

ANNUAL GENERAL MEETING IN GLOBAL IP SOLUTIONS (GIPS) HOLDING AB (PUBL)

The shareholders of Global IP Solutions (GIPS) Holding AB (publ) are hereby summoned to the Annual General Meeting, to be held on Monday 2 June 2008, at 13.00, at the premises of the Company, Magnus Ladulåsgatan 63B, Stockholm

Entitled to participate

A shareholder who wishes to participate in the General Meeting shall

- notify DnB NOR no later than on 23 May 2008 at 16.00 (applicable for shares registered in the Norwegian VPS system);
- be included in the share register managed by VPC AB on 27 May 2008; and
- notify the Company that the shareholder intends to attend the General Meeting.

Please note that both registration in the Swedish VPC system as well as notification to the Company are required actions in order to become entitled to vote at the General Meeting!

Shares registered in Norway (VPS registered shares)

A shareholder who has its shares registered with the Norwegian VPS shall notify DnB NOR Bank ASA no later than on Friday 23 May 2008 at 16.00 that the shareholder wishes to be registered to vote at the General Meeting. Such notification shall contain data on the shareholder's name, address, birth date or corporate registration number, and number of shares. The notification shall be sent by facsimile to DnB NOR Bank ASA, Attention Kjetil Giil Berg, Verdipapirservice, Fax No. +47 22 94 90 20. DnB NOR Bank ASA will thereafter manage the registration of the shareholder in the Swedish VPC system. The shareholder must also notify the Company in accordance with what is stipulated under the headline "All shareholders", below.

Shares registered in Sweden (not VPS registered shares)

In order to be entitled to participate at the General Meeting, a shareholder must be included in his own name in the printout of the shareholders' register that is produced by VPC indicating the status on the record date, Tuesday 27 May 2008. A shareholder who has had its shares registered in the name of an authorised agent through a bank or securities institution (for instance on a nominee or depot account) must instruct its broker to temporarily register the shares in the shareholder's own name. A request to the broker for such registration must be made well before 27 May 2008. The shareholder must also notify the Company in accordance with what is stipulated under the headline "All shareholders", below.

All shareholders

The shareholders who wish to attend the General Meeting shall furthermore notify the Company no later than on Thursday 29 May 2008 at 16.00, at address Global IP Solutions (GIPS) Holding AB, attention Helena Kvapil, Magnus Ladulåsgatan 63B, 118 27 Stockholm, or by facsimile on number +46 8 54 55 30 49, or by e-mail to helena.kvapil@gipscorp.com. In the notification, the shareholder shall state its name and the number of shares held. A certificate of registration showing the persons authorised to represent the shareholder, as well as any power of attorney to represent the shareholder if applicable, shall be enclosed to the notification to the Company. The Power of attorney shall be signed and dated and must be less than one year old on the day of the general meeting.

Proposed Agenda

1. Appointing the chairman of the meeting.
2. Preparation and approval of the list of voters.

3. Approval of the agenda.
4. Election of one or two persons to approve the minutes.
5. Determination as to whether the general meeting has been duly convened.
6. Presentation of the annual report and the auditor's report, including the consolidated income statement and the consolidated balance sheet.
7. Resolutions on
 - (a) approval of the income statement and the balance sheet, as well as the consolidated income statement and the consolidated balance sheet.
 - (b) allocation of the result of the Company according to the adopted balance sheet. Proposal, see Item A below.
 - (c) discharge of liability for the members of the board of directors, the managing director and the deputy managing director.
8. Determining the fees for the members of the board of directors and the auditor. Proposal, see item B, below.
9. Determining the number of members of the board of directors, as well as election of board of directors and auditor. Proposal, see item B, below.
10. Authorisation for the board of directors to issue shares, convertible debentures and warrants to subscribe for new shares. Proposal, see Item C below.
11. Decision on guidelines for remuneration to senior management. Proposal, see item D below.
12. Establishing nomination procedures. Proposal, see item E below.
13. Decision on stock options for personnel and option plan for the Board. Proposal, see item F below.
14. Decision on reversed split. Proposal, see item G below.
15. Other matters.
16. Closing of the meeting.

A. Allocation of the Result of the Company (item 7b above)

It has been proposed that the result of the Company shall be carried forward.

B. Determining Fees for the Members of the Board and auditor and Election of Board and auditor (items 8 and 9 above)

There are currently no proposals on the composition of and fees to the Board of Directors. Such proposal will, according to information given to the Company, be presented before the general meeting.

It is proposed that the company's auditor, Öhrlings PricewaterhouseCoopers AB, is re-elected for a term of four years and is paid according to invoice.

C. Authorisation for the Board to Issue Shares, Convertible Debentures and Warrants to Subscribe for New Shares (item 10 above)

It has been proposed that the General Meeting shall resolve to authorise the Board, during the period until the next Annual General Meeting, with or without deviation from the right of first refusal of the shareholders, to resolve on one or more cash, offset or non-cash issues of shares or warrants to subscribe for new shares, or to raise one or more loans by issuing convertible debentures. The Board is to decide, from case to case, the subscription price and to resolve if there is reason for deviating from the right of first refusal. The share capital may be raised by a maximum of SEK 675,000 through issues under the authorisation. Issues may be made in order to raise capital to the group or to make acquisitions of companies, businesses or assets where payment is made either in full or in part with own shares. Issues may also be made in order to tie

strategic or financial investors to the group. In order to be approved, at least two thirds of the votes cast, as well as of the votes represented at the meeting, shall be in favour of the proposal.

D. Guidelines for remuneration to senior management (item 11 above)

Senior management is the Chief Executive Officer and seven other persons with senior positions within the group. The Board proposes that the remuneration shall be in the form of fixed salary, variable salary based on performance and outcome, as well as long-term variable remuneration through incentive programs. Senior management shall have the same benefits as other employees with respect to pension and insurance. Severance shall normally only be granted to the Chief Executive Officer. The total remuneration for senior management shall be based on market conditions. The Board shall be entitled to deviate from the guidelines in certain cases if the Board assesses that there are specific reasons for such deviation.

E. Establishing of nomination procedures (item 12 above)

The Board proposes

that the general meeting resolves that there shall be a nomination committee for preparation and presentation of proposals to the shareholders at the annual general meeting with respect to election of Chairman at the general meeting, the Board's Chairman, Board members, auditor if applicable, as well as remuneration to the Board and auditor;

that the nomination committee shall consist of not more than four members. The majority of the committee members shall not be board members. The Chairman of the Board shall contact the three largest shareholders in the Company as per 31 August 2008 who are entitled to appoint one member of the nomination committee. In addition, the Chairman of the Board shall be part of the nomination committee. If the Company is aware that anyone controls shares through several companies, funds or in other ways, then such holdings shall be treated as a single holding of shares by one shareholder. If any of the three shareholders waive their right to appoint a member to the committee, then the next shareholder by size shall be given the opportunity to appoint a member to the committee. No more than eight shareholders shall be offered to appoint members, if several of the shareholders have waived their right to appoint a committee member, given that the committee then consists of at least three members whereof at least two are not members of the Board. If a member leaves the nomination committee before its work is done, then the shareholder who appointed the member shall be allowed to appoint a replacement. The Chairman of the nomination committee shall not be the Chairman of the Board. Individual shareholders shall be able to give proposals for board members to the nomination committee for further assessment within the scope of its work;

that the appointed nomination committee shall remain until a new nomination committee has constituted itself. If a shareholder represented in the committee is no longer qualified to appoint a member then shall, if the nomination committee so decides, that shareholders representative be replaced and another of the largest shareholders in the company shall be offered to nominate a representative as replacement.

that the names of the members of the nomination committee shall be published in the Company's third quarter report and on the Company's website no later than six months before the next general meeting;

that the nomination committee shall not be entitled to fees but that the committee shall be entitled to charge the Company with reasonable costs.

F. Proposal regarding stock option plan (item 13 above)

The Board proposes

that the general meeting shall adopt the Global IP Solutions Stock Option Plan 2009 (the "2009 Plan"). The conditions of the plan correspond to the Global IP Solutions Stock Option Plan 2008, except that the maximum number of shares under the plan shall be 2.085.000.

that the general meeting shall approve that new stock options are granted under the 2009 Plan, divided among the following categories of staff.

Category 1: senior management – not more than 435.000 stock options.

Category 2: other personnel – not more than 850.000 stock options

The exercise price shall be NOK 5, or 110 per cent of the share price at the time of grant if the share price exceeds NOK 5 at that time. The stock options shall have a seven year term. A person who has received stock options earlier must return these without compensation before new stock options under the 2009 Plan are granted.

that the Board shall be authorised until the end of 2010 to grant a maximum of 750.000 stock options under the 2009 Plan to employees and future employees in the group. The exercise price shall not be less than 110 per cent of the share price at the time of grant of the options.

Certain larger shareholders have requested that the general meeting shall try the matter of changes to the option plan for members of the Board of Directors, as well as certain adjustments to the terms and conditions for the warrants of series 2006/2011 that have been issued by the Company. A complete proposal will be presented prior to the general meeting.

F. Proposal on reversed split (item 14 above)

The Board proposes that the general meeting shall resolve on a reversed split, whereby four shares shall be joined to one share. The reversed split shall apply to all issued shares in the Company, where after the amount of shares will be reduced to 25 % of the amount of currently issued shares in the Company. The resolution requires a change in the articles of association, § 4 "Shares" that is proposed to read as follows: "The number of shares in the Company shall be not less than 15,000,000 and not more than 60,000,000". The Board shall be authorised to decide a day for executing the reversed split. This entire resolution by the general meeting shall be conditioned upon that a reversed split will lead to that the Company's shares become qualified for a listing on the main list of the Oslo Stock Exchange. The reversed split shall under such circumstances be executed no later than on 31 December 2008.

Miscellaneous

The annual report and the Board's complete proposals for resolutions will be held available at the Company's premises at Magnus Ladulåsgatan 63B, Stockholm as of 19 May 2008 and will be distributed to the shareholders who so wish.

As per 2 May 2008 the total number of shares and votes in the Company are 54.138.918. In addition, the Company has issued a total of 13,503,162 new shares that are pending registration. It is assessed that all new shares will be registered at the time of the general meeting. All shares are of the same class. The Company does not hold any of its own shares.

Stockholm in May 2008
Global IP Solutions (GIPS) Holding AB (publ)
The Board of Directors