



## Press Release

Stockholm, 18 March 2011

N.B. The English text is an in-house translation of the original Swedish text. Should there be any disparities between the Swedish and the English text, the Swedish text shall prevail.

### The shareholders in **RusForest AB (publ)**

are hereby summoned to the extraordinary general meeting to be held on 15 April 2011 at 10.00 at the offices of Advokatfirman Vinge, Smålandsgatan 20, Stockholm

#### ***Notification etc.***

Shareholders who wish to participate in the extraordinary general meeting must

*firstly* be included in the shareholders' register maintained by Euroclear Sweden AB as of 8 April 2011 (record date Saturday 9 April 2011), and

*secondly* notify the company of their participation in the extraordinary general meeting no later than 4 p.m. on 11 April 2011. The notification shall be in writing to RusForest AB, attn. Mia O'Connor, Hovslagargatan 5, 111 48 Stockholm, via fax +46 8 545 015 54 or via email [egm@rusforest.com](mailto:egm@rusforest.com). The notification should state the name, personal/corporate identity number, shareholding, address, telephone number daytime and, where applicable, information about representatives, counsels and assistants. When applicable, complete authorization documents, such as registration certificates and powers of attorney for representatives and counsels, shall be appended to the notification.

#### ***Nominee shares***

Shareholders, whose shares have been registered in the name of a bank or other trust department or with a private securities broker, must temporarily re-register their shares in their own names with Euroclear Sweden AB in order to be entitled to participate in the extraordinary general meeting. Shareholders wishing such re-registration must inform their nominee of this well before 8 April 2011, when such re-registration must have been completed.

#### ***Proxy etc.***

Shareholders represented by proxy shall issue a dated and signed power of attorney for the proxy. If the power of attorney is issued on behalf of a legal entity, a certified copy of a registration certificate or a corresponding document shall be appended. The power of attorney and the registration certificate may not be older than one year; however the power of attorney may be valid for up to five years from the issue thereof if explicitly stated. The power of attorney in original and, where applicable, the registration certificate, should be submitted to the company by mail at the address set forth above well in advance of the general meeting.

### **Proposed agenda**

1. Opening of the meeting;
2. Election of a chairman at the meeting;
3. Preparation and approval of the voting list;
4. Approval of the agenda;
5. Election of one or two persons to verify the minutes;
6. Determination as to whether the meeting has been duly convened;
7. Resolution on an amendment of 4, 5 and 10 §§ in the articles of association;
8. Resolution to authorise the board to issue new shares against payment in kind;
9. Closing of the meeting.

### **The board of directors' proposals**

#### **The board of directors' proposal to resolve on an amendment of 4, 5 and 10 §§ in the articles of association (item 7)**

The board of directors proposes that the shareholders' meeting resolves on an amendment of 4 and 5 §§ in the articles of association whereby the limits for the company's share capital are moved from not less than SEK 200,000,000 and not more than SEK 800,000,000 to not less than SEK 600,000,000 and not more than SEK 2,400,000,000 and the limits for the number of shares are moved from not less than 20,000,000 and not more than 80,000,000 to not less than 60,000,000 and not more than 240,000,000.

As of 1 January 2011, the Swedish Companies Act provides that notices to attend meetings of shareholders may be made through advertisements in the official Swedish Gazette (*Post- och Inrikes Tidningar*) and through being kept available on the company's website. At the same time as it issues the notice, the company must announce that the notice has been issued by advertising in at least one of the Swedish national daily newspapers specified in the company's articles of association. The board therefore proposes that the shareholders' meeting resolves that 10 § in the articles of association regarding notice to shareholders' meeting should have the following, amended wording:

*"Notices of shareholders' meetings shall be published in Post- och Inrikes Tidningar (the Swedish Official Gazette) and be kept available on the company's website. At the time of the notice, an announcement with information that the notice has been issued shall be published in Svenska Dagbladet."*

#### **The board of directors' proposal to authorise the board to issue new shares against payment in kind (item 8)**

The board of directors proposes that the shareholders' meeting resolves to authorise the board for the period up to the next annual shareholders' meeting to adopt decisions, whether on one or several occasions, to issue new shares, provided however that any such issue must not result in the Company's share capital exceeding the Company's maximum allowed share capital as set out in articles of association as adopted from time to time. Such new issue decision may only include a provision that new shares shall be paid in kind.

The reason for the authorisation is to enable the acquisition of minority stakes in subsidiaries. The chairman of the board of directors is authorised to make such minor adjustments to this resolution as may be necessary in connection with the registration of the new issue.

### ***Majority requirements***

The resolution in section 7 above is valid only if supported by shareholders holding not less than two-thirds of the shares voted for as well as two-thirds (2/3) of all shares represented at the meeting.

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The board of directors' complete proposal regarding the items 7 and 8 above will as from 1 April 2011 be held available at the company's office, Hovslagargatan 5, 111 48 Stockholm, and at the company's webpage [www.rusforest.com](http://www.rusforest.com) and be sent to shareholders that so request and inform the company of their postal address.

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Stockholm in March 2011  
**RusForest AB (publ)**  
*The board of directors*