

Bilaga 1

Ytterligare förklaring till punkten 7 på dagordningen vid den extra bolagsstämman

Utöver införandet av en ny artikel 34B, föreslås också ett antal andra mindre ändringar och uppdateringar av stiftelseurkunden, vilka återspeglas i Bilaga 1 till denna kallelse, nämligen:

- en uppdatering av paragraf 3 i stiftelseurkunden i förhållande till begränsningarna för den i. verksamhet som Bolaget får bedriva;
- uppdatering av detaljer som anges i stiftelseurkunden i syfte att återspegla information som ii. har lämnats in till Maltas företagsregister.

Tidigare lydelse Föreslagen lydelse Förklaring Uppdateringen har 2. Status and Registered Office 2. Status and Registered Office föreslagits för att (i) The Company is a public company. The Company is a public company. reflektera Bolagets registrerade säte, registered office of the The registered office of the Company såsom det visas på Company shall be at Camilleri shall be at Camilleri Preziosi, Level 2, Maltas Valletta Buildings, South Street, Preziosi, Level 2, Valletta Buildings, företagsregisters Valletta VLT 11, or at any other place South Street, Valletta VLT 1103, hemsida; och (ii) in Malta as may be designated from Malta, or at any other place in Malta reflektera Bolagets time to time by the Board of Directors. as may be designated from time to e-postadress. som time by the Board of Directors. tidigare har lämnats till Maltas The email address of the Company företagsregister, is info@equinoxmalta.com. mot bakgrund av nyligen genomförda lagändringar Malta. 3. Objects 3. Objects Denna formulering fungerar som en stilistisk uppdatering The objects of the Company, which The objects of the Company, which den tidigare av are limited to activities outside of are limited to activities outside of formuleringen som Malta, except for the holding of Malta, except for the holding of begränsar vilken shares in any company shares in any company verksamhet som companies and/or partnerships companies and/or partnerships Bolaget får bedriva. registered. incorporated registered. incorporated or or otherwise constituted in Malta, and otherwise constituted in Malta, and to such other acts as are necessary to such other acts as are necessary for its operations from Malta, are: for its operations from Malta, are: to carry on the business to carry on the business (i) of a holding company. of a holding company. owning, holding and owning, holding and managing in the most managing in the most ample manner assets of ample manner assets of any kind, movable or any kind, movable or immovable, including immovable, includina shares, stock, bonds shares, stock, bonds and debentures and and debentures and other types of other types of investments in other investments in other

Kindred Group plc, Level 6, The Centre, Tigne Point, Sliema, TPO 0001, Malta Registered office: c/o Camilleri Preziosi, Level 2, Valletta Buildings, South Street, Valletta, Malta. Company No: C 39017. Registered in Malta.











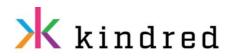












	partnerships and entities;		partnerships and entities;	
(ii)	to invest and deal with monies of the Company	(ii)	to invest and deal with monies of the Company	
	in any manner deemed profitable by the		in any manner deemed profitable by the	
	Company;		Company;	
(iii)	to receive capital	(iii)	to receive capital	
	contributions in whatever form or		contributions in whatever form or	
	manner as the directors		manner as the directors	
	of the Company may		of the Company may	
/i. A	agree on;	/is.d	agree on;	
(iv)	to participate in share issues of all kinds and to	(iv)	to participate in share issues of all kinds and to	
	provide services		provide services relating	
	relating to such issues;		to such issues;	
(v)	to purchase, take on	(v)	to purchase, take on	
	lease, or acquire by any title including		lease, or acquire by any title including	
	emphyteusis and sub-		emphyteusis and sub-	
	emphyteusis any		emphyteusis any	
	immovable property, which may be required		immovable property, which may be required	
	for the purpose of		for the purpose of	
	conducting its business;		conducting its business;	
(vi)	to sell, lease, hypothecate or	(vi)	to sell, lease, hypothecate or	
	otherwise dispose of the		otherwise dispose of the	
	whole or any part of the		whole or any part of the	
	property, assets and		property, assets and	
	undertakings of the Company;		undertakings of the Company;	
(vii)	to apply for and register	(vii)	to apply for and register	
	as a company with any		as a company with any	
	stock exchange and to list all or any part of its		stock exchange and to list all or any part of its	
	share capital on any		share capital on any	
	such stock exchange		such stock exchange	
	subject to the rules and regulations governing		subject to the rules and regulations governing	
	the listing of shares		the listing of shares	
	applicable in the		applicable in the	
(:::\	relevant jurisdiction;	/:::\	relevant jurisdiction;	
(viii)	to receive from the investments and assets	(viii)	to receive from the investments and assets	
	mentioned in the		mentioned in the	
	foregoing paragraphs		foregoing paragraphs	
	dividends, capital gains, interests and any other		dividends, capital gains, interests and any other	
	income including		income including	
	income or gains on their		income or gains on their	
	disposal, rents, royalties		disposal, rents, royalties	
	and similar income whether arising in or		and similar income whether arising in or	
	outside Malta and		outside Malta and	

Kindred Group plc, Level 6, The Centre, Tigne Point, Sliema, TPO 0001, Malta Registered office: c/o Camilleri Preziosi, Level 2, Valletta Buildings, South Street, Valletta, Malta. Company No: C 39017. Registered in Malta.











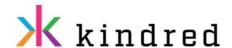












gains profits attributable to permanent establishment (including a branch) whether situated in or outside Malta;

to do all such other (ix) things as are incidental or conducive to the attainment the abovementioned objects;

Provided that nothing in the foregoing shall be construed as enabling or empowering the Company to carry on the business of Financial Services as defined in the Banking Act 1994 (Cap.371 of the Laws of Malta), the Financial Institutions Act 1994 (Cap.376 of the Laws of Malta) and the Investment Services Act 1994 (Cap.370 of the Laws of Malta).

Provided further that nothing in the foregoing objects of the Company shall be construed as enabling the Company to exercise investment discretion on behalf of another party; or to manage or give advice relating to any investment portfolio belonging to another party; or to buy, sell, hold, market, advertise, subscribe for, underwrite or otherwise handle any security or investment vehicle as agent; or to act in the capacity of an insurance agent or broker.

5. Share Capital

The authorized share capital of the Company is GBP1,000,000 divided into 1,600,000,000 ordinary shares of GBP0.000625 each. All ordinary shares in the company shall carry voting rights.

The issued share capital of the Company shall thus be GBP 143,828.88 divided into two hundred thirty million, one hundred twenty-six thousand, two hundred (230,126,200) ordinary shares of a nominal value of GBP0.000625 each, all of which have been

gains profits attributable to а permanent establishment (including branch) whether situated in or outside Malta:

to do all such other (ix) things as are incidental or conducive to the attainment the abovementioned objects;

Provided that nothing in the foregoing shall be construed as enabling or empowering the Company to carry out any activity or service which a licence or other requires authorisation under any law in force in Malta without such a licence or other appropriate authorisation from the relevant competent authority and the provisions of Article 77(3) of the Companies Act shall apply.

Provided further that nothing in the foregoing objects of the Company shall be construed as enabling the Company to exercise investment discretion on behalf of another party: or to manage or give advice relating to any investment portfolio belonging to another party; or to buy, sell, hold, market, advertise, subscribe for, underwrite or otherwise handle any security or investment vehicle as agent; or to act in the capacity of an insurance agent or broker.

5. Share Capital

The authorized share capital of the Company is GBP1,000,000 divided into 1,600,000,000 ordinary shares of GBP0.000625 each. All ordinary shares in the company shall carry voting rights.

The issued share capital of the Company shall thus be GBP 143.828.88 divided into two hundred thirty million, one hundred twenty-six thousand. two hundred (230,126,200) ordinary shares of a nominal value of GBP0.000625 each, all of which have been

Förslaget syftar till uppdatera på namnen aktieägarna i Bolaget så att namnen återspeglar namnen som anges i Bolagets register Maltas företagsregister.

Kindred Group plc, Level 6, The Centre, Tigne Point, Sliema, TPO 0001, Malta

Registered office: c/o Camilleri Preziosi, Level 2, Valletta Buildings, South Street, Valletta, Malta. Company No: C 39017. Registered in Malta.









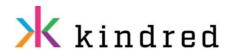












subscribed for and allotted, and which have been paid up as follows: subscribed for and allotted, and which have been paid up as follows:

HSBC Global Custody Nominee (UK) Limited 228660 8, Canada Square, London, E14 5HQ United Kingdom	230,126,136 Ordinary Shares of GBP0.000625 each, fully paid up
Inga Lundberg Swedish Passport Number 23675876 Flat 6 Kings Court, Kings Road, Wimbledon, London United Kingdom, SW19 OQP	64 Ordinary Shares of GBP0.000625 each, fully paid up

HSBC Global Custody Nominee (UK) Limited 228660 8, Canada Square, London, E14 5HQ United Kingdom	230,126,136 Ordinary Shares of GBP0.000625 each, fully paid up
Henrik Tjarnstrom Swedish Passport Number 93754669 Snackparken 3, Bromma 167 53, Sweden	64 Ordinary Shares of GBP0.000625 each, fully paid up

6. Board of directors

The affairs of the Company shall be managed and administered by a Board of Directors consisting of not less than three (3) and not more than twelve (12) in number.

The directors of the Company are:

Anders Ström Swedish Passport number: 45786066 Flat H, 3 West Eaton Place, London SW1X-8LU

Peter Boggs American Passport number: 712439181 Moulinard House, Tain, Ross-Shire, IV19 INF, Scotland

Stefan Lundborg Swedish Passport number: 34728856 Öselvägen 3, Enskede Gård, SE-12047 Stockholm, Sweden

6. Board of directors

The affairs of the Company shall be managed and administered by a Board of Directors consisting of not less than three (3) and not more than twelve (12) in number.

The directors of the Company are:

Cedric Boireau French Passport number: 21LA81808 2, Rue Vauvilliers, Paris 75001, France

Evert Hakan Carlsson Swedish Passport number: 35363630 Solhojdsgatan 15, Frolunda 426 76 V:a. Sweden

James H. Gemmel American Passport number: A00727243 25, Colombus Circle, NYC NY 10019. United States of America Förslaget syftar till att uppdatera namnen styrelseledamöterna i Bolaget så att namnen återspeglar namnen som anges i Bolagets register hos Maltas företagsregister.

Kindred Group plc, Level 6, The Centre, Tigne Point, Sliema, TPO 0001, Malta

Registered office: c/o Camilleri Preziosi, Level 2, Valletta Buildings, South Street, Valletta, Malta. Company No: C 39017. Registered in Malta.











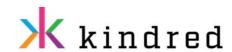












Anna Helene Elisabeth Barnekow Swedish Passport number: 92582219 Styrmansgatan 3, Stockholm SE-114 54, Sweden

Gunnel Ellinor Duveblad Swedish Passport Number: 90900525 Batsmansvagen 4, Danderyd SE-182 33, Sweden

Erik Forsberg Swedish Passport number: 91980656 Norevägen 38, 182 64 Djursholm, Sweden

Carl-Magnus Månsson Swedish Passport number: 95601262 Maria Skolgata 77 A, 118 53 Stockholm, Sweden

Jonas Anders Jansson Swedish Passport number: AA2900185 Kallarbacken, Stallarholmen 6 645 61, Sweden

Andrew McCue British Passport Number: 124264420 Verona, Kerrymount Avenue, Dublin D18R7Y0, Ireland

Per Martin Save Randel Swedish Passport number: 36648619 Tegnergatan 48, Stockholm 11329, Sweden

Kenneth Shea American Passport number: 584207583 8, Threshing Rock Road, Pound Ridge, New York NY 10576, United States of America

Heidi Skogster Finnish Passport number: FP4264039 Forradsgatan 18, Solna 169 39, Sweden

-000-





















