



PRESS RELEASE  
5 May, 2010

## Annual General Meeting in Acando

**The following items were resolved at the Annual General Meeting of Shareholders of Acando AB (publ.) held on 4 May, 2010:**

### **Dividend**

The AGM resolved that a dividend of SEK 0.50 per share will be paid, and that the Record Day for the dividend shall be 7 May, 2010. It is expected that disbursement via Euroclear Sweden AB/VPC can take place on 12 May, 2010.

### **Adoption of the income statement and the balance sheet and discharge from liability for the members of the Board of Directors and the Managing Directors**

The Annual General Meeting (AGM) resolved the adoption of the Income Statement and Balance Sheet and the Consolidated Income Statement and Consolidated Balance Sheet. The AGM also resolved the appropriation of the Company's profits according to the adopted Balance Sheet.

The AGM discharged the members of the Board of Directors and the Managing Directors from liability.

### **Remuneration to the Board of Directors and auditors**

The AGM resolved that there will be six Board Members elected by the AGM.

The AGM also resolved that the remuneration of external Board Members be set at SEK 1,650,000 of which the Chairman shall receive SEK 500,000 and the other Members shall each receive SEK 200,000. The Board shall also dispose of SEK 150,000 to be divided equally among committee members.

The AGM also resolved that the remuneration of the Auditors be in accordance with their agreed invoice.

### **Board of Directors**

The AGM resolved to re-elect Ulf J Johansson, Magnus Groth, Birgitta Klasén, Anders Skarin and Alf Svedulf as ordinary board members, and to elect Susanne Lithander as ordinary board member.

The AGM also resolved to appoint Ulf J Johansson as Chairman of the Board.

### **Determination of policy for the election of members of the Nominating Committee**

The AGM resolved that the Nominating Committee will be composed of the Chairman of the Board and at least two representatives of the largest shareholders.

### **Authorisation of a new share issue**

The AGM resolved to authorise the Board to decide on a new issue of class B shares to the degree that such issue may take place without the Articles of Association being amended. Furthermore, the board's utilisation of such authorisation may not imply that the total increase in share capital exceed 10 percent of the registered share capital at the point in time the board should utilise the authorisation for the first time. Shares may be issued with the condition that new shares may be paid with capital contributed in kind or by set-off. Accordingly, the authority shall not include the right for the board to resolve on a new cash issue. The issue may take place with waiver of shareholders' preferential right.

The authorisation may be utilised upon one or several occasions up until the next AGM. The issue price shall correspond to the share's appraised market value. The reason for shareholders' preferential rights being able to be waived is to enable the Company to issue shares in conjunction with the acquisition of companies or business activities.

### **Authorization for the Board of Directors to repurchase and transfer treasury shares**

The AGM resolved to authorise the board, up until the next AGM, on one or several occasions, to resolve the acquisition and the transfer of own shares with waiver of shareholders' preferential rights. Acquisitions may be made only through NASDAQ OMX Nordic at the prevailing quoted price, and the number of shares acquired must not be so great that the Company's holding of its own shares exceeds 10 percent of all shares in the Company.



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Acquisitions may only take place to the degree that they are justifiable in light of the Swedish Companies Act's prudence concept. Transfers may be made as payment of all or part of the purchase consideration upon the acquisition of companies or business activities, upon which the consideration shall correspond to the share's estimated market value. In the latter case, payment may be made through capital contributed in kind, in the form of shares or business property, or through a set-off against claims against the company. Transfers may not be made through NASDAQ OMX Nordic.

**Resolution on the guidelines for the remuneration of senior executives**

The AGM resolved to adopt the following guidelines for the remuneration of senior executives (the Managing Director and members of Group management):

- The Company shall offer competitive and market-adapted conditions that enable the Company to recruit and retain proficient senior executives.
- Remuneration shall comprise a salary, long-term incentive programs and pension provisions.
- The salary shall contain fixed and variable components. The ambition is that the fixed salary plus 40 percent of the maximum possible variable salary shall constitute a total salary that is in line with the market when the Group's quantitative financial and operational goals, established by the board, are achieved.

**Share Savings Program 2010**

The AGM resolved on the share saving program 2010 ("the Program") for senior executives and other key employees within the Acando Group. The Program has a similar structure to the share savings program approved by the extraordinary general meeting held on 15 August 2007 and the AGMs held in 2008 and 2009.

**Further information is available from:**

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Ulf J Johansson, Chairman of the Board, Acando, +46 8 699 70 00.

The notification to attend the AGM and the proposed resolutions are available at [www.acando.com](http://www.acando.com).

**Acando**

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