

OFFICIAL NOTIFICATION OF  
ANNUAL GENERAL MEETING OF  
NAXS NORDIC ACCESS BUYOUT FUND AB (PUBL)

The shareholders of NAXS Nordic Access Buyout Fund AB (publ) (The “Company”) are hereby invited to the Annual General Meeting on Tuesday, 5 May 2009 at 5:00 p.m. at the Hotel Scandic Anglais, Humlegårdsgatan 21, Stockholm. Registration to the general meeting begins at 4:30 p.m.

**NOTIFICATION**

To be entitled to participate in the business of the Annual General Meeting, shareholders shall be registered in the share register maintained by Euroclear Sweden AB by Tuesday, 28 April 2009,

and preferably have notified their intention to attend the Annual General Meeting and of any representative/proxy/advisor who will represent/accompany the shareholder to the Meeting on Wednesday, 29 April 2009. Notification shall be sent in writing to Delphi Law Firm, Attn: Annika Labbate, PO BOX 1432, SE-111 84 Stockholm, by fax to +46-8-20 18 84 or by e-mail to [annika.labbate@delphi.se](mailto:annika.labbate@delphi.se). Notification shall include the shareholder’s name, personal identification number/corporate registration number (or similar), address and daytime telephone number, as well as, wherever applicable, details of representatives, proxies and advisors. A maximum of two advisors may attend. To facilitate registration at the Meeting, notification, wherever applicable, should include a signed power of attorney, registration certificate and other documents proving identity.

To be entitled to participate in the Meeting, shareholders whose shares are held in the name of a trustee must request that the shares be temporarily re-registered in their own name in the share register maintained by Euroclear Sweden AB. The shareholder must inform the trustee sufficiently in advance to enable completion of such registration by Tuesday, 28 April 2009.

**Agenda**

- 1 Opening of the Meeting
- 2 Preparation and approval of the list of shareholders entitled to vote at the Meeting
- 3 Election of Chairman of the Meeting
- 4 Presentation and approval of the agenda
- 5 Election of two officers, in addition to the Chairman, to verify the minutes
- 6 Determination of whether the Meeting has been duly convened
- 7 Addresses by the CEO, as well as the presentation of the annual report and the auditors’ report, and of the consolidated financial statements and auditors’ report on the consolidated financial statements
- 8 Motions concerning
  - a. adoption of the income statement and balance sheet, and of the consolidated income statement and consolidated balance sheet
  - b. disposition to be made of the Company’s profit or loss as shown in the balance sheet adopted by the Meeting
  - c. discharge of the Board of Directors and the CEO from personal liability
- 9 Determination of the number of members of the Board to be elected by the Annual General Meeting and any deputies

- 10 Determination of the fees to be paid to the Board members and auditors
- 11 Election of members of the Board, any deputies, and Chairman of the Board
- 12 Closing of the Meeting

The Annual Report documentation and audit reports (Items 7-8), and the Board of Directors' complete motions concerning Items 12-13 will be kept available at the Company's office at Grev Turegatan 10, First Floor, Stockholm, as of Tuesday, 21 May 2009 and, in connection therewith, will be sent to the shareholders who so request and indicate their postal address. The documentation will also be available on the company's Webb site [www.naxs.se](http://www.naxs.se). All of the above documents will also be available at the Meeting.

#### **Item 8b. Disposition of the Company's earnings**

The Board of Directors proposes that the Annual General Meeting resolve to carry forward the retained earnings of SEK 595,523.

#### **Items 3, 9-11. Election of Board of Directors, etc.**

The Board of Directors proposes the following motions.

- It is proposed that the Chairman of the board Björn C. Andersson will be Chairmen at the General Meeting.
- It is proposed that for the period extending until the close of the following Annual General Meeting, the Board of Directors will comprise four (4) members and no deputies.
- For the forthcoming period of office, it is proposed that director fees be paid in a total amount of SEK 675,000, of which SEK 225,000 will be paid to the Chairman of the Board and SEK 150,000 to each other member elected by General Meeting and who is not employed by the Company. It is proposed that audit fees be paid in accordance with an approved invoice.
- The following Board Members are proposed: Robin Ahlström, Björn C. Andersson, Birgitta Johansson Hedberg and Clas Romander. It is also proposed that Björn C. Andersson be appointed Chairman of the Board.

Stockholm, April 2009  
The Board of Directors