

**Auditors' statement in accordance with Chapter 13, Section 6 of the Swedish Companies Act (2005:551) regarding the Board of Directors' statement of significant events**

To the shareholders' meeting of Orc Software AB (publ), corp id 556313-4583

*Assignment and responsibilities*

We have reviewed the Board of Directors' statement dated 27 January 2010. The Board of Directors is responsible for the statement and for ensuring that it is prepared in accordance with the Swedish Companies Act. Our responsibility is to review the statement so that we can provide a written opinion of it pursuant to Chapter 13, Section 6, Item 4 of the Swedish Companies Act. The sole purpose of this statement is to fulfill the requirements of Chapter 13, Section 6, Item 4 of the Swedish Companies Act and it may not be used for any other purpose.

*Direction and scope of the review*

The review has been conducted in accordance with FAR SRS Recommendation RevR 9 *The Auditor's Other Statements Pursuant to the Swedish Companies Act and the Companies Ordinance*. This means that we have planned and performed the review in order to obtain limited assurance for our statement regarding whether the report reflects significant events for the company accurately. The review has been limited to a general review of the Board of Directors' statement including supporting information to the report and discussions with management. We believe that our review gives us a reasonable basis for our statement below.

*Statement*

Based on our review, nothing has occurred that gives us reason to believe that the Board of Directors' statement does not reflect significant events for the company accurately.

Stockholm 29 January 2010

Ernst & Young AB

Ola Wahlquist  
Authorised Public Accountant

*This is a translation of the original document. In the event of any differences between this translation and the original prepared in Swedish by the auditors, the latter shall prevail.*