

# AudioDev AB (publ)

The shareholders of **AudioDev AB** (publ) are hereby invited to attend the annual general meeting to be held on Wednesday April 25, 2007, at 4.30 p.m. in the company offices, Kabingatan 9, Malmö, Sweden.

#### **Entitlement to attend:**

To be entitled to attend the meeting you must <u>firstly</u> be registered as a shareholder in the company's share register produced by VPC AB relating to the prevailing conditions on Thursday April 19, 2007, and <u>secondly</u> have given the company notice of your intention to attend the meeting by Thursday April 19, 2007 at 12 noon at the latest.

Shareholders who have had their shares registered to nominees must temporarily re-register them in their own name with VPC AB in order to be able to attend the meeting. Such registration must have been accomplished by Thursday April 19, 2007 at the latest. This means that shareholders must communicate their wishes on the matter to the nominee well in advance before that date.

#### **Notice of attendance**

Notice of attendance at the meeting may be given in writing to AudioDev AB (publ), attn: Annika Falk, Kabingatan 9, SE-212 39 Malmö, Sweden or by telephone on +46 40-690 49 04, fax: +46 40-690 49 90, or by e-mail to annika.falk@audiodev.com. When registering, you must state your name, personal identity number or corporate identity number, number of shares, daytime telephone number, and, where applicable, the number of advisers (no more than two) you intend bringing to the meeting. If shareholders intend being represented at the meeting, a power of attorney along with other proof of authority documents should be enclosed with the application.

# Proposed agenda

- 1. Opening of the meeting
- 2. Election of the chairman of the meeting
- 3. Preparation and approval of the voting list
- 4. Approval of the agenda
- 5. Election of a person to check the minutes
- 6. Determination that the meeting has been duly convened
- 7. Presentation of the annual report and the auditor's report as well as the consolidated accounts and auditor's report on the consolidated accounts
- 8. The Managing Director's report on the operations
- 9. Adoption of the income statement and the balance sheet and the consolidated income statement and the consolidated balance sheet
- 10. Disposition of the company's profits in accordance with the balance sheet adopted
- 11. Discharge of the Board of Directors and the Managing Director from liability
- 12. Determination of the number of directors and deputy directors as well as the number of Auditors and Deputy Auditors.
- 13. Determination of remuneration to the Board of Directors and Auditors
- 14. Election of Board of Directors and Chairman of the Board of Directors
- 15. Election of Auditors and Deputy Auditors

- 16. The Board's proposal for a decision on guidelines for remuneration to leading officials
- 17. Closing of the meeting

### Dividend (item 10)

The Board has proposed that no dividend is to be paid.

## Board etc. (items 2, 12, 13, 14 and 15)

The company has been notified that shareholders that represent over 50 % of all votes in the company will be supporting the following proposals:

Chairman of the meeting: Peter Oscarsson

**Board Members**: re-election of Jan Barchan, Göran Barsby, Sigrun Hjelmquist, Per Ludvigsson

and Thomas Vonheim

Chairman of the Board: Jan Barchan

**Directors' fees**: SEK 800,000, of which SEK 200,000 to the Chairman of the Board and SEK

150,000 each to other Board Members.

Auditor: certified accountant Johan Thuresson and certified accountant Peter Gunnarsson

Deputy Auditor: certified accountant Göran Neckmar

Audit fee: as per the approved estimate within the framework of the submitted quotation

# The Board's proposal for a decision on guidelines for remuneration to leading officials (item 16)

The Board's proposal, which includes guidelines with respect to salaries, pension and other terms of employment for leading officials, are detailed in the Directors' Report in the company's annual report.

#### **Documentation**

The annual report and auditors' report as well as other decision data are made available at the company and on its website, www.audiodev.com, at least two weeks before the Annual General Meeting and are distributed to shareholders who have requested copies and have given their postal address.

Malmö, March 2007

**Board of AudioDev AB (publ)**