AB's conversion into an independent subsidiary company and spin off of its venture capital investment division aimed at, among other things, broadening ownership in the said subsidiary.

Malmö December, 2000  
Board of Directors

**About Aspiro**

Aspiro provides mobile Internet services, promoting life in motion, using cutting-edge knowledge and technologies. Aspiro offers operators, content providers and mobile organizations a wide range of solutions, from pre-packaged portal services to industry-specific solutions.

Founded in 1998, Aspiro is today an important player in the global mobile Internet market. 125 people currently work for the company, which has offices in Sweden, Luxembourg and USA. Aspiro's business concept, organization and operations are based on many years of experience gained in the mobile telecommunications and IT industries.

For further information about Aspiro, please visit [www.aspiro.com](http://www.aspiro.com)