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## **Report from the Annual General Meeting of Anoto Group AB**

At the Annual General Meeting of Anoto Group AB in Lund, May 14<sup>th</sup>, 2009, the following resolutions were passed.

### **Annual Report, adoption of report etc.**

The AGM adopted the consolidated income statements and balance sheets. The annual report was distributed and approved. The Board Members and CEO were discharged from liability. No dividends are to be paid.

### **CEO Statement**

The CEO of Anoto Group, Anders Norling, gave his comments on the most significant events during 2009 and also reported on the first quarter interim report announced on May 7, 2009.

### **Election of Board of Directors and Directors fees**

The AGM resolved to re-elect Board Members Hans Otterling, Stein Revelsby and Håkan Eriksson and to elect Charlotta Falvin and Leif Eriksrød as new Board Members until the end of the next Annual General Meeting.

Charlotta Falvin is the CEO of the software company TAT – The Astonishing Tribe AB. She holds a Masters degree in Business Administration from the University of Lund and has previously held senior positions within Axis and Lars Weibull AB, amongst others. Other positions: Member of the Board of Apptus AB and Axis AB. Shareholding in Anoto Group: 0.

Leif Eriksrød is a Norwegian citizen. He is a graduate in economics from the Norwegian Business School and has worked for Delphi Fondene within Storebrandkoncernen before joining Venter AS as Investment Manager. Venter AS' subsidiary Essensor owns 12% of the shares in Anoto. Own and affiliated companies' shareholding in Anoto: 15 605 608 shares.

The AGM also resolved to re-elect Hans Otterling as Chairman of the Board.

The AGM resolved the Board of Directors to consist of five members. The Annual Board fee is to be SEK 1,150,000, out of which SEK 450,000 is to be paid to the Chairman of the Board and SEK 175,000 to each of the other Board Members.

The AGM resolved that the Auditors shall be reimbursed according to approved invoice.

### **Nomination Committee**

In accordance with the proposal presented by the Nomination Committee, the AGM resolved to commission the Chairman of the Board of Directors to contact three of the Company's major shareholders, according to the list of shareholders at the end of September 2009, and ask them to appoint one representative each to form the Nomination Committee together with him until a new Nomination Committee has been appointed. The Nomination Committee shall appoint a Chairman. The Chairman of the Board must not be the Chairman of the Nomination Committee. The majority of the Nomination Committee shall not be Board Members.

In case a shareholder that has appointed a member to the Nomination Committee materially reduces his holding of share in the Company, the member that has been appointed by such shareholder shall resign, if the Nomination Committee so decides. Instead, another major shareholder shall in consultation with the remaining members be offered to appoint a member of the Nomination Committee. If a shareholder becomes one of the three major shareholders during the work of the Nomination Committee, the Committee can decide to offer this shareholder a position on the Nomination Committee.

The names of the members of the Nomination Committee, the shareholders they represent and information on who has been appointed Chairman shall be presented as soon as the members have been appointed, but no later than six months prior to the Annual General Meeting 2010. No remuneration shall be paid for the work carried out by the Nomination Committee. The Company shall reimburse reasonable costs for the recruitment of Board Members.

### **Authorization**

The Annual General Meeting resolved to authorise the Board of Directors to, on one or several occasions prior to the next Annual General Meeting, resolve on an issue of a maximum of 12,000,000 new shares with provisions for non-cash payment or payment against set-off of claims and/or directed share issue to the capital market or else on conditions enabling the waiving of shareholders' preferential rights. The reason for permitting issues of new shares waiving the shareholders' preferential rights is to enable

company/business acquisitions against full or part payment in the form of shares or cash after a direct issue to the capital market.

In a cash issue, the issue price for the new shares shall be fixed to a price close to the price for the share on NASDAQ OMX Stockholm.

Should the authorization be fully exercised, it would result in a dilution of approx. 9.5 percent based on the total number of shares.

### **Resolution on guidelines for compensation to the Executives of the Company**

The Annual General Meeting resolved to adopt the guidelines for compensation to the President and other executives of the Company in accordance with the proposal by the Board of Directors.

For more information:

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#### **About Anoto Group**

Anoto Group is the company behind and world leading in the unique technology for digital pen and paper, which enables fast and reliable transmission of handwritten text into a digital format. Anoto operates through a global partner network that focuses on user-friendly forms solutions for efficient capture, transmission and storage of data within different business segments, e.g. healthcare, bank and finance, transport and logistics and education. The Anoto Group has around 110 employees, offices in Lund (head office), Boston and Tokyo. The Anoto share is listed on NASDAQ OMX Nordic small cap list under the ticker ANOT. For more information: [www.anoto.com](http://www.anoto.com)