



## CDON GROUP AB (PUBL)

### DOCUMENTS FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS –

TUESDAY 14 MAY 2013, 5.00 P.M. CET

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1. The Boards' report of events of material significance in accordance with Ch. 13 Sec. 6 of the Swedish Companies Act.
2. Auditor's statement pursuant to Ch. 13, Sec. 6 of the Swedish Companies Act concerning the board of directors' report regarding events of material significance

## **1. The Boards' report of events of material significance in accordance with Ch. 13 Sec. 6 of the Swedish Companies Act.**

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*N.B. The Swedish text is an in-house translation of the original English text and for convenience only.*

### **THE BOARDS' REPORT OF EVENTS OF MATERIAL SIGNIFICANCE IN ACCORDANCE WITH CH. 13 SEC. 6 OF THE SWEDISH COMPANIES ACT (SW. AKTIEBOLAGSLAGEN) STYRELSENS REDOGÖRELSE FÖR VÄSENTLIGA HÄNDELSER ENLIGT 13 KAP. 6 § AKTIEBOLAGSLAGEN**

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The board in CDON Group AB (publ) reg. no. 556035-6940 ("**CDON Group**") hereby, in accordance with Ch. 13 Sec. 6 of the Swedish Companies Act (Sw. aktiebolagslagen), gives the following report of events of material significance for CDON Group' financial position which have occurred since the presentation of the annual report with respect to the financial year 2011.

*Styrelsen i CDON Group AB (publ) org. nr 556035-6940 ("**CDON Group**") avger härmed, enligt 13 kap. 6 § aktiebolagslagen, följande redogörelse för händelser av väsentlig betydelse för CDON Groups ställning, vilka har inträffat efter det att årsredovisningen avseende räkenskapsåret 2011 lämnades.*

Since CDON Group presented the annual report with respect to the financial year 2011 dated 11 April 2012, sub-appendix A, the events of material significance for CDON Group's financial position that have occurred are included in the interim financial report for the period January-March 2012 disclosed on 18 April 2012, sub-appendix B, the interim financial report for the period January-June 2012 disclosed on 18 July 2012, sub-appendix C, the interim financial report for the period January-September 2012 disclosed on 17 October 2012, sub-appendix D, the year-end report for the period January-December 2012 disclosed on 8 February 2013, sub-appendix E, the interim financial report for the period January-March 2013 which has been approved and will be disclosed on 17 April 2013 and thereafter be available on the company's website, sub-appendix F.

*Efter att CDON Group avgett årsredovisning avseende räkenskapsåret 2011 den 11 april 2012, underbilaga A, har de händelser av väsentlig betydelse för CDON Group ställning inträffat som framgår av delårsrapport avseende perioden januari-mars 2012 offentliggjord den 18 april 2012, underbilaga B, delårsrapport avseende perioden januari-juni 2012 offentliggjord den 18 juli 2012, underbilaga C, delårsrapport avseende perioden januari-september 2012 offentliggjord den 17 oktober 2012, underbilaga D samt bokslutskommunikén avseende perioden januari-december 2012 av den 8 februari 2013, underbilaga E, delårsrapport avseende perioden januari-mars 2013 vilken godkänts och kommer att offentliggöras den 17 april 2013 och därefter finnas tillgänglig på bolagets hemsida, underbilaga F.*

Malmö on 16 April 2013

*Malmö den 16 april 2013*

CDON GROUP AB (PUBL)  
THE BOARD OF DIRECTORS / STYRELSEN



## **Auditor's statement pursuant to Chapter 13, Section 6 of the Swedish Companies Act (2005:551) concerning the board of directors' report regarding events of material significance**

To the shareholders' meeting in CDON Group AB, Reg. No. 556035-6940

We have reviewed the board of directors' statement dated April 16, 2013.

### **The board of directors' responsibility for the statement**

Under the Swedish Companies Act, it is the responsibility of the board of directors to prepare the statement and to ensure that there are such internal controls which the board considers necessary to enable the statement to be prepared without material misstatements, whether due to fraud or error.

### **The auditor's responsibility**

Our responsibility is to express our opinion on the board of directors' statement based on our review. We have conducted the review in accordance with the Swedish Institute of Authorised Public Accountants' (FAR) Recommendation 9, "The auditor's other statements under the Companies Act and the Companies Ordinance". This recommendation requires that we comply with professional ethical requirements and that we plan and conduct the review in order to obtain limited assurance that the board of directors' statement does not contain any material misstatements.

The review involves performing various procedures to obtain evidence of financial and other information contained in the board of directors' statement. The auditor decides what procedures will be performed by assessing, inter alia, the risks of any material misstatements in the statement, whether due to fraud or error. In connection with this risk assessment, the auditor considers the relevant parts of the internal controls relating to how the board of directors prepares the statement in order to perform the review procedures appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal controls. The review has been limited to an overall analysis of the statement and the supporting documentation relating thereto as well as making inquiries to the company's personnel. Our assurance is thus restricted to a limited assurance compared to an audit. We consider that the review evidence we have obtained is sufficient and appropriate to provide a basis for our review opinion.

### **Opinion**

Based on our review, nothing has come to our attention that causes us to believe that the board of directors' statement does not reflect events of material significance for the company in a true and fair way.

### **Other information**

This statement has only been prepared in order to satisfy the requirements set forth in Chapter 13, Section 6 and may not be used for any other purpose.

Stockholm April 16, 2013

KPMG AB

Åsa Wirén Linder  
*Authorized Public Accountant*