

# Seamless

## ARTICLES OF ASSOCIATION OF SEAMLESS DISTRIBUTION AB, Organisation number 556610-2660

- §1. The name of the Company is Seamless Distribution AB. The company is a public company (publ).
- §2. The Registered Office of the Board of Directors of the Company is in Stockholm.
- §3. The objects of the Company are to, directly or indirectly, develop, sell and deliver software, maintenance and services within the area of telecommunication and to carry on other activities consistent therewith
- §4. The Share Capital shall amount to no less than SEK 9,000,000 and no more than SEK 36,000,000.
- §5. The number of shares shall be not less than 18.000.000 and not more than 72.000.000.
- §6. The financial year of the Company shall be the calendar year.
- §7. Each person may at the General Meeting vote for the entire number of shares represented by the person
- §8. The Board of Directors shall consist of no fewer than four and no more than eight Directors with no more than five Deputy Directors. These will be elected on a yearly basis on the Annual General Meeting, and shall remain in election until the end of the next Annual General Meeting.
- §9. The Company shall as Auditor have no fewer than one and no more than two registered public accounting firms
- §10. The company's shares shall be registered in a central securities depository register in accordance with the Swedish Financial Instrument Accounts Act (1998:1479).
- §11. The following matters shall be dealt with at the Annual General Meeting:
  1. election of a Chairman at the General Meeting;
  2. preparation and approval of a voting list;
  3. approval of the agenda;
  4. election of at least one person to check the minutes;
  5. examination whether the Meeting has been properly convened;
  6. presentation of the Annual Report and the Auditors' report, and in the occurring event, presentation of the Consolidated Accounts and the Auditors' report on the Group;
  7. resolutions in respect to
    - a) adoption of the Profit and Loss Statement and the Balance Sheet and of the Consolidated Profit and Loss Statement and the Consolidated Balance sheet,
    - b) appropriation of the Company's profit or loss according to the adopted Balance Sheet,
    - c) the Directors' and the Managing Directors' discharge from liability;
  8. determining the remuneration payable to the Board of Directors and to Auditor;
  9. election of Directors and, when appropriate, elections of Auditor.
  10. other matters which shall be dealt with at the Meeting according to aktiebolagslagen (1975:1385) or the Articles of Association.
- §12. Notice convening a General Meeting as well as Extra General Meeting where questions regarding changes in the Company's Articles of Association are to be decided upon shall be announced no more than six, and no less than four weeks before the Meeting. Notice convening other Extra General meeting shall be announced no more than six, and no less than two weeks before the Meeting. Notice convening a General Meeting shall be issued through announcement in Post och Inrikes Tidningar as well as in Dagens Industri.

In order to be admitted to a General Meeting, a Shareholder shall have given his notice of attendance to the company not later than 12.00pm on the day mentioned in the notice convening the Meeting. This day may not be a Sunday, another public holiday, Saturday, Midsummer Eve, Christmas Eve or New Year's Eve and may not fall earlier than five weekdays before the General Meeting.

# Seamless

---

Box 6234 • SE-102 34 STOCKHOLM • SWEDEN

Phone: +46 8 564 878 00 • Fax: +46 8 564 878 23 • <http://www.seamless.se>