

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS OF M2S SVERIGE AB (publ)

The shareholders of M2S Sverige AB (publ) are hereby given notice of and are invited to the Annual General Meeting of Shareholders on

Thursday, 22 March 2001, at 17.00 hours.

Place: M2S' premises, Linnégatan 18, Stockholm

NOTICE OF ATTENDANCE

Shareholders who wish to take part in the Annual General Meeting shall:

- be registered in the shareholders register kept by VPC AB no later than **Monday, 12 March 2001,**
- give notice to the Company of their intention to attend the General Meeting no later than **Friday, 16 March 2001, at 17.00 hours.** Notice may be given in writing to the address M2S Sverige AB (publ), Linnégatan 18, 114 47 Stockholm, via facsimile 08-506 426 00, via E-mail to bolagsstamma@m2s.com or via telephone 08-506 424 00.

The notice shall state the name and the personal- or registration number, address and telephone number of the shareholder and his or her registered shareholdings. In case the shareholder intends to be represented by a proxy, it is kindly asked that a power of attorney and other authorisation documents are enclosed with the notice.

Shareholders whose shares have been registered in the name of a bank or an account manager, must temporarily register their holdings in their own name with VPC AB in order to be entitled to participate in the meeting. Such registration, which normally takes a few days, must be effected (registered with VPC AB) **no later than Monday, 12 March 2001** and should therefore be arranged with the administrator in due time before the aforesaid date.

MATTERS OF THE GENERAL MEETING

Proposed agenda for the General Meeting:

1. Opening of meeting and election of chairman.
2. Setting up and verification of the voting list.
3. Decision whether the General Meeting has been duly convened.
4. Approval of the agenda.
5. Election of one or two persons to verify the minutes.
6. Presentation by the Managing Director.
7. Presentation of the annual report and the consolidated annual report.

8. Presentation of the auditors' report and the auditors' consolidated report.
9. Resolution regarding adoption of the income statement and the balance sheet together with consolidated income statement and balance sheet.
10. Resolution regarding the disposition of the Company's result according to the adopted balance sheet.
11. Resolution regarding discharge from liability of the members of the Board of Directors and the Managing Director.
12. Determination of the number of members of the Board of Directors and their deputies.
13. Determination of the number of auditors and their deputies.
14. Resolution in respect of remuneration to the Board of Directors and the auditors.
15. Election of members of the Board of Directors and their deputies.
16. Resolution concerning amendment of the Company's Articles of Association so that notice of General Meeting shall be announced in Post och Inrikes Tidningar and in Finanstidningen.
17. Resolution concerning amendment of the Company's Articles of Association so that the Board of Directors shall consist of minimum five and maximum eight members with maximum two deputies.
18. Closing of the meeting.

PROPOSED DIVIDENDS

The Board of Directors proposes that no dividend shall be paid in respect of the financial year 2000.

PROPOSAL CONCERNING ELECTION OF BOARD OF DIRECTORS

Shareholders representing more than 50% of the aggregate votes in the Company have notified that they propose re-election of the directors Gerard de Geer, Carl-Diedric Hamilton, Carl Kleman, Harald Nilsson, Carl Nordlander and Wolfram Peters. The same shareholders propose that remuneration of SEK 60,000 shall be paid to the chairman and SEK 150,000 shall be paid to those of the other directors elected by the General Meeting who are not employees of the Company.

The shareholders are very welcome to the General Meeting

Stockholm in February 2001

THE BOARD OF DIRECTORS

M2S Sverige AB (publ)