



Proposal of the board to approve the transfer of shares in the subsidiary Tarento AB (item 18)

The company's subsidiary Connecta Partner Investment AB ("CPI") holds all shares in Tarento AB ("Tarento"), which, in its turn, holds all shares in Technology Private Limited ("Tarento India"), the Acando group's Indian delivery centers. CPI's intention is to enter into an agreement with Vijay Sunkeswari, Rahul Karnawat and Kumar Deepak, former CEO and management in Tarento India, (the "Purchasers") to, subject to approval from the shareholder's meeting in Acando, transfer all shares in Tarento to the Purchasers (directly or through a company). Acando became owner of Tarento in connection with the takeover of Connecta, in which group Tarento was included.

The reason for the transfer is that Acando intends to concentrate the group's delivery centers to Latvia, where the corresponding business is conducted since several years. Acando believes that it will lead to economies of scale to gather all volume in one unit, as well as that the proximity of having the outsourcing in Europe will actively contribute to increase the profitability in this kind of service/delivery.

The purchase price for the shares in Tarento will amount to SEK 8 - 10 million, of which one-third will be paid in connection with closing, one-third will be paid on 1 January 2017, and the remaining part will be paid on 1 January 2018. In order to secure that ongoing projects are not affected by the transfer, the purchase price is conditional upon that the Acando group, or its customers, during a period of 12 to 24 months after closing, purchases services from Tarento.

The transfer falls under Chapter 16 of the Swedish Companies Act and is subject to approval of the shareholder's meeting in Acando. The board proposes therefore that the shareholder's meeting decides to approve the transfer of shares in Tarento to the Purchasers.

The resolution adopted by the shareholder's meeting regarding the transfer of the shares in Tarento requires that the decision is supported by shareholders representing not less than nine-tenths of the votes cast as well as the shares represented at the meeting.

Stockholm in March 2016

The Board of Directors