

Statement by the Board of Directors of Connecta in relation to Acando's public takeover offer

Background

This statement is made by the the Board of Directors (the "Board") of Connecta AB (publ) ("Connecta" or the "Company") pursuant to section II.19 of the rules concerning takeover bids on the stock market adopted by NASDAQ OMX Stockholm (the "Takeover Rules").

Acando AB (publ) ("Acando") has today, through a press release, announced a public offer to the shareholders of Connecta to transfer all of their shares in the Company to Acando for a consideration of ten (10) new class B shares in Acando for every three (3) existing shares in Connecta (the "Offer").

Based on Acando's closing share price of SEK 13.85 as of 5 June 2014, the Offer values each Connecta share at SEK 46.17, and the total value of the Offer¹ is approximately SEK 480 million. The Offer represents a premium of:

- approximately 28.2 percent compared to Connecta's closing share price of SEK 36.00 on NASDAQ OMX Stockholm on 5 June 2014 (being the last day of trading prior to announcement of the Offer), and
- approximately 26.9 percent compared to Connecta's volume-weighted average share price on NASDAQ OMX Stockholm during the last 60 days up to and including 5 June 2014, of SEK 36.39

The acceptance period for the Offer is expected to run from and including 16 June 2014 to and including 7 July 2014. The Offer is, inter alia, conditional upon that it is accepted to the extent that Acando becomes the owner of more than 90 percent of the total number of shares in Connecta, that the shareholders in Acando with sufficient majority² adopt the general meeting resolution necessary to issue new class B shares in Acando in connection with the Offer and receipt of necessary regulatory approvals. Shareholders representing 43.7 percent of the votes in Acando have committed to vote in favour of such resolution at the Extraordinary General Meeting in Acando to be held on 2 July 2014.

The Board received an indication of interest from Acando on 16 April 2014, and following negotiations, on 19 May 2014 allowed Acando to conduct a confirmatory due diligence investigation prior to the announcement of the Offer. Acando has not received any non-public price-sensitive information through such due diligence investigation. During the process, Connecta has also conducted a limited confirmatory due diligence investigation of Acando.

According to the press release issued by Acando on 9 June, 2014, three significant shareholders in Connecta, Livförsäkringsbolaget Skandia, The Fourth Swedish National Pension Fund and TIKK2 AB, majority owned by former Connecta management and

¹ Based on 10,387,355 outstanding shares

² More than 50 percent of the votes cast at the general meeting

key personnel, who together hold approximately 27.4 percent of the shares in Connecta, have stated that they support the Offer.

The Company has entered into a combination agreement with Acando regarding the Offer. This agreement will be described in more detail in Acando's offer document.

The Board's Recommendation

The Board's opinion of the Offer is based on a joint assessment of a number of factors that the Board has considered relevant in relation to the evaluation of the Offer. These factors include, but are not limited to, the Company's present position, the expected future development of the Company, the combination of Connecta and Acando, and thereto related possibilities and risks.

The Board views a combination of the Company and Acando as positive and believes it to be strategically merited, and the share consideration allows the Company's shareholders to take part of combination synergies.

In its evaluation of the Offer, the Board also takes into account that shareholders representing approximately 27.4 percent of the shares have expressed their support for the Offer.

Under the Takeover Rules, the Board's shall also, based on what Acando has expressed in its announcement of the Offer, present its views on the impact the completion of the Offer may have on Connecta, especially employment, and its views on Acando's strategic plans for Connecta and the impact these could be expected to have on employment and on Connecta's business locations. The Board notes that in the press release announcing the Offer, Acando states that it highly appreciates the competence that Connecta's management and other employees possess and that in the near time, Acando only foresees limited effects of the completion of the Offer for Connecta's management and other employees, both as regards employment as the locations where Connecta conducts its business. Based on the above, the Board does not expect any material impact by completion of the Offer for the employment in Connecta or on Connecta's business locations.

Acando has undertaken to make a separate offer to the holders of warrants in Connecta, except for holders of warrants of series 2011/2016, due to the negligible value of such warrants. The Board has decided to cancel allotment of warrants of series 2014/2019 in Connecta until further notice. Instead certain key employees in Connecta will be offered an extended version of Acando's share savings program 2014 provided that the Offer is completed. Further terms of the extended share savings program 2014 will be presented in the notice to the Extraordinary General Meeting in Acando.

Based on the above, the Board unanimously recommends Connecta's shareholders to accept Acando's Offer.

As part of the Board's evaluation of the Offer, the Board has engaged Lazard as financial advisors and Hannes Snellman as legal advisors.

This statement shall in all aspects be governed by and interpreted in accordance with Swedish law. Any disputes relating to or arising in connection with this statement shall be settled exclusively by Swedish courts.

Stockholm June 9, 2014, Connecta AB (publ)

Connecta AB discloses the information provided herein pursuant to the Financial Instruments Trading Act and/or the Securities Markets Act and the Takeover Rules. The information was submitted for publication at 8:15 am CET on June 9, 2014.

For further information:

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More information on www.connecta.se and www.connectagroup.com

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Connecta is a consulting firm that achieves sustainable business change and sharpens client competitiveness. The focus is on making issues on management agendas happen; from strategy to execution and lasting results. Some of Connecta's largest customers are Apoteket, Ericsson, ICA och TeliaSonera. In 2013 Connecta had net sales of SEK 724 m. The share is traded on NASDAQ OMX Stockholm, Small Cap (ticker CNTA).

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