

Minutes taken at the Extra
Shareholders' Meeting of Semcon
AB (publ.), corporate identity no.
556539-9549 on September 27, 2006
in Gothenburg

1. Opening of the meeting

The Chairman of the Board, Christian W. Jansson welcomed everyone present and declared the Shareholders' Meeting opened. He thereafter introduced himself, the company auditor, Göran Ekström and Joakim Edoff, legal counsel.

2. Election of Chairman

Christian W. Jansson was elected Chairman of the Shareholders' Meeting. Legal counsel, Joakim Edoff from Setterwalls Advokatybyrå was assigned to take the minutes at the Shareholders' Meeting.

3. Drafting and approval of the voting list

It was noted that such transcript from the company's share register, which is referenced in article 7, chapter 28, paragraph 3 of the Companies Act, appendix 1, was available at the Shareholders' Meeting.

The attached list of participating shareholders, counsel, representatives and other participants, appendix 2, was prepared.

The above-mentioned list of participating shareholders, counsel, representatives, appendix 2, was approved as the voting list at the Shareholders Meeting.

It was noted that 3 169 499 of a total of 17 581 722 shares in the company, representing 3 169 499 of the total 17 581 722 votes, were represented at the Shareholders Meeting.

4. Approval of the agenda

The proposed agenda attached to the summons, appendix 3, was presented and approved as the agenda for the Shareholders' Meeting.

5. Election of two people to approve the minutes

It was decided that the minutes should, in addition of the chairman, be verified by two persons to approve the minutes. Jimmy Bengtsson, Skandia Liv AB and Mats Ekberg, of The Swedish Shareholders' Association (Sw: Sveriges Aktiesparares Riksförbund), were elected to verify the minutes.

6. Review as to whether the Meeting has been duly convened.

It was noted that the summons to the Shareholders' Meeting took place by way of announcement in Post- och Inrikes Tidningar and in Dagens Industri on August 30, 2006 and that examples of both of these newspapers, appendix 4, were made available at the Shareholder Meeting. The Shareholders' Meeting was deemed to be in due order and duly convened.

7. The Board's proposal to decide regarding convertible based incentive program

Christain W Jansson reported on the fundamentals of the board's proposal to decide regarding the convertible based incentive program, appendix 5, and noted, in particular, that a valid decision of the board's proposal requires the support of shareholders with a minimum of nine tenths of both the votes cast as well as those shares represented at the Shareholders' Meeting. He further noted that the board's report of significant events, appendix 6, the auditor's report of mentioned accounts, appendix 7, and a copy of the annual report for the fiscal year 2005 with auditors' report and record of the Shareholders' Meeting decision regarding the company's result, appendix 8, were available at the Shareholders' Meeting. The Shareholders' Meeting decided that the above-mentioned documents were to be put forth at the Shareholders' Meeting even though they were not read aloud.

Mats Ekberg, The Swedish Shareholders Associations (Sw: Sveriges Aktiesparares Riksförbund) clarified that the Swedish Shareholders Association is positive to the incentive program, but that such programs shall preferably include all employees and that they were of the understanding that decisions of such character should be made at the Annual General Shareholders' Meeting. Christian W Jansson reported that the company's larger shareholders have informed the board that they do not intend to support a wider incentive program and that the decision shall be made at the Extra Shareholders' Meeting due to the recruitment of a new managing director and as a step in the recruitment.

Åsa Nisell, Robur Fonder AB, clarified that Robur Fonder AB prefer less and recurring program, that the board's complete proposal should have included information regarding the assumptions that constitute the basis for the market value calculation of the convertibles, but that Robur Fonder AB will, however, support the proposal. Christian W Jansson reported that the board takes note of Robur Fonder AB's viewpoints.

With respect to the question from Bo-Erik Eriksson, Christian W Jansson reported that the convertibles may be retained if someone included in the program ceases employment.

The Shareholders' Meeting decided in accordance with the board's proposal, appendix 5. Due to its above-mentioned position with respect to the incentive program, the Swedish Shareholders' Association refrained from decision. The others entitled votes supported the board's proposal whereby the required qualified majority was reached.

8. Closing of the Annual General Shareholders' Meeting

No further questions were forthcoming.

Christian W Jansson declared the Shareholders' Meeting closed.

Minutes:

Verified:

Joakim Edoff

Christian W Jansson Jimmy Bengtsson
(Chairman)

Mats Ekberg

Guest list

Björn Magnusson
Stefan Andersson

AGENDA
for
the Annual General Shareholders Meeting
of Semcon AB (publ)
on March 31, 2005

1. Opening of the Shareholders' Meeting and election of chairman of the Meeting;
2. Election of persons to approve the minutes;
3. Approval of the voting list;
4. Review as to whether the Meeting has been duly convened;
5. Approval of the agenda;
6. Presentation of the Annual Report and Auditor's report;
7. Adoption of the Income Statement and Balance Sheet, appropriation of the company's profits and indemnification for the board and the managing director;
8. Ratification of board remuneration;
9. Ratification of remuneration to the auditors;
10. Decision regarding the number of board members and deputies;
11. Chairman's report;
12. Election of board members and deputies;
13. Proposal for decision to authorize the board to make decisions on a new issue of shares;
14. Proposal for decision to authorise the board to make decisions regarding repurchase and transfer of own shares;
15. Proposal for decision to authorise the board to make decisions on issue of debt instruments;
16. Proposal for decision of a proposal of nomination proceedings;
17. Closing of the Annual General Shareholders' Meeting.