

Explanatory statement on the nomination committee's proposals for the Board of Directors of Acando AB at the 2010 annual general meeting

In preparation for the 2010 annual general meeting of Acando AB, a nomination committee was convened in accordance with the procedure established at the 2009 annual general meeting held on 27 April 2009. The nomination committee consisted of representatives of the company's major shareholders as well as the Chairman of the board of directors. The membership of the committee was announced through a press release on 2 October 2009. The composition of the nomination committee was as follows.

Ulf Hedlundh, on the proposal of Alf Svedulf Investmentbolaget Svolder
Erik Sjöström, on the proposal of Skandia Liv
Ulf J Johansson, Chairman of the board of Acando

The nomination committee appointed from among its members Ulf Hedlundh to chair the committee.

On 1 March 2010, Åsa Landén Ericsson informed the board that, in consequence of new employment in an operation partly in competition with Acando, she was resigning from Acando's board with immediate effect.

The nomination committee's proposals for the board of directors of Acando AB

The nomination committee proposes unanimously:

- that the board of directors shall consist of six members, as before
- that Magnus Groth, Ulf J Johansson, Birgitta Klasén, Anders Skarin and Alf Svedulf be re-elected to the board.
- that Susanne Lithander be elected to the board.
- that Ulf J Johansson be re-elected Chairman of the board.

Explanatory statement

In preparation for the 2010 annual general meeting, the nomination committee held six meetings, and maintained regular contact between meetings. After considerable work had been done by the nomination committee, Åsa Landén Ericsson informed the board that, in consequence of new employment in an operation partly in competition with Acando, she was resigning from Acando's board with immediate effect. This led to some additional search work on the part of the nomination committee, and, ultimately, to the proposal of Susanne Lithander as a candidate for election to the board.

The company's managing director and CEO, Carl-Magnus Månsson, attended one of the nomination committee's meetings to present the Acando Group's strategy and development. The nomination committee has also reviewed the board of directors'

evaluation of its own work, and is able to state that the work of the board has been carried out actively, with a great deal of commitment and a high attendance level by members of the board.

The nomination committee has carefully evaluated and discussed the requirement profiles considered central for members of the board of Acando. The qualities needed in a new member were given special consideration.

The nomination committee has resolved unanimously to propose Susanne Lithander as a candidate for membership of the board. She is 49 years old, and has a degree in business administration from the University of Gothenburg School of Business, Economics and Law. Susanne Lithander is currently managing director of Mercuri International AB, and previously held a number of senior positions within the Ericsson Group, based both in Sweden and abroad. Of particular note is that from 2006-2008, she was vice president with profit responsibility for Advisory Services in business area Global Services. This involved training, consulting and the use of special optimisation tools. Susanne holds no board appointments over and above those with Mercuri International stemming from her position as managing director.

The nomination committee considers that the proposed board of directors effectively fulfils the requirements for range of expertise, business experience and gender distribution appropriate for the board of directors of a consultancy company of Acando's type.

The nomination committee's proposals fulfil the requirements of the Swedish Code of Corporate Governance on the independence of members of the board of directors. Of the members of the board of directors, Ulf J Johansson and Alf Svedulf are to be regarded as not independent of major shareholders, while the other members of the board are independent, in relation both to the company and to the said major shareholders.

Stockholm, March 2010

The nomination committee of Acando AB