

Statement by the auditor regarding the benefit and value etc. of the contribution in kind in accordance with Chapter 13, Section 8 of the Swedish Companies Act (2005:551)

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

Assignment and allocation of responsibility

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 provided in accordance with the Swedish Companies Act. Thus, the Board of Directors is responsible for the applicability, completeness and relevance of the information and the assumptions made. Our responsibility is to provide a written statement on the statement based on our review in accordance with Chapter 13, Section 8 of the Swedish Companies Act. This statement is provided only for the purpose of fulfilling the requirements stipulated in Chapter 13, Section 8 of the Swedish Companies Act and may not be used for any other purpose.

Direction and scope of the examination

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 reasonable assurance for our statement, including the benefit and the value of the contribution in kind as well as a description of the contribution in kind and of the methods used for establishing the value of the contribution in kind. The review has involved a selection of appropriate evidence. We believe that our review gives us a reasonable basis for our statement below.

Other disclosures

As presented in the Board of Directors' statement, the contribution in kind comprises of all 65 066 114 shares in Neonet AB (publ) ("Neonet"). As further presented in the statement, the Board of Directors has determined the value of the contribution in kind based on the Boards of Directors' own estimates and information in Neonet's financial statements and after analysis of external advisors who together with the Board of Directors has estimated the future value of the combined companies based on synergies and benchmarking of similar transactions. As further presented in the Board of Directors' statement, it is the assessment of the Board of Directors that the outcome of the applied valuation methods supports the value that has been assigned Neonet in connection with the acquisition, that the property contributed in kind has not been ascribed a higher value than the fair value for the company, but taking into account that the value may be subject to change depending on the market value of the company's share on the day of ex-

change, and that the property contributed in kind is or may be assumed to be of benefit in the company's business operations.

Statement

In our opinion,

- the contribution in kind is or may be assumed to be of benefit in the company's business operations, and
- the contribution in kind in the statement by the Board of Directors has not been ascribed a higher value than the fair value for the company.

Stockholm, 29 January 2009

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.