

1 March 2006

Annual General Meeting of Scribona AB

The Annual General Meeting of Scribona AB (publ) will be held at 3:00 p.m. on Thursday, March 30, 2006, at the Seorama conference facility, Röntgenvägen 2, Solna.

Notification

Stockholders who wish to participate in the meeting

- must be entered in the register of shareholders maintained by VPC AB (the Swedish Securities Register Center) by March 23, 2006
must provide notification of their intention to participate to Scribona AB, Box 1374, SE-171 27 Solna, Sweden, in writing or by telephone +46 (0)8-734 34 00, or fax +46 (8)-82 85 71 or e-mail to info@scribona.se no later than Tuesday, March 28, 2006. The notification should include name, personal or corporate identity number, address and telephone number.

Registration

In order to participate in the Meeting, owners of shares registered in the name of a bank's trust department or an individual stockbroker must have their shares temporarily registered in their own name. Stockholders who wish to request such re-registration should notify their trustees in good time prior to Thursday, March 23, 2006, when such registration must be completed.

Agenda

1. Opening of the Meeting.
2. Election of a Chairman to preside over the Meeting.
3. Drawing up and approval of the voting list.
4. Approval of the agenda.
5. Election of two persons, in addition to the Chairman, to check and sign the Minutes.
6. Decision as to whether the Meeting has been duly convened.
7. Presentation of the Annual Report, the Auditors' Report, the Consolidated Financial Statements and the Consolidated Auditors' Report.
8. The President's report on operations.
9. Decision regarding adoption of the Income Statements and Balance Sheets of the Parent Company and the Group.
10. Decision regarding disposition of the Company's earnings according to the adopted Balance Sheet.
11. Decision regarding discharge from liability for the members of the Board of Directors and the President.
12. Decision regarding the number of Board members and deputies.
13. Determination of fees to be paid to the Board of Directors and Auditors.
14. Election of Board members and Board Chairman.
15. Board proposal regarding changes to the Articles of Association.
16. Adoption of the Board's proposed principles for remuneration and other terms of employment for the executive management.
17. Proposal regarding approval of Carl Lamm AB's employee stock option program including the issue of warrants for subscription to new shares and approval of disposal over these within the framework of the employee stock option program.
18. Adjournment of the Meeting.

Item 2. Election of a Chairman to preside over the Meeting

The nomination committee proposes attorney Bertil Villard from Advokatfirman Vinge as Chairman of the Meeting.

Item 10. Decision regarding disposition of the Company's earnings according to the adopted Balance Sheet

The Board of Directors proposes that retained earnings and net profit for the year be carried forward to new account.

Item 13. Determination of fees to be paid to the Board of Directors and Auditors

The nomination committee, representing approximately 38% of the votes in the Company, proposes the following:

It is proposed that directors' fees for those members of the Board not employed by the company be paid in an amount of SEK 300.000 to the Chairman and SEK 200.000 to each of the other Board members. It is proposed that members of the remuneration committee be paid an extra fee of SEK 50,000 per year. It is proposed that auditors' fees be paid according to running account.

Item 14. Election of Board members and Board Chairman

The nomination committee, consisting of David E. Marcus, representing M2 Capital Master Fund Ltd., Ragnar Thorisson representing Straumur-Burdarás Investment Bank HF and Peter Ekelund, representing Nove Capital Master Fund Ltd., has announced its intention to recommend that the AGM re-elect Theodor Dalenson, Johan Hessius, Conny Karlsson, Fredrik Danielsson and David E. Marcus and election of Henry Guy and Peter Ekelund. Ole Oftedal has declined re-election.

Item 15. Board proposal regarding changes to the Articles of Association

Partly against the background of the provisions in the new Swedish Companies Act, the Board proposes that the Articles of Association be changed principally according to the following:

- Removal of the rule regarding the par value of the share.
- Addition of a rule whereby the number of shares shall be no fewer than 30 million and no more than 120 million.
- Amendment of the rule on preemptive rights to include setoff issues and the issue of warrants or convertibles.
- Adaptation of the rule on the record day reservation to the Act's new definition of VPC company.
- Addition of a rule allowing the Board to appoint special auditors for examination of the Board's reporting in connection with new share issues including stipulations regarding non-cash or setoff rights and fusion plans, etc.
- Addition of a rule allowing stockholders or their proxies to be accompanied by no more than two assistants at the AGM only if the stockholder has notified the company of the number of assistants in the same manner as specified for stockholders.
- Addition of a rule that the record date for entitlement for participate in the AGM shall be the fifth day prior to the AGM.
- Addition of a rule authorizing the Board, on the conditions determined by the Board, to permit a person who is not a stockholder in the company to attend or otherwise following the proceedings of the AGM.
- Addition of a rule allowing the Board to collect powers of attorney at the company's expense according to the procedure prescribed in Chapter 7, section 4, paragraph 2 of the Swedish Companies Act.
- Removal of certain rules whose content is evident in the Act.

Furthermore, the Board proposes a number of linguistic and editorial changes in the Articles of Association mainly arising from the above amendments and implementation of the new Swedish Companies Act.

Item 16. Adoption of the Board's proposed principles for remuneration and other terms of employment for the executive management

The executive management consists of the President and the Vice President.

The principles for remuneration to the executive management consist of basic salary, variable remuneration, certain taxable benefits and pension insurance. The distribution between basic salary and variable remuneration should be proportionate to the executive's responsibilities and powers.

For the executive management, the amount of variable remuneration may not exceed 100% of basic salary. The entire amount variable remuneration is based on the Group's income before tax. Benefits include a company car, a mobile telephone, subsidized meals, broadband connection at the home address, health insurance and, for one executive, travel benefits. Pension benefits for the executive management consist of defined benefit pension insurance where the maximum premium is equal to 33% of pensionable salary. Extra pension is offered through a salary deduction, where the employee pays in 5% of salary, although no more than a total of SEK 60,000 per year, and the company pays in an amount equal to that contributed by the employee. Furthermore, the company pays in an additional amount equal to the difference between payroll tax and special payroll tax on the extra pension premium.

Severance pay including termination benefits shall not exceed 24 monthly salaries.

In special cases, the board may deviate from these guidelines.

Item 17. Proposal regarding approval of Carl Lamm AB's employee stock option program including the issue of warrants for subscription to shares and approval of disposal over these within the framework of the employee stock option program.

A. Employee stock option program 2006/2014

The boards of Scribona AB and Carl Lamm AB propose that the AGM approve Carl Lamm AB's employee stock option program 2006/2014. Within the framework of the employee stock option program, it shall be

possible to issue employee stock options (call options) granting the right to acquire shares in Carl Lamm AB corresponding to no more than 6.8 percent of the share capital and number of votes in Carl Lamm AB. Each employee stock option shall grant the right to acquire one share in the company at an exercise price equal to 120 percent of the fair market value of the Carl Lamm share on the date of grant. If the company's share is listed on the date of grant, the fair market value shall be the volume-weighted average trading price over five consecutive business days immediately preceding this date.

The employee stock options may be granted to persons in Sweden or other countries who on the date of grant are permanently employed by a company in the Carl Lamm Group and who on said date have neither tendered their resignation nor been dismissed by the company. The allocation of employee stock options shall be determined by the board of Carl Lamm AB and shall be made in three categories. Category 1 includes the President of Carl Lamm AB with an allocation of employee stock options corresponding to no more than 1.0 percent of the share capital and number of votes in Carl Lamm AB. Category 2 includes the members of Carl Lamm AB's management team and certain managers in the Group, with an allocation of employee stock option corresponding to no more than 0.5 percent of the share capital and number of votes in Carl Lamm AB each. Category 3 includes the presidents of Carl Lamm AB's subsidiaries and certain other managers in the Group, with an allocation of employee stock option corresponding to approximately 0.05 percent of the share capital and number of votes in Carl Lamm AB each. The allocation shall be determined with regard to the employee's performance, position in and contribution to the Carl Lamm Group. Board members appointed by the AGM shall not be granted employee stock options. The issued employee stock options shall not be transferable to a third party.

Each holder shall have the right to purchase new shares through the exercise of 1/3 of the full number of employee stock options granted beginning on the date falling two years from the date of grant ("the anniversary date") and an additional 1/3 on each of the two coming anniversary dates, provided that the shares in Carl Lamm AB are allocated to stockholders in Scribona AB and that the respective optionholder is still employed by the Carl Lamm Group on the date specified above. In connection with this, the board shall have the right, but not the obligation to attach individually set performance-based conditions to the employee stock options governing the right to exercise the employee stock options.

The employee stock options shall be issued free of consideration, which, for the recipients, means that the amount equal to the difference between the fair market value of the Carl Lamm share on the exercise date of the employee stock option and the redemption price of the employee stock option will be taxed as income from employment. The Carl Lamm Group shall be liable for, and make payment of, the social security contributions payable on stock option benefits.

In order to ensure that Carl Lamm AB is able to meet its obligations to the holders of employee stock options upon exercise of the employee stock options and to cover costs mainly consisting of social security contributions for the program, it is proposed that the AGM authorize Carl Lamm AB to issue to a wholly owned subsidiary of Carl Lamm AB ("the Subsidiary") warrants for subscription to new shares corresponding to no more than 9.0 percent of the share capital and number of votes in Carl Lamm AB, of which warrants corresponding to no more than 6.8 percent of the share capital and number of votes are intended to cover obligations to holders of employee stock options upon the exercise of employee stock options and of which warrants corresponding to approximately 2.2 percent of the share capital and number of votes are intended to be used to cover costs mainly consisting of social security contributions for the program.

B. Issue of warrants

The boards of Scribona AB and Carl Lamm AB propose that the AGM approve Carl Lamm AB's issue of warrants for subscription to new shares corresponding to no more than 9.0 percent of the share capital and number of votes in Carl Lamm AB (after subscription). The company has no previously issued convertibles or warrants.

The right to exercise warrants for subscription to new shares is assigned solely to the Subsidiary, with the right and obligation to dispose over the warrants as specified below. The Subsidiary shall not pay any consideration for the warrants. Subscription for new shares according to the conditions for the warrants may take place during the period from registration with the Swedish Companies Registration Office to December 31, 2014 inclusive. The subscription price for the warrants (i.e. the amount to be paid by the Subsidiary upon exercise of the warrant) shall be set at 120 percent of the fair market value of the Carl Lamm share on the date of grant.

C. Approval of disposal over warrants

The boards of Scribona AB and Carl Lamm AB propose that the AGM authorize the Subsidiary to dispose over the warrants in order to meet the obligations attached to the employee stock options issued within the framework of the employee stock option program and to cover certain costs, primarily social security contributions, arising on the exercise of the employee stock options.

The motive for the issuance of Carl Lamm AB's employee stock option program 2006/2014 and for waiver of the stockholders' pre-emptive rights in connection with the issue of warrants is that the board of Carl Lamm

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AB feels it is important to retain and recruit competent personnel to the Group and that current and future senior executives and key staff in the Group are given the opportunity to become part-owners in the company. The board of Carl Lamm AB believes that this will increase interest in the company's business operations and stimulate future loyalty to the company. Because the employee stock option program is regarded an incentive scheme for senior executives and key staff in the Carl Lamm Group, it is expected to have a positive effect on the Group's ongoing development and thereby benefit the stockholders.

Decision on this proposal falls under Chapter 16 of the Swedish Companies Act on certain directed issues, etc, and requires the support of stockholders holding at least nine tenths of both the number of votes exercised and the number of votes represented at the AGM.

Available documents

The Annual Report and the Board's complete proposal for decision on items 15 and 17 will be posted on www.scribona.se by March 15, 2006, at the latest and will be available in printed form at Scribona AB's office in Solna. The Annual Report will be sent to those shareholders who so request and who provide their mailing address.

Solna, March 2006

THE BOARD OF DIRECTORS