

- 2 The year in brief 2010
- 3 Business concept, goals and strategy
- 4 CEO's statement
- 6 Offering
- 8 Market
- 10 Operations
- 14 Organisational and human resources
- 16 Risks
- 18 The eWork share

# **evvork**<sup>®</sup>

- 21 Administration Report
- 25 Five-year summary
- 26 Corporate governance
- 30 Board of Directors and auditors
- 31 Management
- 32 Consolidated accounts
- 36 Parent company accounts
- 40 Notes
- 53 Audit Report
- 54 Annual General Meeting
- 55 Calendar
- 56 Addresses

**eWork Scandinavia** is a full-range consulting provider. • With access to over 50,000 consultants, eWork offers specialists in IT, telecom, technology and business development globally. • eWork now has 110 employees with operations in Sweden, Finland, Denmark and Norway. The principal owners are Salénia AB, Magnus Berglind and Investment AB Oresund, and the company's shares are listed on Nasdaq OMX Stockholm. • eWork has framework agreements with 125 customers, including the Nordic region's leading corporations in most sectors.

# The year in brief 2010

#### FIRST QUARTER

- Order intake increased to SEK 498.2 M (433.6), but sales were still down on 2009.
- Operating profit improved after executed cost reductions.
- eWork opened a local office in Linköping, south of Stockholm, and launched its new Single Sourcing service.
- The eWork share started trading on Nasdaq OMX Stockholm.

#### SECOND QUARTER

- Sales increased, exceeding the previous year's level.
- Operating profit improved to SEK 10.2 M (3.9) as a result of the sales increase and executed cost reductions.
- The core offering was extended, with the core business launched under the Sourcing Management banner.

#### THIRD QUARTER

- Sales continued to increase on the corresponding period of 2009.
- Operating profit improved sharply year on year.
- Staffan Salén became Chairman of the Board.

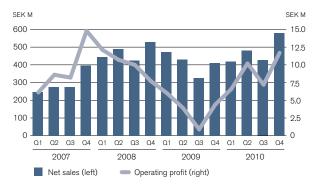
#### FOURTH QUARTER

- Sales increased to their highest-ever level for an individual quarter. The same applied to order intake, which was SEK 915 M (584).
- Continued robust profit improvement. Operating profit up by 166% to SEK 11.7 m (4.4).
- Several major framework agreements signed, with the total number increasing for the full year. There were 125 in the guarter.

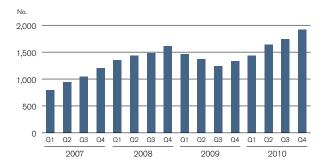
#### **KEY RATIOS**

	2010	2009
Net sales, SEK M	1,904.2	1,640.1
Operating profit, SEK M	35.7	15.2
Operating margin, %	1.9	0.9
Return on equity, %	30.3	14.0
Equity/assets ratio, %	16.1	18.4
Average number of employees	105	127
Sales per employee, SEK '000	18,135	12,914

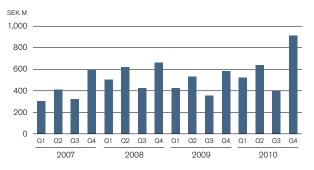
#### NET SALES AND OPERATING PROFIT



#### CONSULTANTS ON ASSIGNMENT



#### ORDER INTAKE



# **Concept** Goal

**eWork's business concept** is to offer its clients consultants with the right specialist skills for a particular assignment cost-effectively, and to deal with the administration, quality assurance and follow-ups relating to assignments. Meanwhile, eWork will offer consultants that sell their services stimulating and profitable assignments.

#### eWork's overarching goal is to be a

full-range consulting provider in IT, telecom, technology and business development. The Board of Directors has set the long-term goal of eWork achieving net sales of SEK 5 bn, with an operating margin of 5 percent in 2015. This goal is called 5-5-15. It is used as a control instrument and internal motivator, but should not be viewed as a forecast. **eWork's strategy** is to develop value-adding offerings based on the role of consulting broker as its business model. The growth strategy is based on five sub-strategies:

- Deeper and broader collaborations with customers
- Increased market shares on current markets

**Strategy** 

- Geographical expansion
- New skills segments
- New offerings

#### POSITIONING

eWork should be perceived as a full-range consulting provider in IT, telecom, technology and business development. Customers and consultants should appreciate the value-added in using eWork and understand its distinguishing features:

• eWork develops and identifies new and efficient ways to deliver competence.

• eWork is the common voice of smaller consulting firms and consulting purchasers, and leads debate in the sector.

#### MARKET STRATEGY

eWork's home market is the Nordic region. eWork offers its customers assignments outside its home market on a project basis, with consultants based in the Nordic region or globally. Continued expansion through addressing other local markets is planned Nordic wide, because eWork still considers market penetration as low. Further foreign startups are considered on an ongoing basis, and are expected to appear on the agenda once current customers need more permanent presences on other markets.

#### CONTINUOUS RATIONALISATION

Benefiting from economies of scale in consulting management is an important component of the value eWork can add. In concrete terms, this means that eWork should be able to deliver a growing number of specialists on assignments without eWork's staff and overheads growing at the same rate. In turn, this requires eWork continuously developing and refining effective systems and processes. Accordingly, eWork creates an important competitive edge over the rest of the consulting market.

## **CEO's statement**

eWork is reporting a sharp increase in sales and profits for 2010. This improvement is explained by it addressing the market successfully and its structural work supported by the brisk economic recovery. Under our 'reshaping consulting' banner, we are now continuing to work on developing our business and continuing to grow.

2010 concluded with the group's highest order intake to date for a single quarter. All offices beat previous records. We now have four offices, each with over 200 consultants out on assignment. This is an important milestone, not merely psychologically, but through our business attaining critical mass, which brings us economies of scale and the prospects of higher profitability.

#### ON THE ROAD TO IMPROVED PROFITABILITY

Last year's structural work was aimed at positioning eWork to exploit the opportunities offered by the coming economic recovery. Although the recovery was expected, like most other people, we were surprised by its strength in the second half-year. However, we were particularly well prepared, and the growth figures are unequivocal.

The sales and profits of the Swedish business improved sharply in the year. Finland is showing the way for the rest of the group with good profitability despite intense competition. We're starting to get our Danish business in shape, which turned losses into a modest profit before group-wide expenses in the fourth quarter. Our Norwegian business has a new management in place, and is signing new framework agreement simultaneous with current business volumes growing.

But we're still not satisfied. We're continuing to work with a high level of ambition in terms of rationalising our business, upscaling how we address the market, and thus improving profitability.

eWork is increasingly transforming from being perceived as a niche player and complement, to playing the role of a full-range consulting provider. Early in the year, we clearly demonstrated our ambition by presenting our internal goal of '5-5-15', eWork's long-term financial target. We're working towards sales of SEK 5 bn with a 5% operating margin by 2015.

#### **RESHAPING CONSULTING**

We are launching the 'reshaping consulting' banner in 2011 in our communication with the market, to define our role. Simultaneous with eWork becoming an established player on the consulting market, we represent a state-ofthe-art and effective way to provide our customers with the right consultant at the right price quickly.

Our offering is continuing to challenge the market, building on a network of over 50,000 consultants. Over the past 10 years, eWork has redrawn the consulting market map with its innovative business model, and we'll be continuing in this vein. There are still many consulting purchasers that aren't familiar with our business model and the value we create in our way of purchasing and managing external consultants, but the market share of our business model is growing all the time. We see no sign of it decreasing.

#### **NEW STRATEGIC INITIATIVES**

To amplify our growth, increase profitability and achieve our goals, new strategic initiatives are required. We really got this work started in the year. Our foreign consulting network is getting stronger, and we followed several of our customers to foreign countries on a project basis. We have now delivered consultants of some 40 nationalities on assignments in some 20 countries. Our foreign presence was further enhanced in the year through the appointment of a Global Sourcing Director.

We also made other strategic hirings for our work in developing our customer offering and rationalising our business. We have extended and clarified our customer offering through the sourcing management concept. Our core competence is now available as an outsourcing service where we manage all the customer's consulting needs eWork is continuing to redraw the consulting market map — reshaping consulting

(Single Sourcing). Increasingly, we are delivering complete consulting teams to cover entire projects, a fairly complex service with high value-added.

eWork implemented new, effective processes such as 'eSigning', which offers our customers and consultants the facility to enter agreements over the Internet and mobiles, and 'eBilling,' a self-service system for consultant invoicing. These processes rationalise management for customers and consultants, while simultaneously cutting our costs. In this way, we are increasing the value of our services and sharpening our competitiveness.

It is important for eWork's competitiveness that we do not just offer attractive assignments, but also valuable associated services that make consultants' everyday work easier and offer them support for their personal development. Our goal is to be consultants' first choice when looking for assignments.

#### A STRATEGIC PARTNER FOR CUSTOMERS

eWork is now a full-range consulting provider with superior delivery capacity on the market for the needs of most consulting purchasers. Increasingly, customers view us as a strategic partner. Continuing with, and reinforcing, this transformation is one of the critical success factors to achieve our long-term goal. With our growing maturity, we're addressing a larger share of the consulting market. In 2010, we took momentous steps towards our longterm goals, and once again demonstrated that we've got the power to grow profitably. Many of the year's initiatives went well, and I see good prospects of continuing to develop our operations in the future. Our successes were the fruit of the collective efforts of all eWork's committed and skilled people. That's why I'd like to take this opportunity to thank all our employees for their efforts over the past year.

I'd also like to thank all our eWork consultants out with customers who demonstrate what eWork represents: the right consultant at the right price and the right time.

I take a positive view of market conditions. In the year, we will complement how we address the market progressively with further marketing initiatives to continue growing through offices Nordic wide. We are also responsive and prepared to follow our multinational customers to foreign countries as they desire.

eWork Scandinavia AB - Annual Report 2010

Stockholm, Sweden, March 2011

Claes Ruthberg CEO and President



# Offering

eWork is a full-range consulting provider. With access to over 50,000 consultants, eWork offers consulting purchasers specialists in IT, telecom, technology and business development on a global basis.

Through eWork, consulting purchasers get fast access to specialist consultants with long-term experience in their specialisms. Consultant management is a complex and time-consuming process. Appointing consultants involves more than just finding the right consultant for the assignment and assigning duties. The total cost of consultants includes the cost of time incurred internally ahead of and during an assignment.

### THE LARGEST SELECTION OF SPECIALISTS ON THE MARKET

eWork does not employ any consultants, but instead, utilises an extensive network of consultants, all of them specialists in their segments. By applying an objective selection process and effective administration, eWork can manage and develop its customers' supply of consultants. Individual appraisals of consultants are complex, uncertain and time-consuming for consulting purchasers. eWork's consultant network continued to grow in 2010, and at year-end, there were over 50,000 specialists recorded in eWork's database. Primarily, consultants are available on eWork's domestic market in the Nordic countries, but by 2010, eWork had supplied consultants of 40 different nationalities.

The profiles of the consultants in eWork's network are normalised in advance to make them fully comparable. Often, consultants work through sole proprietorships or small IT consulting firms, and are specialists in their different consulting skills segments:

- Testing
- Development
- Infrastructure
- Project management
- Business systems
- Business development
- Security

Consistently, eWork's efforts are designed to offer the customer access to the right consultant at the right price at the right time. eWork's core business consists of two offerings that offer the customer access to tailored, flexible and effective supply of consultants:

- eWork Sourcing Management
- eWork Single Sourcing

#### **CUSTOMER BENEFITS**

- Reduced administration Cut costs More choice
- More effective consulting management
- A single point of contact Enhanced control

#### **eWORK SOURCING MANAGEMENT**

eWork Sourcing Management is a flexible type of collaboration for customers that want to benefit from eWork's extensive consultant network and experience in consulting sourcing and management.

eWork offers the customer the facility to consolidate its number of suppliers and rationalise administration for current and new consultants. Accordingly, this offering addresses customers looking for new consultants and customers that appoint eWork to take over existing consultant management during delivery.

With eWork Sourcing Management, the customer gets a single point of contact with all smaller-scale consulting firms, which offers easy access to a wider selection of consultants. eWork's work includes search and selection, quality control, negotiation, signing and monitoring consistent agreements, verification of tax assessment notices for the self-employed, professional indemnity cover, timesheets, invoicing and meeting suppliers. An objective assessment is conducted for each enquiry and small-scale consulting firms get the same opportunity to compete for assignments as their larger counterparts.

QUALITY-ASSURANCE OF eWORK'S DELIVERY PROCESS-THE EIGHT STAGES								
Needs	Search	Selection	Interview	Agreement	Project status	Invoice	Follow-up	

#### **eWORK SINGLE SOURCING**

eWork Single Sourcing is a competitive offering for customers that want to outsource all or parts of their company's supply of consultants. eWork Single Sourcing offers the customer overview, lower total cost and better prospects of focusing on their core business.

eWork assumes responsibility for running and developing all the customer's supply of consultants, focusing on sharpening the customer's competitiveness. Apart from lower total costs, eWork Single Sourcing offers flexibility, reduced administration and effective processes that are may only be offered by a company where consulting management is the core business. The customer benefits from eWork's economies of scale, experience and know-how, and gets access to systems tailored for fast and cost-efficient consultant management.

#### A DELIVERY ORGANISATION FOR COMPLEX NEEDS

eWork's delivery organisation is effective and specially developed to deliver the right consultant at the right price at the right time quickly and flexibly. Increasingly, more complex needs are being defined, where a number of consultants with differing profiles need to be combined to satisfy the customer's requirements specification.

After eWork has specified the assignment jointly with the customer, and the profile of the consultant(s), the company, body or organisation needs, eWork presents proposals for suitable individuals in its consultant network. Selection criteria

are required professional competence, experience of a predefined specialist segment or sector, but also appropriate personal qualities that fit the client's organisation.

The delivery organisation is enhanced through a local presence at selected locations in the Nordic region. eWork has offices in the capital cities and another three cities in Sweden. However, eWork has demonstrated that its business model also enables it to follow customers to foreign countries on a project basis. Until the present, eWork has delivered consultants on assignments in some 20 countries including the four Nordic countries.

#### QUALITY ASSURANCE OF THE DELIVERY PROCESS

As a full-range consulting provider, eWork assumes overall responsibility for quality assurance and monitoring delivery. eWork conducts needs analysis continuously to identify its customers' needs. Because eWork doesn't employ any consultants, its selection process is objective, to find the right competence at the right price. eWork always assumes responsibility for the consultant vis a vis the customer.

A professional and committed contact and team helps the customer find the right consultant and guarantees quality end to end in the delivery from eWork. eWork's quality assurance of the delivery process covers eight stages and a follow-up with the customer and consultant conducted after the assignment is complete. eWork also verifies that all consultants have valid professional indemnity cover and tax assessment notices for the self-employed.



**Ewa Hessling** Head of Technology Services Delivery, Hewlett-Packard Sweden

#### We never say no to our customers

The goal of the Technology Services Delivery function of Hewlett-Packard Sweden is to never say no to its customers. This is possible thanks to a flexible and highly specialised consulting team. To enable it to solve this equation, HP has had a Nordic framework agreement with eWork since 2004.

Ewa Hessling heads up this function at HP Sweden, which works for corporate clients on technical support, technical consultation and servicing.

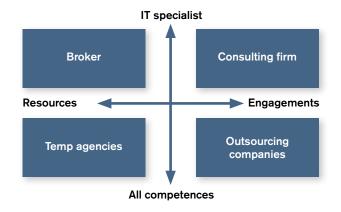
"If we can't find the right resources in-house, we'll bring in a subcontractor. Before we started partnering with eWork, we sourced our consultants on a somewhat unstructured basis. Now we've got a close and flexible collaboration with eWork, which has developed over the years," comments Ewa.

These assignments may be about the planning, design and implementation of infrastructure in the storage, server and virtualisation segments. This requires broad-based competence in UNIX and Windows platforms and specialists in clusters, virtualisation and consolidation, as well as security, for example.

"My experience is that the consultants from eWork have consistently very high quality," adds Ewa. 'Approved' status is necessary to be an HP supplier, a very high standard for fast and secure delivery capacity. A total of 25 companies in Sweden currently have 'Approved' status in various segments.

## Market

eWork is now an established player on the Nordic consulting market in IT, technology, telecom and business development. eWork is the Nordic market leader in the consultant broking market segment. This segment has grown briskly over the past ten years, and eWork estimates that it continued to win market share on the consulting market in the year.



#### **CUSTOMERS AND COMPETITORS**

eWork's customer base consists partly of straight consulting purchasers and partly consulting integrators, i.e. consulting firms, which in turn, sell the solutions produced by employees and contracted consultants. Accordingly, consulting firms are potential customers, competitors and suppliers when they have excess capacity that eWork can find assignments for.

Readers should note that the market that eWork and other consulting brokers has created has not mainly arisen at the expense of the established major players, but through customers becoming increasingly inclined to purchase consulting services direct from many small consulting firms. Instead, these purchases are coordinated through consulting brokers, who by demonstrating their value in the value chain, are rationalising a fragmented market.

eWork also encounters some competition from temp agencies that offer IT competence, but their business models and profile of the resources offered mean that in practice, this competition is limited. The same also follows from eWork progressively becoming a strategic partner for its customers. Complex deliveries and staffing of complete projects is becoming more common, rather than a number of isolated consulting competencies. This greater complexity increases the value that eWork brings to the value chain.

#### THREE DEMAND DRIVERS

The demand for eWork's services is determined by three factors:

- The demand for consultants in IT, telecom, technology and business development in the Nordic countries
- How much purchasers choose to consolidate their consultant purchasing on fewer suppliers
- How competitive eWork's offering is compared to other consulting providers.

#### THE DEMAND FOR IT CONSULTANTS

2010 featured a brisk economic recovery with rising demand from customers and reducing price pressure. The IT consulting market gradually improved through the year. eWork's estimates indicate that the Nordic market for IT consulting services expanded by 2-3 percent in 2010 compared to a historically weak 2009. The turnaround was faster than many commentators expected, especially in the second half-year. For example, as recently as late-2009, IDC predicted continued contraction of the market in 2010.

One measure of increased demand is the number of enquiries eWork received in the year, which increased by 57 percent.

At year-end, eWork's consultant network had over 50,000 members from some 40 countries, mainly in the Nordics. This is a substantial resource that offers the prospects of good delivery capacity even when conventional consulting firms hit their capacity ceilings. Consult-





ant integrators are actually utilizing eWork's services increasingly.

Customers showed a growing interest in the delivery of complete consulting teams and multinational deliveries. eWork currently has a proprietary market presence in the four Nordic countries. The company delivers consultants on assignments to a total of some 20 countries, mainly for Nordic clients. Competition was fairly intense early in the year, but reduced markedly, as demand increased. The main competition from other companies in the consultant broking segment is from smaller, local players.

#### THE LEVEL OF BUYER CONSOLIDATION

eWork is the Nordic market leader in the IT consultant broker segment. Since start-up, the company has successfully introduced broking of IT consulting services a new business model on the market in competition with the conventional business models offered by consulting firms with employed consultants. Ever since start-up, consultant brokers have secured a growing share of the IT consulting market.

eWork has been at the leading edge of this trend. eWork's share of this market segment varies between the Nordic countries, primarily depending on when eWork started up on each market. It estimates its market shares as stable through the year across the Nordic region apart from Denmark, where it judges that it reduced somewhat. In Sweden, its market share is over 40 percent and eWork has more than twice the sales of its closest competitors. In Finland and Norway, its market shares are some 20 percent. The market is currently fragmented and eWork has few competitors that are pure-play consulting brokers. In Denmark, the market share is between 5-10 percent and eWork competes with a variety of equally sized and larger consulting brokers.

eWork's internal estimates indicate that a significant share of all IT consulting purchasers have not yet tried appointing consulting brokers, but the share that does so is expected to keep increasing. This view is supported by previous IDC surveys.

The trend of many companies consolidating their purchasing of IT consultants accentuated in 2010. This was especially apparent in the high share of takeover business eWork participated in, where a number of existing consulting agreements transferred to eWork during delivery to rationalise the customer's administration and improve governance, control and monitoring consulting delivery.

#### eWORK'S COMPETITIVENESS

eWork has developed its business model to optimise competitiveness against players with employed consultants and other brokers of IT consultants. When eWork signs framework agreements with larger consulting purchasers, it is primarily in competition with IT consulting firms with permanently employed consultants. Here, eWork's competitive edge is its wide selection of specialists and its objective selection procedure. The decisive criteria are the consultant possessing the right competence and profile for the assign-



ment. eWork also offers consulting purchasers access to a large number of specialists that have chosen to operate in sole proprietorships or small consulting firms.

Due to eWork's wide selection of specialists, consulting firms also choose eWork when they do not possess the right consulting profile for an assignment themselves. Accordingly, eWork and consultant integrators serve as complements.

eWork's engagements with consulting purchasers and customers are extensive. eWork is a contract partner and assumes full responsibility for the consulting services delivered according to its objective selection procedure. eWork closely quality-assures each consultant and follows up assignments jointly with consulting purchasers and the consultant.

Accordingly, eWork differs from other brokers of IT consulting services. Temp agencies only intermediate their own consultants. Accordingly, their selection is limited for the umbrella companies that intermediate a defined group of IT consultants. eWork also differs from brokers whose service only involves single consultants, whereby the consulting purchaser and consultant enter a direct agreement between themselves.

# **Operations**

Since start-up in 2000, eWork has gradually built a position as one of the Nordic region's leading consulting providers in IT, telecom, technology and business development. eWork is the Nordic market leader in the consultant broking segment.

#### **BUSINESS MODEL**

eWork differs from traditional consulting providers in not employing consultants. Instead, its consultants are also customers. eWork is a contract partner to customers and consultants and deals with all the administration relating to consulting assignments. This model enables eWork to offer clients a wide selection of specialist consultants, an objective selection procedure and unique, proprietary processes for matching, administration and follow-ups.

Primarily, eWork's customers are large corporations, authorities and other organisations that formalise their consulting purchasing in framework agreements, governing prices, services and engagements. One clear tendency lasting many years is customers signing fewer, but larger, framework agreement with their suppliers.

In these cases, the framework agreement is a prerequisite

for, but not a guarantee of, business. To create business within the agreement, eWork maintains a continuous dialogue with its customers on their consulting needs and prospects of developing and rationalising consultant management.

In 2010, eWork signed several new framework agreements. eWork's collaborations with consulting purchasers are long term. eWork fully satisfies its customers' expectations, as demonstrated by over 65 percent of its consultants getting assignments extended. Basically all framework agreements that expired in the year were renewed. In total, eWork has some 125 framework agreements.

#### **eWORK CREATES VALUE FOR CONSULTANTS**

There are over 50,000 consultants in eWork's network, and a clear majority have over ten years' experience in their specialisms. They often work for small consulting firms or sole proprietorships.

Primarily, eWork is an important sales channel for smaller consulting firms. Accordingly, the possibility of securing profitable and stimulating assignments is the foundation of consultants' business relationships with eWork, but eWork also offers its consultants other benefits that make their lives easier and create value:

eWork eBilling – an electronic self-service system for invoicing that facilitates administration for the consultant, speeds up the invoicing process, thus saving time and costs.

eWork eSigning – an electronic contract signing system, whereby the tripartite relationship created through agreements on each assignment can be signed electronically and remotely by all parties, via the Internet or mobiles.

eWork PayExpress delivers faster payment of invoicing for consultants for a comparatively low cost. Thus eWork helps create and improve the liquidity of consulting firms when many corporations are applying longer payment times. eWork applies the same credit terms to consultants as customers have to eWork.

Consultants also get a series of offerings in the eWork Family range such as training packages, product discounts, business services such as accounting and insurance cover.

eWork also offers its consultants a Consultant School, which is designed to develop a number of skills consultants need to enhance their prospects of securing and developing an assignment, such as coaching on interview techniques and CVs.

eWork conducts regular networking meetings with consultants in their own specialisms, and arranges social events that cross specialist boundaries.

### STRATEGIC PROCESSES FOR GROWTH AND COMPETITIVENESS

eWork's competitiveness and growth strategy rest on five strategic, value-adding processes that represents significant structural capital for eWork.

eWork	<b>eWork Family</b>	eWork	eWork	Consultant	Networking	Consultant social events
payExpress	Training	eBilling	eSigning	School	events	
Invoice payment service Low costs	Discounts Business services Insurance cover			CV and interview coaching	With consultants in single specialisms	

**PROFITABLE AND STIMULATING ASSIGNMENTS FOR eWORK CONSULTANTS** 

### CUSTOMER OFFERING

eWork's offering has passed the pioneer stage and is now tried and tested. With its innovative broking model and strong network of specialists, eWork has become a fullrange consulting provider on the market.

eWork is progressively developing its offering, adding new offerings that match customer needs, and benefit from eWork's unique resources and innovation. eWork conducts development within delineated skills segment and by broadening and deepening its role on current assignments.

#### SALES

Since start-up, eWork's growth has been customer driven. Work on deepening market penetration of eWork's business model, primarily through continuing to increase the number of framework agreements, is ongoing. Simultaneously, eWork is extending sales across new segments.

eWork's market communication is conducted through different channels. Direct communication with customers and consultants is an important component of eWork's market communication. Newsletters, networking events and meetings and other events are central facets of this part of its work.

#### ACCESS TO CONSULTANTS

eWork's database of over 50,000 specialist consultants is growing gradually and is a unique competitive advantage. The combination of this broad selection with well-considered systematisation of consultant profiles and an effective, objective selection process means that customers can expect to get the specialist required for their current needs quickly.

#### PROCESS AND IT

eWork is continuously developing proprietary processes and IT systems that are important tools for it being able to satisfy customer needs quickly. eWork has built effective search systems that support its work on selecting the right consultants for a specific assignment from its database.

With the aid of Internet-based systems, consultants can quickly follow up assignment admin for eWork. eWork eBilling and eSigning are examples of process support introduced in the year.

eWork offers consulting purchases Internet-based tools that make it easy for them to monitor various key performance indicators on consulting assignments, statistics and other information relating to the consulting assignments were eWork is a contract partner. eWork's IT systems are scalable and an important resource for enabling continued growth.

#### LEADERSHIP

Leadership is important for retaining and developing the entrepreneurial eWork spirit, which is encapsulated in eWork's values: professional, eager and attentive. eWork invests in its leaders through incentive programs and competence development.



Anna Hultberg, eWork "I conduct CV coaching for eWork consultants almost every week."

#### eWork continues its popular Consultant School

Primarily, eWork's consultant network consists of consultants that work through sole proprietorships or consulting firms with up to 20 employees. eWork adds value to these entities by complementing their shortages of resources through various channels.

Competence development is such a segment, which is gaining growing significance. To be attractive on the consulting market, you don't just need the right IT competence or competitive hourly rates. You also need personal skills, which can be considered part of your consulting competence.

For some time, eWork has been offering coaching and advanced training to consultants in its network with the aim of providing them with a solid base to stand on for becoming successful and professional consultants. The training eWork delivers consists of tools for enhancing a businesslike approach and 'consultantship', to sell yourself into an assignment, perform well through your CV and in interviews, and how to collaborate effectively on assignment.

Previously, training was in single steps, which have merged and been conceptualised into a complete program called the Consultant School. This has enabled eWork to become a more attractive partner and enhance the prospects of securing successful assignments and satisfied customers. The Consultant School further enhances eWork's prospects of extending its network, increasing its purchasing frequency from enquiries and the level of assignment extensions.



#### **BUSINESS DEVELOPMENT**

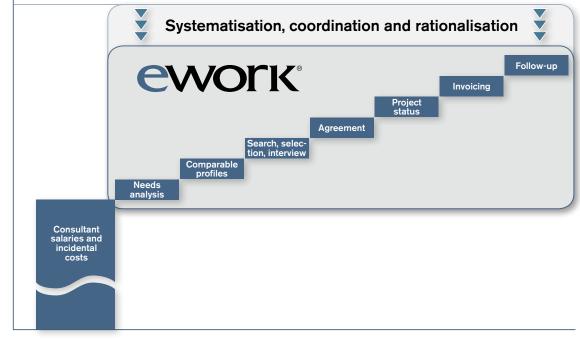
eWork's revenues are determined by the number of hours consultants work and their pricing. Gross margins are determined by the scale of the arrangement fee debited per consulting hour. The group's sales progressed positively throughout 2010. Order intake increased by 30 percent to SEK 2,472 M (1,899). eWork continued its work on refining its customer offering, rationalising its operations and enhancing services for consultants and consulting purchasers. The rationalisations executed in 2009 and 2010 mean that the group can manage higher volumes with existing resources.

The group's customer offering was enhanced and its services clarified in conceptual terms under the Sourcing Management banner. New complementary offerings were added such as the Single Sourcing outsourcing service and supplementary services like the Sourcing Advisor and Try and Hire consulting services. The delivery organisation was further rationalised with aims including increasing its speed, accuracy and transaction frequency from customer enquiries. A new electronic agreement service was launched, eliminating the need for paper contracts. The electronic agreement service radically rationalises contract management.

eWork made new hirings in strategic competences, with positions including a Global Sourcing Director, Nordic Delivery Process Development Manager, Nordic Bid Manager, Sales Manager for Nordic Strategic Accounts and ten trainees mainly focused on sales.

#### **eWORK RATIONALISES CONSULTANT DELIVERY**

#### Cost of consultants



Schematic illustration of the value of eWork's services and how eWork minimises costs for the customer through systematisation, coordination and rationalisation. The size of the bars does not reflect actual costs. In reality, remuneration to the consultant constitutes the largest portion of the cost.

#### **OPERATIONS IN FOUR NORDIC COUNTRIES**

Since start-up in Sweden in 2000, eWork has established a presence in Finland (2004), Denmark (2005) and Norway (2006). eWork is the market leader in Finland and Norway on an otherwise fragmented market without clear main competitors. In Denmark, as in Sweden, eWork encounters direct competition from several players.

The neighbouring countries in the Nordic region have gradually increased their share of consolidated net sales since operations started up. In 2010, Denmark, Finland and Norway represented 26.8 percent of eWork's sales, somewhat lower than 2009 due to the downturn in Denmark.

#### Sweden

Sweden is eWork's largest market, which represents 73.2 percent of sales. Progress in Sweden was positive in 2010. Net sales were SEK 1,394.5 M (1,188.3) a 17 percent increase. Operating profit was SEK 35.8 M (18.0). eWork opened an office in Linköping, south of Stockholm, in the year, which secured framework agreements with customers including the Municipality of Linköping and the Swedish National Maritime Administration. In Sweden, eWork signed new framework agreements with the City of Gothenburg, Hertz, Hewlett-Packard, farmers' cooperative Lantmännen, Telenor, TeliaSonera and the Swedish National Road Administration.

## Order intake increased by 30 percent to SEK 2,472 M.

#### Finland

The Finnish market was in recession are good way into 2010, but gradually recovered through the year. Demand increased, albeit under fairly intense competition. Six new accounts were secured in the period, and assignments

on several existing accounts were extended.

For the full year 2010, net sales increased by 8.2 percent to SEK 284.2 M (262.6). Operating profit increased to SEK 9.6 M (7.8). This operation's major accounts include Tieto, Accenture, Logica and TeliaSonera, who all expanded their assignments in the year.



Nina Karlsson Country Manager, Finland



#### Denmark

This operation continues to encounter intense competition but has now laid the foundation for continued expansion and profit improvements. Sales for the full year exceeded 2009 figures thanks to high sales growth in the fourth quarter. Sales were SEK 81.0 M (76.2), a 6.3 percent increase.

After fundamental reorganisation, this operation made a new start in the year. The market was hesitant and competition was intense early in the year, but market conditions

improved in the fourth quarter. A clear consolidation trend was apparent in Denmark during the year, with consulting purchasers selecting fewer but larger providers. The operating loss contracted to SEK -3.7 M (-7.0).



Bettina Thorkelin Country Manager, Denmark

#### Norway

Operations in Norway achieved positive sales performance in 2010. Demand increased, especially late in the year. Market penetration for the consultant broking model is lower than Sweden to date, but is following the same trend.

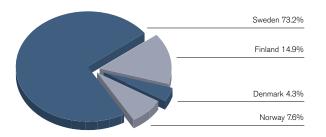
A relatively high sales share is from take-over business with lower gross margins. This explains this operation's fairly low profitability despite increased net sales in year-on-year terms. For the full year, net sales were SEK 144.5 M (116.2), a 24 percent increase. Operating profit was SEK 1.0 M (1.1). The share of takeover business was high right through the year, but reduced late in the year in favour of more profitable

standard business. This is a usual consequence of takeover business expiring and customers demanding consultant deliveries on new projects. Helge Strømnes was appointed Country Manager.



Helge Strømnes Country Manager, Norway

#### SALES SHARES



# **Organisational and human resources**

#### FULL COVERAGE IN THE NORDICS

CEO Marketing Sales Delivery Accounting HR IT Sweden Finland Denmark Norway

Consulting purchasers are large corporations and other organisations in the private and public sectors. These corporations are in manufacturing industries, telecom, services such as banking, finance and insurance, and companies active in wholesaling and retailing.

The eWork group is organised into four

national entities supported by six groupwide functions for marketing, sales, delivery,

accounting, HR and IT. The organisation has been designed to satisfy the standards

of eWork's consulting purchasers and

consultants.

#### INTERPLAY BETWEEN ACCOUNT TEAMS AND COMPETENCE GROUPS

eWork provides consulting purchasers with consultants who get in place quickly. The staff in eWork's account teams need a good understanding of the customer's business and need for consultants now and in the future.

Account teams have a close collaboration with the competence groups that select consultants. Competence

groups have very thorough knowledge of their consultants and developments in their skills segments.

#### ACCOUNT TEAMS

The duty of the account team is to ensure that eWork's offering is attractive enough for corporations, public bodies and other organisations choosing to sign frame-work agreements with eWork, and then placing orders on agreement.

The Key Account Manager heads up work on account teams. She or he maintains ongoing dialogue with the customer on their need for consulting services. Producing an assignment specification jointly with the customer is central to this dialogue; it is the foundation of eWork's work on selecting and proposing suitable consultants for an assignment. This dialogue also applies to the wider issues relating to how eWork can help rationalise the customer's management of its purchasing of consulting services.

The account team also includes a Business Coordinator whose duty is to prepare consultants for the assignment and maintain ongoing contact. The Business Coordinator also follows up on the assignment jointly with the consultant, offering feedback based on the customer's appraisal.

Dealing with all the administration relating to assignment, both towards the consulting purchaser and the customer, is an important component of eWork's offering. eWork's Service Center, which is an autonomous component of account teams, is designed for this purpose. The Service Center deals with issues relating to tax, consulting agreements, timesheets, invoicing, expenses and payment.



#### COMPETENCE GROUPS

Competence groups are made up of Competence Managers, whose duty is to produce proposals for consultants for a specific assignment based on the customer's assignment specification. This specification states the requirements for specialist skills and the other qualities and experience the assignment entails.

Assignments are matched against candidates in the database and reported on eWork's website, where consultants can register an interest. In tandem with this process, Competence Managers select from the consultants on its network who have previously executed similar assignments. A completed proposal for consultants is then presented to the customer. The duty of the Competence Group includes quality-assuring consultant information on its database. In 2010, they reviewed over 450 CVs per month, and had personal contact with as many consultants.

#### HUMAN RESOURCES

Because the demand for eWork's services increased in the year, large-scale hirings were conducted late in the third quarter of 2010. A group-wide trainee programme was launched, which started at the end of the third quarter 2010. In the year, eWork hired staff with strategic competences. New key positions included a Global Sourcing Director, Nordic Delivery Process Development Manager, Nordic Bid Manager, Sales Manager for Nordic Strategic Accounts and ten young trainees mainly focused on sales.



The average number of employees of the group was 105 (127), including 10 (5) temporary consultants.

General temporary consultants are a model eWork uses on occasion as a temporary solution, when eWork's regular delivery of consultants that invoice through their own enterprises is not applicable. The usual motivation for this type of employment is that consultants can be appointed more quickly. 61 percent of employees are women and 39 percent men.

eWork conducts annual employee satisfaction surveys that offer a view of its people's satisfaction and identifies opportunities for improvement.

Every new employee gets a sponsor from another part of eWork than where they operate. The purpose of this system is to convey eWork's corporate culture, while reinforcing personal relationships between staff in different functions. Three employees are recognised as 'eWorkers of the Quarter' each quarter, based on eWork's values.

#### COMPETENCE DEVELOPMENT

On-the-job training is the foundation of eWork's competence development. In their professional roles, eWork's people closely monitor how consulting purchasers' requirements and expectations change. They also improve their knowledge of the skills segments where consultants operate.

In 2010, eWork also executed training packages for Key Account Managers and other people in selling positions.

Everyone that worked there seem to get on and everything was neat and tidy. I think eWork will reach its goals because they really work well, and the most important thing was that everyone enjoyed what they were doing.

Mardokh, grade 9 student, Tallbohovs High School

### Grade 9 students meet eWork role models

Active social's engagement is an important component of eWork's corporate culture. Every employee can set aside three working hours a month to charitable organisations. Mentor is one of two charities that eWork people have selected.

Mentor's aim is to give young people the resources to resist violence and drugs. It works by arranging activities to motivate study, and offer young people adult role models to help enhance their belief in the future, motivation and personal development. One of Mentor's programs involves engaging adult working role models who meet young people that are graduating from high school.

A number of eWork's people have chosen to take on the role as working role models for Mentor. They took a trip to Tallbohovs High School in Järfälla, a Stockholm suburb, in the year, where they met grade 9 students to talk about their professional roles and workplace. A smaller group of students then visited eWork to find out what the work of their role models actually looks like, and how it functions in practice.

The project concluded with the students writing a report on what they learned, and their opinions. Many of them have few or no contacts with working life, and their encounter with the proud and committed eWork people made a strong impression on many of them. eWork's working role models also really enjoyed the project, with the students' reports confirming that they had gained inspiration and assistance for choosing their senior high schools.

## **Risks**

All business activities involve risk. eWork's operations are affected by a number of factors that affect eWork's operations to differing degrees and are not entirely under the company's control. To some extent, this is a basic condition for the business opportunities that eWork's operations are founded on. The factors that eWork judges may impact on its future prospects, with comments on how eWork evaluates and manages each risk, are reviewed below.

Financial risks are stated in Note 20 on page 50.

#### **EXOGENOUS AND MARKET RISKS**

Risk	Description	Evaluation and management
Cyclicality	The demand for eWork's services can be expected to change in differing phases of the business cycle.	eWork's business model means its share of fixed costs is fairly low in relation to sales, enabling flexibility for different business cycle phases.
Domestic competition	eWork competes directly with other consulting brokers. The risk of price pressure and reduced demand for eWork's services due to increased competition cannot be ruled out. eWork also partly competes with IT consulting firms with permanently employed consultants.	As the Nordic market leader, eWork has the advantage of economies of scale in its delivery organisation, and the market's largest network of specialists. Through constant rationalisation and developing its offering, eWork increases value- added, and its positioning and competitiveness are enhanced.
International competition	A number of multinational consulting firms are active on the Nordic IT consulting market. Their missions generally mean that a larger group of consultants are committed in their home coun- tries, and smaller groups in the other Nordics. A growing supply of consultants are also sourced from consultants in low-cost countries.	Until now, eWork has only encountered modest direct competition from foreign consulting firms. The growing supply of foreign consultants does not just mean competition but also presents a business opportunity for eWork.
Risks relating to legislation and regulation	eWork conducts business in four Nordic coun- tries. Alterations to legislation and other regula- tions, such as labour law and taxation, may affect the conditions for its consulting agreements, and indirectly, eWork's results of operations and financial position.	eWork's business model is judged to rest on a stable legal footing in the Nordic labour and taxation legislatures. New restrictive regulation could have a negative impact on employment throughout the consulting sector, the consulting broker sector and the temporary staffing sector. Accordingly, the risk of restrictive changes to legislation in these segments is considered fairly low.

#### **OPERATIONAL RISKS**

Risk	Description	Evaluation and management
Access to consultants	eWork is dependent on its collaboration with qualified consultants so it can offer its customers consultants with the right competence who are in place quickly. Accordingly, one risk eWork faces is not having enough qualified consultants and consulting firms that want to collaborate with eWork.	A series of factors mean that in relative terms, access to consultants can be regarded as a low risk for eWork. The number of consultants that choose to enter eWork's network is in high growth, and in 2010, 50,000 consultants were registered in eWork's database. The terms of framework agreements also mean that for many small IT consulting firms, eWork is the only practicable way of getting qualified consulting assignments for larger corporations.
Framework agreements	One clear tendency is that larger customers are choosing to restrict their consulting purchases to fewer suppliers and formalising their business relation- ships through a framework agreement. Framework agreements are often a prerequisite for doing busi- ness as a consulting broker. Pricing, services and en- gagements are formalised in framework agreements.	Framework agreements affect the risks of eWork's operations in two ways: if the number of framework agreements reduces, this is likely to mean reduced demand for eWork's services. The same negative impact results if, on average, customers down scale purchased volumes in framework agreements. eWork has rapidly expanded its number of framework agreements, and had over 125 at the end of 2010. It conducts regular business on a very high share of them.
Dependency on individual clients	If several larger customers were to completely termi- nate or sharply downscale purchasing from eWork, this would affect eWork negatively.	Risk is diversified in several ways. eWork has a large number of customers, often with framework agree- ments. No single customer represents more than 10 percent of sales. Consultants with one customer have often been contracted on different assignments at various times.
Stability of IT systems	eWork's proprietary IT system plays a central role in its processes and customer offering. Accordingly, out- age and IT system functional errors represent a risk for eWork's business because it would directly affect the quality of its delivery to customers.	Until the present, the IT system has contributed to the eWork's fast growth since start-up in 2000 without any actual serious production disruptions.
Dependency on key staff	eWork has emerged as a pure-play entrepreneurial company where certain key staff have played a central role in its progress. If these key staff chose to leave eWork, this could have negative consequences, at least in the short term.	In recent years, eWork has grown quickly, and has obtained an increasingly stable organisation, not least after restructuring actions executed in 2009. Increasingly, its operations rest on structural capital and system support, reducing its dependency on individual key staff.
Contract risks and damages claims	The consultants eWork has on assignment with cus- tomers could cause damage or commit crimes against the customer. This represents a risk for eWork be- cause eWork is a contract partner with the customer.	To avoid being affected financially by such events, eWork has arranged professional indemnity cover. However, until the present, no situation has arisen where this cover has been necessary.



Anders Spångberg Head of IT Development, Axfood IT

### Access to consultants is important to Axfood

Axfood IT values the facility of bringing in experienced consultants with the right competence quickly to enhance its administration, or on projects. Axfood has been collaborating with eWork as a provider of consulting services for several years.

Axfood is one of Sweden's leading food retailers, and operates the Willys, Hemköp and PrisXtra supermarket chains with some 230 stores and partners with some 840 affiliated stores. In addition, Axfood is a wholesaler through Dagab and Axfood Närlivs.

Axfood IT delivers IT group wide and has 84 employees in IT development.

"The retail sector is dynamic. It's important for us to be able to arrange staffing with consultants with specific competence quickly. That's why we collaborate with eWork," commented Anders Spångberg, who heads up IT Development at Axfood IT.

Axfood IT is currently implementing SAP, which requires extensive resources.

"eWork has a lot of benefits. They've got a broad base, can get consultants with the right competence quickly, and we know that we'll avoid dealing with inexperienced junior consultants. It's also easier and more rational for us to use fewer suppliers," adds Anders.

## The share

The eWork share has been listed on Nasdaq OMX Stockholm, small cap, since 18 February 2010.

#### SHARE PRICE PERFORMANCE AND TURNOVER

eWork's initial public offering was on the First North marketplace on 22 May 2008, at a price of SEK 38.00. The share has been listed on Nasdaq OMX Stockholm since 18 February. At the beginning of 2010, the share price was SEK 23.00, and it was SEK 32.00 at the end of the year, a 39.1 percent increase. In the same period, the OMX Stockholm IT PI-index\* rose by 16.6 percent.

At the end of 2010, eWork's market capitalisation was SEK 535.2 M. In the year, the share price varied between a high of SEK 33.40 on 25 October 2010 and a low of SEK 23.00 on 4 January 2010.

Earnings per share for the year were SEK 1.57 (0.71). In 2010, the turnover of the eWork share was SEK 36.4 m, a rate of turnover of 23.2 percent based on the median value of the free float. At year-end, the value of the free float was SEK 178.1 m, defined as the value of shares freely available for trade (all holdings not exceeding 5%).

#### \* Price index. This index considers share price performance only.

#### NUMBER OF SHARES AND SHARE CAPITAL

The number of shares of eWork Scandinavia AB (publ) was 16,724,600 as of 31 December 2010. All shares carry one vote and represent an equal proportion of the company's assets and profits. The quota value is 0.13 and amount to SEK 2,174,198.

#### **OPTIONS AND AUTHORISATION**

The company has two outstanding share option programs: one of 250,000 options with an exercise price of SEK 27.53/share, and one of 165,000 options with an exercise price of SEK 34.96/share. The AGM 2010 authorised the Board of Directors to decide on the new issue of shares with or without preferential rights for existing shareholders. For more information, see page 23 of the Administration Report.

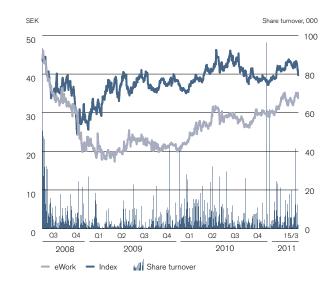
#### **DIVIDEND POLICY AND DIVIDEND**

The Board of Directors' goal is to distribute 75 percent of profit after tax for the year as dividends. The Board is proposing a dividend of SEK 1.15 (0.75) per share to the AGM, a total of SEK 19.2 M (12.5). This corresponds to 79 percent of profit after tax for 2010.

#### LIQUIDITY GUARANTEE

In the year, eWork had an agreement with Carnegie Investment Bank AB to serve as a market-maker in the eWork share and within the Nasdaq OMX Stockholm system. The purpose is to promote share liquidity. In the period 1 January-30 September 2010, the company had a corresponding market-maker agreement with HQ Bank.

#### SHARE PRICE PERFORMANCE AND TURNOVER







#### SHARE CAPITAL HISTORY

Transaction	Change in share capital, SEK	Share capital, SEK	Change in no. of shares	No. of shares	Quota value, SEK	Year
Incorporation	100,000	100,000	400,000	400,000	0.25	2000
New issue	53,100	153,100	212,400	612,400	0.25	2000
New issue	35,400	188,500	141,600	754,000	0.25	2001
New issue	25,000	213,500	100,000	854,000	0.25	2004
Reduction	-25,000	188,500	-100,000	754,000	0.25	2004
Bonus issue	1,696,500	1,885,000	6,786,000	7,540,000	0.25	2006
New issue	10,250	1,895,250	41,000	7,581,000	0.25	2006
Warrants	25,000	1,920,250	100,000	7,681,000	0.25	2007
Warrants	39,750	1,960,000	159,000	7,840,000	0.25	2007
New issue	3,400	1,963,400	13,600	7,853,600	0.25	2007
Bonus issue	76,778	2,040,178	_	7,853,600	0.26	2008
Reduction	-43,950	1,996,228	-175,800	7,677,800	0.26	2008
Split	-	1,996,228	7,677,800	15,355,600	0.13	2008
New issue	169,000	2,165,228	1,300,000	16,655,600	0.13	2008
Warrants	8,970	2,174,198	69,000	16,724,600	0.13	2008

#### DATA PER SHARE

	2010	2009
Earnings per share, before dilution (SEK)	1.57	0.71
Earnings per share, after dilution (SEK)	1.57	0.71
Average number of shares, before dilution ('000)	16,725	16,725
Average number of shares, after dilution ('000)	16,737	16,725
Number of shares on reporting date, before dilution ('000)	16,725	16,725
Number of shares on reporting date, after dilution ('000)	16,758	16,725

#### DIVISION OF SHAREHOLDINGS

As of 31 December 2010,						
No. of	Total abaraa	Percent				
snarenoiders	Total shares	Fercent				
1,019	228,371	1.4				
110	376,913	2.2				
47	1,282,265	7.8				
11	3,677,814	22.0				
4	11,159,237	66.7				
1,191	16,724,600	100.0				
	No. of shareholders 1,019 110 47 11 4	No. of shareholdersTotal shares1,019228,371110376,913471,282,265113,677,814411,159,237				

#### SHAREHOLDERS

As of 31 December 2010	No. of shares	Votes and capital
Salénia AB	3,863,084	23.1%
Magnus Berglind	3,000,000	17.9%
Investment AB Öresund	2,696,153	16.1%
Jan Petterson	1,600,000	9.6%
Joint Bulk Investors S.A.	795,848	4.8%
Claes Ruthberg	667,200	4.0%
Biovestor	521,399	3.1%
PSG Small Cap	404,822	2.4%
Simbisen Invest AB	290,600	1.7%
Dan Berlin	274,800	1.6%
Other	2,610,694	15.7%
Total	16,724,600	100.0%

## From a complement to a priority sales channel

It took some time to get the collaboration going between eWork and Kalle Wöhlk's consulting firm B-right. But this partnership has evolved so well that over the past year, six of B-right's 11 employees have been out on eWork assignments.

"To be honest, I was sceptical to start off with. We've got a very high competence profile and didn't want to sell ourselves too cheaply," remembers Kalle from his initial discussions with his contact at eWork.

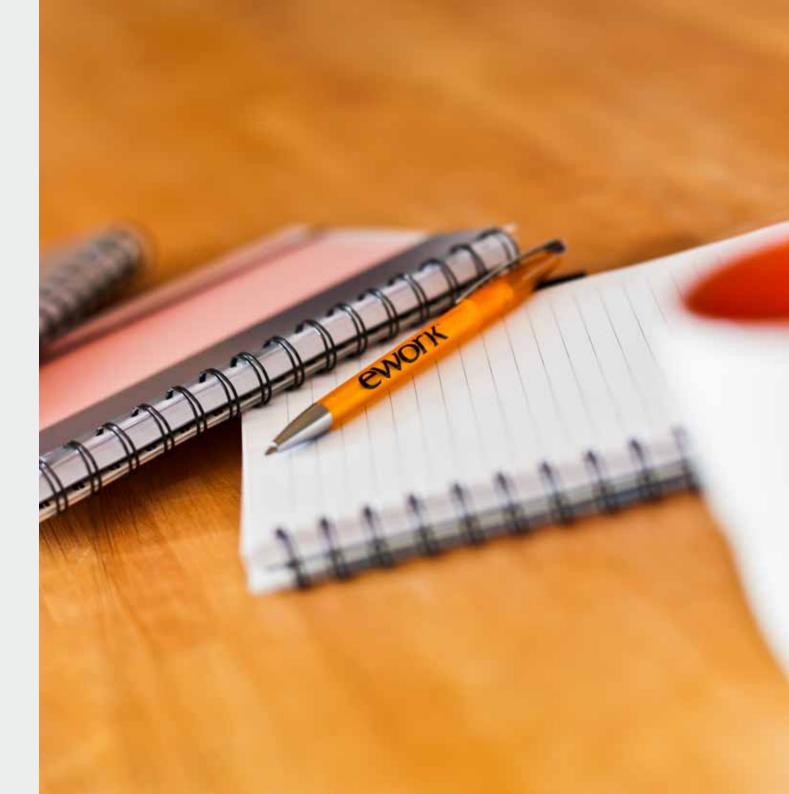
But Kalle no longer thinks eWork's margins are a problem. If anything, the opposite.

"eWork's got a good system for matching competence and assignments. When we were able to show what specialist assignments our consultants had executed, it wasn't as hard to justify our pricing," explains Kalle.

eWork has evolved from its beginnings as a potential alternative sales channel to be one of consulting firm B-right's primary channels for new assignments. Kalle Wöhlk heads up B-right and is one of its co-founders.

"I'm an entrepreneur who knows what assignment-related sales, marketing and management costs. eWork's model lets us concentrate on delivering and supplying competence, which is what we do best. That's why eWork is now a priority sales channel," says Kalle.

Advanced training and ongoing appraisals of consultant deliveries are important components of B-right's role of always offering the sharpest specialists.



# **Administration Report**

The Board of Directors and Chief Executive Officer of eWork Scandinavia AB (publ), corporate identity number 556587-8708, hereby submit the annual accounts and consolidated accounts for the financial year 2010.

#### OPERATIONS

eWork is a full-range consulting provider on the Nordic consulting market in IT, technology, telecom and business development.

eWork is the leader on the Nordic consulting broker market, which is an independent market segment. eWork cost-efficiently offers specialists who have the rights skills for a specific assignment to consulting purchasers and handles all administration relating to the assignment. eWork is also a strategic cooperation partner to companies in their work of streamlining and rationalising their use of consultants. Consultants who sell their services through eWork, particularly specialists that work in sole proprietorships and close companies, are offered new stimulating assignments.

eWork is the contracting party for both consulting purchaser as well as consultants. eWork Scandinavia AB is the parent company in the eWork Group. Business operations are conducted through the Swedish parent company as well as subsidiaries in Finland, Denmark and Norway. The head office is in Stockholm and local offices are situated in Gothenburg, Malmö, Linköping, Helsinki, Oslo, and Copenhagen. Within the framework of the business organisation, the operations are conducted within the seven skills segments testing, development, infrastructure, project management, business systems, business development and security.

#### SIGNIFICANT EVENTS IN THE YEAR

eWork continued its work on enhancing its customer offering, rationalising its business and improving services for consultants and consulting purchasers right through 2010. The rationalisation conducted in 2009 and 2010 mean the group can manage higher volumes with existing resources.

The group's customer offering was enhanced and its services clarified in conceptual terms under the Sourcing Management banner. New offerings were added, such as the Single Sourcing outsourcing service and complementary services like the Sourcing Advisory and Try and Hire consulting service.

The delivery organisation was further rationalised with aims including increasing its speed, accuracy and deal frequency from customer enquiries. A new electronic contract service was launched, eliminating the need for paper contracts. This electronic contract service radically rationalises contract management.

There were new hirings of strategic competences. New key positions include a Global Sourcing Director, Nordic Delivery Process Development Manager, Nordic Bid Manager, Sales Manager Nordic Strategic Accounts, and ten young trainees, primarily in sales.

In Sweden, progress was positive with rising invoicing and a sharp improvement in earnings. New business sales continued to increase and several framework agreements were signed, with private companies and public sector bodies, including the City of Gothenburg, Hertz, Hewlett Packard, Lantmännen, Volvo, TeliaSonera and the Swedish National Roads Administration. A new office was opened in Linköping, south west of Stockholm, in the year, which secured framework agreements with customers including the Municipality of Linköping and the Swedish Maritime Administration.

The price pressure affecting the Company in 2009 reduced in 2010 as the demand for consultants increased.

In Finland, sales and earnings increased for the full year, but in the first six months of 2010, sales reduced on 2009. The reason is that in terms of the business cycle, Finland lags the rest of the Nordic region, and accordingly, Finland's economic recovery came somewhat later.

Operations in Denmark improved significantly in the year. Sales in 2010 exceeded the 2009 numbers and the operating loss was halved. After fundamental organisational changes, this business made a new start in the year. The market was hesitant and competition intense early in the year, but market conditions improved in the fourth quarter. A consolidation trend was clear in Denmark in the year, with consulting purchasers choosing fewer and larger vendors.

Operations in Norway turned their negative sales trend in 2009 to positive progress in 2010. A high share of sales growth is sourced from takeover business, which make a lower contribution than standard business. This explains this operation's fairly low profitability despite increased net sales on the previous year. The share of standard business grew late in the year.

The number of framework agreements with customers grew, and was some 125 at year-end for the group as a whole. The number of registered consultants in eWork's database also grew and exceeded 50,000 at year-end. eWork has improved its prospects for continued growth through continued development of the service offering and completed consolidation of its organisation.

#### EMPLOYEES

There were 125 (104) employees at the end of the period, an increase of 20 percent compared with the start of the



year. 10 (10) of these were temporarily employed consultants. The increase is a result of accentuating demand for the Company's services during 2010. Consultants that are supplied are not employees of eWork and thus are not part of the group's staff.

eWork is continuing its efforts to become a company of equal opportunities and good educational standards. The division between the sexes in the Company was 61 percent women and 39 percent men. The number of female managers is continuing to increase. A number of training programs were conducted for Key Account Managers and other staff in sales positions in the year. In addition, a major leadership development program was launched in the year.

#### **RESEARCH AND DEVELOPMENT**

To consolidate eWork's positioning as a leading consulting vendor in IT, telecom, technology and business development, it conducts continuous development work to develop concepts and models for collaboration with consulting purchasers and consultants. There is no separate budget allocated to R&D and these costs are expensed continuously.

#### ENVIRONMENTAL IMPACT

The Board of Directors' judgment is that eWork's operations do not exert any significant environmental impact. However, eWork conducts active work on improving the environment in a way that is economically and commercially justifiable. The environmental work is carried on locally based on the particular conditions of each unit.



#### **NET SALES AND EARNINGS**

The group's net sales amounted to SEK 1,904 M (1,640), an increase of 16 percent.

Operating profit amounted to SEK 35.7 M (15.2), an increase of 135 percent, while at the same time, the operating margin expanded to 1.9 (0.9) percent. The earnings improvement is largely dependent on the cost savings completed in 2009, with the goal of saving SEK 20 M annualised. Expenses for permanent employees and other overheads reduced as planned. To a lesser degree, the cost reductions were offset by expansive initiatives decided in 2010 as a result of improved market conditions.

Profit after net financial items amounted to SEK 34.7M (15.5). The effective tax rate amounted to 24.2 (23.2) percent. Earnings per share amounted to SEK 1.57 (0.71).

#### **PROFITABILITY AND FINANCIAL POSITION**

The return on equity rose to 30.3 (14.0) percent, which is due to the sharp increase in profit for 2010. The group's net interest-bearing assets amounted to SEK 99.0 (104.3) M. The large cash holdings are a result of differences in due dates for incoming and outgoing payments.

The group's cash flow from operating activities amounted to SEK 11.6 M (14.1).

The working capital naturally varies during the year as a consequence of differences in the due dates of incoming and outgoing payments.

The equity/assets ratio amounted to 16.1 (18.4) percent on 31 December 2010. The lower equity/assets ratio is due to higher working capital as a consequence of higher sales.

#### THE PARENT COMPANY

The parent company's net sales amounted to SEK 1,394.5 M (1,185.1) for the financial year. Profit after financial items amounted to SEK 30.4 M (19.3). Profit after tax amounted to SEK 24.3 M (16.2). The parent company's shareholders' equity totalled SEK 87.1 M (75.0) on 31 December and the equity/assets ratio was 19.2 (21.4) percent.

The Swedish operations are conducted through the parent company, and as stated above, progress in Sweden was favourable in 2010. Demand for the Company's services increased compared to 2009, resulting in improved earnings. The cost-saving plan implemented within eWork has had a considerable positive impact on the results of operations in Sweden, since the great majority of this programme is in Sweden.

In relation to the parent company's future outlook as well as employees, research, development and environment, the same conditions apply for the parent company as described for the group above.

#### SHARE INFORMATION

At year-end, eWork had 16,724,600 outstanding shares. All shares carry one vote and represent an equal share in the Company's assets and profits. No treasury shares have been redeemed.

The Board proposes a dividend of SEK 1.15 (0.75) per share to the Annual General Meeting, amounting to SEK 19.2 M (12.5) in total, which corresponds to 79 percent of the profit after tax for the year 2010.

On December 31, 2010, the number of shareholders was

enory ND Rapport Synelsemöte Synelsemötravia Anti-Standinavia Anti-Standinavia

1,143. Three shareholders each hold more than 10 percent of the votes: Salénia with 23.1 percent, Magnus Berglind with 17.9 percent and Investment AB Öresund with 16.1 percent.

#### INCENTIVE PROGRAMME

At the Annual General Meeting 2010, the owners decided to introduce an incentive programme for all permanent staff of eWork. The aim is to retain committed and motivated employees who through the programme can share in the increase in value that the Company's personnel collectively create. The meeting resolved on the issue of a maximum of 750,000 warrants in total, each one giving entitlement to subscription of one share in the Company. The warrants are issued in three series (2009, 2010 and 2011) and form part of the same incentive programme. 250,000 options were issued in the first series (2009). Each option entitles the holder to subscribe for one share at a price of SEK 27.53 in the period 21 June-16 July 2012. The second series was implemented in 2010, when 165,000 options were issued. Each option entitles the holder to subscribe for one share at a price of SEK 34.96 in the period 20 June - 15 July 2013. The incentive programme corresponds to approximately 4.5 percent of the total number of outstanding shares. The warrants are subscribed on an arm's length basis.

#### ARTICLES OF ASSOCIATION AND CONTRACTUAL OBLIGATIONS

The articles of association state that the Board members shall be elected at the Annual General Meeting for the period until the next Annual General Meeting. The Board of Directors shall consist of not less than three and not more than eight ordinary members, with not more than eight deputy members. The Articles of Association do not contain any special stipulations on amendments to the Articles of Association. Swedish law applies to amendments of the Articles of Association, i.e. they must be supported by shareholders' meeting resolutions with a two-thirds (2/3) majority.

No individual agreement is of critical importance for eWork's overall operations. Nor is there any agreement between the Company and the members of the Board of Directors which prescribes compensation if they resign as a consequence of a public takeover bid.

#### **OTHER INFORMATION**

No acquisitions were carried out during 2010. No transactions between eWork and related parties significantly impacting the Company's financial position and results of operations have taken place. The Board's work is described under Corporate Governance, on page 26. For a description of the group's and the parent company's financial risks and sensitivity analysis, refer to Note 20.

The Annual General Meeting 2010 resolved to authorise the Board during the period until the next Annual General Meeting, on one or more occasions, to pass resolutions on new issues of shares, however, such issues may not result in the Company's share capital or number of shares exceeding the Company's maximum share capital or number of shares according to the articles of association in force on each date and cannot imply a dilution for existing shareholders of more than 10 percent. The Board on that occasion shall decide on issues with or without preferential rights for existing shareholders or with a provision regarding subscription in kind or set-off.

The Board's grounds for deviating from the shareholders' preferential rights shall be to facilitate acquisitions of entire or parts of companies and operations or in order to raise capital for expansion of the Company's operations or to cover the Company's working capital requirements in other respects.

If the Board resolves, in deviation from the shareholders' preferential rights, to issue new shares, the issue price shall be determined based on the market value of the Company's shares with, where applicable, such market discount which may be required to carry out the issue.

#### PRINCIPLES OF REMUNERATION FOR SENIOR MANAGERS

The Annual General Meeting 2010 resolved on the following guidelines for remuneration to senior managers: The senior managers of the Company are the Chief Executive Officer, Deputy Chief Executive Officer, Chief Financial Officer, Sales Manager, Chief Information Officer and Vice President of Human Resources??. Senior managers should be offered market-based overall compensation packages that ensure the right person may be hired and retained. Salary should take the individual's area of responsibility and experience into consideration. Remuneration should consist of basic salary (monthly salary), performance-related pay (bonus) and defined contribution occupational pension.



The bonus for the CEO will be determined annually by the Board. Remuneration to other senior managers is determined by the CEO. A bonus corresponding to 2.75 percent of the Company's profit before tax has been approved for the CEO. Bonuses for other senior managers vary between 0.24 and 0.47 percent of the Company's profit before tax. No maximum amount has been set for the bonus and this is not compliant with the Swedish Code of Corporate Governance. The Board conducts an annual review of remuneration principles for senior managers, and for 2011, has decided to propose continuing with the same principles as in 2010 at the AGM.

The retirement age is 65. In the event of termination by the Company, the CEO will be entitled to full salary and obligations in respect of occupational pension insurance for a twelve-month period. In the event of termination by the CEO, similar provisions apply for six months. The notice period for other senior managers varies between three and six months. Remuneration is paid during the notice period. No other agreements on termination benefits or other remuneration exist for the CEO or other senior managers.

The pension agreement for the CEO amounts to approximately SEK 26,000 and other senior managers follow the ITP plan.

The Board of Directors' proposal to the AGM 2011 regarding the guidelines and principles for remunerating the CEO and senior managers is unchanged from 2010.



#### SIGNIFICANT RISKS AND UNCERTAINTY FACTORS

Generally, eWork's significant business risks, for the group and the parent company, consist of reduced demand for consulting services, difficulties in attracting and retaining competent staff, credit risks, and to a lesser extent, currency risks. The company does not expect any material business risks for the coming six months.

#### **POST-BALANCE SHEET EVENTS**

No significant events occurred after the end of the reporting period.

#### PROSPECTS

The company's judgement in 2011 is as follows:

Market conditions are more positive than the previous year. The trend of customers carrying out cost-reducing measures such as consolidation of the number of suppliers is continuing. during the year. Demand for IT and business consultants is expected to continue increasing. eWork considers that it has the prospects of continuing to perform positively. eWork's structural capital is a positive contributor here in the form of a large and growing number of framework agreements, and a base of over 50,000 consultants. eWork is continuing to expand its product portfolio with supplementary offerings aimed at enhancing competitiveness and advancing relationships with existing customers.

The Board estimates that improved market conditions, jointly with operational reinforcements conducted, mean that eWork expects to outgrow the market and report



higher net sales and improved operating profit in 2011 compared to 2010.

### THE BOARD'S STATEMENT REGARDING THE PROPOSED DIVIDEND

The proposed dividend reduces the Company's equity/assets ratio to 15.6 percent and the group's equity/assets ratio to 13.2 percent. Considering that the Company's and the group's operations continue to be run with profitability, the equity/assets ratio is satisfactory. Liquidity in the Company and group is deemed to be maintainable on a satisfactory level.

#### PROPOSED DIVIDEND

The Annual General Meeting has at its disposal the following funds consisting of

Total	SEK 78,617,857
Net profit for the year	SEK 24,343,698
Retained earnings	SEK 5,976,901
Share premium reserve	SEK 48,297,258

The Board proposes that the profits and non-restricted reserves at the disposal of the Annual General Meeting should be allocated as follows:

Total	SEK 78,617,857
Of which to share premium reserve	SEK 48 ,297,258
Carried forward	SEK 59,384,567
16,724,600 * SEK 1.15 per share	SEK 19,233,290
To be distributed to shareholders	

# **Five-year summary**

Amounts in SEK '000	2010	2009	2008	2007	2006
Key ratios, Group					
Net sales	1,904,168	1,640,123	1,885,927	1,192,403	693,680
Operating profit EBIT	35,716	15,243	40,402	37,738	18,598
Profit before tax	34,712	15,492	41,931	39,091	18,819
Net profit for the year	26,328	11,901	29,951	27,906	13,015
Operating margin EBIT (%)	1.9	0.9	2.1	3.2	2.7
Profit margin (%)	1.8	0.9	2.2	3.3	2.7
Return on equity (%)	30.3	14.0	43.2	64.0	37.0
Balance sheet total	572,798	444,739	518,051	394,408	220,392
Shareholders' equity	92,036	81,957	88,497	50,183	36,928
Equity/assets ratio (%)	16	18	17	13	17
Liquid ratio (%)	118	120	119	114	120
Average number of employees	105	127	110	108	62
Net sales per employee	18,135	12,914	17,145	11,041	11,188
Key ratios, per share					
Equity per share, SEK	5.50	4.90	5.29	6.39	4.87
Earnings per share, SEK	1.57	0.71	1.79	3.55	1.72
Dividend per share, SEK	1.57	0.75	1.10	2.50	2.00
Number of shares, thousands	16,725	16,725	16,725	7,854	7,581
Average number of shares	16,725	16,725	13,589	7,722	5,285

#### DEFINITIONS

**Return on equity** Net profit for the year as a percentage of average equity.

**Shareholders' equity** Reported shareholders' equity.

#### Equity per share

Shareholders' equity at year-end divided by the number of shares at year-end.

#### Average number of employees

Average number of employees during the year

#### Net sales per employee

Net sales during the year divided by the average number of employees.

#### Earnings per share

Profit divided by weighted average of the number of shares during the year.

#### Operating margin, EBIT

Operating profit after depreciation and amortisation divided by net sales

#### Equity/assets ratio

Shareholders' equity and untaxed reserves (less deferred tax liability) as a percentage of the balance sheet total.

#### Profit margin

Profit before tax divided by net sales.



### **Corporate governance**

eWork Scandinavia AB (publ) is a Swedish public limited company with its registered office in Stockholm. The company conducts intermediation of consulting services within IT and business development. The company has been listed on Nasdaq OMX Stockholm since February 2010 and has 16,724,600 shares divided between approximately 1,200 shareholders. At the end of the year, eWork had 16,724,600 outstanding shares. All shares carry one vote and represent equal participation in the Company's assets and earnings. Three shareholders each have holdings exceeding 10% of the Company's shares, Salénia AB with 3,863,084 shares (23.1 percent), Magnus Berglind with 3,000,000 shares (17.9 percent) and investment AB Öresund, with 2,696,153 shares (16.1 percent).

The owners' governance of the Company and the group is based on the articles of association and the Swedish Companies Act as well as a number of Swedish and foreign laws and ordinances. eWork is obliged to apply the Swedish Code of Corporate Governance by virtue of its listing on Nasdaq OMX Stockholm. eWork adopted the Swedish Code of Corporate Governance from 2010 with certain instances of non-compliance (see 'Nomination Committee' and 'Remuneration Principles for Senior Managers' below).

#### ANNUAL GENERAL MEETING

The Annual General Meeting is the highest decision-making body in eWork, where the shareholders exercise their influence through discussions and resolutions. All shareholders who are listed in the share register five days prior to the Annual General Meeting are entitled to participate either personally or via proxy. The notice shall be given to the Company according to what is stated in the notice convening the Annual General Meeting.

eWork's Annual General Meeting shall be held in Stockholm within six months of the end of the financial year. The convening notice is published in Svenska Dagbladet and the Swedish Official Gazette and on the Company's website - www.ework.se. The Annual General Meeting elects the Company's Board of Directors and auditor and determines their fees. Furthermore, the Annual General Meeting adopts the annual accounts and resolves on appropriation of profits and discharge from liability for the Board of Directors and CEO. The Annual General Meeting also determines the form for how the Nomination Committee shall be appointed. At the Annual General Meeting 2010, shareholders representing 44 percent of the number of votes in the Company participated. All Board members were in attendance. The Annual General Meeting 2010 authorised the Board to decide on new issues of shares with or without preferential rights for existing shareholders.



#### NOMINATION COMMITTEE

The Nomination Committee's principal duty is to propose Board members, the Chairman of the Board and auditors and their fees in such a way that the Annual General Meeting can take well-founded decisions.

In non-compliance with the Swedish Code of Corporate Governance, until the present, the Nomination Committee of eWork has been appointed by the three largest owners, who are also Board members of the Company. The justification for this has been that eWork is a young, high-growth company whose initial success has been based on a strong entrepreneurial commitment from its founders and principal owners. A Nomination Committee has been appointed in accordance with this, comprising:

- Magnus Berglind, Chairman
- Staffan Salén (representing Salénia)
- Sven Hagströmer (representing Investment AB Öresund)

The Nomination Committee has access to the evaluation that the Board conducts of its work. The Nomination Committee's proposals are published in connection with the notice convening the Annual General Meeting and are also available on the Company's website. The Nomination Committee's mandate period extends until the appointment of a new Nomination Committee. Fees have not been paid for work in the Nomination Committee.



#### **BOARD OF DIRECTORS**

The Board's duty is to manage the Company's affairs in the best possible way and protect the interests of the shareholders in its work. According to the Articles of Association, the Company's Board of Directors should consist of a minimum of three (3) and a maximum of eight (8) ordinary members with a maximum of eight (8) deputies. If the Board of Directors consists of one or two members, at least one deputy should be appointed. Members and deputies are appointed yearly at the AGM for the period until the end of the next AGM. eWork's Board is composed



of seven ordinary members, who together, possess broad commercial, technological and communication expertise. The following persons were elected to the Board at the Annual General Meeting 2010:

#### CHAIRMAN OF THE BOARD

The Chairman of the Board leads the work of the Board and has a special responsibility to follow the Company's progress between Board meetings and to ensure than the members of the Board continually receive the information required to carry out a satisfactory job. The Chairman

#### COMPOSITION OF THE BOARD OF DIRECTORS NUMBER OF MEETINGS AND ATTENDANCE IN 2010 FOR EWORK SCANDINAVIA AB

Name	Function	Born	Elected	Independent	Attendance, %	Shares	Options
Staffan Salén	Chairman <sup>1</sup>	1967	2003	Yes <sup>2</sup>	100	3,863,084	-
Jeanette Almberg	Member	1965	2008	Yes	91	2,500	-
Magnus Berglind	Member	1970	2000	Yes <sup>2</sup>	100	3,000,000 <sup>3</sup>	-
Dan Berlin	Member	1955	2004	Yes	100	274,800	-
Sven Hagströmer	Member	1943	2006	Yes <sup>2</sup>	100	3,217,552	-
Claes Ruthberg	Member and CEO	1954	2006	No	100	667,200	37,745
Erik Törnberg	Member	1970	2006	Yes <sup>2</sup>	91	2,000	-

<sup>1</sup> Staffan Salén became Chairman of the Board of eWork Scandinavia AB in September. Sven Hagströmer resigned from the position as Chairman of the Board due to shortage of time but remains a Board member.

<sup>2</sup> Not affiliated to the company, however not independent of the company's owners.

<sup>3</sup> Through endowment insurance.



maintains contact with the CEO. Ahead of Board meetings, the Chairman and CEO ensure that the agenda and decision data are prepared and sent to members a week before each meeting. The Chairman also ensures that the Board's work is evaluated and that the Nomination Committee is provided with the results of the evaluation.

#### THE WORK OF THE BOARD OF DIRECTORS

During the financial year 2010, the Board held 11 recorded meetings, of which one was the statutory Board meeting in connection with the Annual General Meeting. The work of the Board follows rules of procedure, adopted annually at the statutory Board meeting.

The rules of procedure determine the division of responsibilities between the Board and the executive management, the responsibilities of the Chairman and the CEO, as well as the forms of financial reporting.

The CEO is a member of the Board and reports at Board meetings. The Board has appointed the group's CFO as secretary. The Board constitutes a quorum when at least four

members are present. At each scheduled Board meeting the previous minutes are discussed, as well as the operations since the previous meeting and the Company's financial position and earnings trend. The Board is continuously informed in writing about business operations and external questions that are of importance to the Company.



During 2010, the Board paid particular attention to the following questions:

- sales activities, growth and new markets
- cost trends in the Company
- employees and code of conduct (policy)
- market listing, stock exchange issues and visibility on the market
- internal processes

The Board also held an all-day meeting solely focused on the group's position and strategy. Management also participated in this meeting. The Board's work is evaluated annually. The Board dealt with the evaluation at a Board meeting in December 2010.

#### **DIRECTORS' FEES**

The Annual General Meeting 2010 resolved that the Chairman and members of the Board shall receive fees of SEK 76,875 each. No fees are payable to members employed by eWork. Total Directors' fees in eWork for 2010 amounted to SEK 461,000 (443,000).

#### AFFILIATION

The Board as a whole fulfils the requirement that at least two of the members elected by the Annual General Meeting should be independent in relation to the Company's principal owners. Of the Board members, only the CEO is part of the Company's management.



#### **REMUNERATION COMMITTEE**

The Remuneration Committee is composed of the Board, apart from the CEO, and has the task of consulting on the Board's proposals to the Annual General Meeting regarding guidelines for remuneration to the CEO and other senior managers. The CEO reports to the Committee, but does participate in questions that concern him. During the year, the committee's meetings have coincided with ordinary Board meetings.

#### AUDIT

The Audit Committee is composed of all members of the Board apart from the CEO. It is the Board's view that this is the most appropriate considering eWork's size and operations. The Audit Committee's meetings coincide with scheduled Board meetings. The Committee quality assures the Company's financial reporting by dealing with all critical accounting questions and the financial statements issued by the Company.

The Board is given the opportunity each year to give its views on the auditor's planning of the scope and focus of the audit in order to ensure insight and control. The auditors report their observations at the Board meeting in February after completed review of the internal control and accounts in the third quarter. In addition to this, the auditors are afforded the opportunity to attend Board meetings when the Board or auditors deems it necessary.



#### Auditor

The Annual General Meeting 2009 appointed auditing firm KPMG AB, with Authorised Public Accountant Carl Lindgren as auditor in charge for the period until and including the Annual General Meeting 2013, to audit the Company's accounts and the consolidated accounts and the administration of the Board and the CEO.

#### CEO AND MANAGEMENT

The President and CEO, Claes Ruthberg is responsible for the day-to-day business operations. The Board has prepared instructions for the CEO which clarify duties and responsibilities and the framework of the CEO's authority to represent the Company.

eWork's CEO has appointed a management, which apart from the CEO, consists of the Deputy CEO of HR, Marketing and Corporate Communication, the CFO, the Sales Manager, the CIO and Global Sourcing Director. The work of management is focused on addressing the market, sales, competence development and fundamental values as well as questions regarding strategy, monitoring results and business development.

Management's duties also include investments, overall projects, financial reporting, strategic communication as well as security and quality.







#### INTERNAL CONTROLS AND RISK MANAGEMENT

Internal controls should ensure that the Company's strategies and goals are followed up, and that shareholders' investments are protected. Internal governance is also intended to ensure that information to the stock market is reliable, relevant and consistent with generally accepted accounting practice, and that laws, ordinances and other requirements of listed companies are complied with group wide.

The Board of eWork has delegated practical responsibility to the CEO, who in turn, has allocated responsibility to the rest of management and to subsidiary managers. Governance activities appear throughout the group at all levels. Monitoring is an integrated component of ongoing management work.

The financial position and progress of the results of operations in eWork's business model are based on customer orders being matched against production expenses. Matching is conducted in eWork's proprietary order and project management system Pointbreak, where all assignments are recorded. Each individual revenue and expense item is reconciled against contracts registered in Pointbreak. Accrued revenues are verified by the customer before consulting expenses are accepted. Finally, transactions from Pointbreak are transferred to business accounting. For financial reporting, there are policies and guidelines in place, as well as automatic controls in the system, and a manual reasonability assessment of flows and amounts. Management regularly assesses which new financial risks and risks of misstatement have arisen in financial reporting.

The assessment is made with reference to transaction flows, staffing and control mechanisms. Focus lies on misstatements in financial reporting in respect of significant income statement and balance sheet items of high amounts as well as areas where is a risk of significant consequences in the event of possible errors. It is the Board's assessment that eWork's operations, with their current scope, and a specialist system on a well-known geographical market do not require a special audit function. The Board conducts a fresh review of this question each year.

The Board has adopted an information policy in order to ensure good capital market communication. It sets forth what should be communicated, by whom and how. The basis is that regular financial information is provided through:

- press releases regarding important and price-sensitive events
- Interim Reports and Year-end Report
- Annual Report

eWork's Board of Directors and management work in order to provide the Company's owners and the stock market with relevant and accurate information through openness and clarity.

## **Board of Directors**



Staffan Salén Born 1967 Chairman of the Board CEO of Salénia AB. Chairman of Amapola Flyg AB and Fredells Trävaru AB. Board member AB Sagax, Strand Kapitalförvaltning AB, Svenska Direktflyg AB et al. *Education:* Graduate in Business Administration *Shareholding:* The Salén family own 3,863,084 shares via Salénia AB *Elected:* 2003



Jeanette Almberg Born 1965 Board member Head of Operations SEB. *Education:* Graduate in Business Administration *Shareholding:* 2,500 *Elected:* 2008



Magnus Berglind Born 1970 Board member Partner of Innovationskapital. *Education:* Master's degree in Finance and Bachelor of Laws *Shareholding:* 3,000,000 (through endowment insurance) *Elected:* 2000



Dan Berlin Born 1955 Board member CEO of Dan Berlin Advisory AB. Chairman of TNG Group AB and Luciholding AB. Board member of To Find Out AB, TNG Studentbemanning AB, TNG Seniorbemanning AB and TNG Sverige AB. Education: Graduate engineer Shareholding: 274,800 Elected: 2004



Sven Hagströmer Born 1943 Board member Chairman of Investment AB Öresund, Avanza Bank AB and Klarna Holding AB. Board member of Insplanet AB. *Education:* Studies at Stockholm University *Shareholding:* 3,217,552 (privately and via Investment AB Öresund) *Elected:* 2006



Claes Ruthberg Born 1954 Chief Executive Officer since 2001 and Board member since 2006. Board member of all eWork's subsidiaries. Education: Graduate engineer Shareholding: 667,200 Holding of warrants: 37,745 Elected: 2006



Erik Törnberg Born 1970 Board member of Klarna Holding AB. Investment Manager at Investment AB Öresund. Education: Graduate in Business Administration Shareholding: 2,500 Elected: 2006



**Auditor** 

Carl Lindgren Authorised Public Accountant, KPMG AB KPMG AB and Carl Lindgren are members of FAR SRS (the institute for the accounting profession in Sweden).

## Management



Claes Ruthberg Born 1954 Chief Executive Officer since 2001 and Board member since 2006. See presentation of Claes Ruthberg under 'Board of Directors'.



Sofie König Born 1969 Deputy CEO, responsible for HR, Corporate Communication and Marketing *Education:* Graduate in Business Administration Shareholding: 120,000 Holding of warrants: 17,745 Employed: 2000



Magnus Eriksson Born 1969 Sales Manager *Education:* Graduate in Business Administration Shareholding: 300 Holding of warrants: 17,745 Employed: 2007



Ulf Henning Born 1955 Chief Financial Officer *Education:* Graduate in Business Administration *Shareholding:* 3,800 *Holding of warrants:* 37,745 *Employed:* 2007



Nils Keife Born 1972 Chief Information Officer *Education:* Graduate engineer *Shareholding:* 40,000 *Holding of warrants:* 22,745 *Employed:* 2001



Erik Thornberg Born 1973 Global Sourcing Director Education: Executive MBA, B.S. MIS Shareholding: 0 Holding of warrants: -Employed: 2010

## **Consolidated Statement of Comprehensive Income**

SEK '000 Note	1 January- 31 December 2010	1 January- 31 December 2009
Operating revenue		
Net sales 2 3	1,904,168	1,640,123
Other operating revenue 4	276	3,257
Total operating revenue	1,904,444	1,643,380
Cost of services sold	-1,738,523	-1,488,928
Gross profit	165,921	154,452
Operating costs		
Other external costs	-32,383	-34,025
Staff costs 5	-96,878	-104,255
Depreciation, amortisation and impairment of property, plant and equipment and intangible assets 10 11	-944	-929
Total operating costs	-130,205	-139,209
Operating profit 3 6 21	35,716	15,243
Profit from financial items		
Financial income	549	1,548
Financial expenses	-1,553	-1,299
Net financial income/expense 7	-1,004	249
Profit after financial items	34,712	15,492
Tax 8	-8,384	-3,591
Net profit for the year	26,328	11,901
Other comprehensive income		
Translation differences for the year on translation of		
foreign operations	-4,032	-724
Other comprehensive income for the year	-4,032	-724
Comprehensive income for the year	22,296	11,177

Note	1 January- 31 December 2010	1 January- 31 December 2009
Earnings per share 9		
before dilution (SEK)	1.57	0.71
after dilution (SEK)	1.57	0.71
The number of outstanding shares at the end of the reporting period		
before dilution (in thousands)	16,725	16,725
after dilution (in thousands)	16,758	16,725
Average number of outstanding shares		
before dilution (in thousands)	16,725	16,725
after dilution (in thousands)	16,737	16,725

### **Consolidated Statement of Financial Position**

SEK '000	Note	2010	2009
Assets			
Non-current assets			
Intangible assets	10	1,793	2,400
Property, plant and equipment	11	582	903
Non-current receivables	14	278	394
Deferred tax assets	8	3,388	3,909
Total non-current assets		6,041	7,606
Current assets			
Tax assets		1,120	3,170
Trade receivables	13	462,335	323,880
Prepaid expenses and accrued income	15	3,684	3,891
Other receivables	14	586	1,923
Cash and cash equivalents	16	99,032	104,269
Total current assets		566,757	437,133
Total assets		572,798	444,739

SEK '000	Note	2010	2009
Equity and liabilities			
Shareholders' equity	9 17		
Share capital	17	2,174	2,174
Other paid-up capital		54,259	53,932
Reserves	17	-3,718	314
Retained earnings including net profit for the period		39,321	25,537
Total equity	92,036	81,957	
Current liabilities			
Trade payables		454,576	333,097
Other liabilities	18	10,986	9,258
Accrued expenses and deferred income	19	15,200	20,427
Total current liabilities		480,762	362,782
Total equity and liabilities		572,798	444,739

#### Pledged assets and contingent liabilities, group

As of 31 December	2010	2009
Pledged assets	None	None
Contingent liabilities	None	None

## **Consolidated Statement of Changes in Equity**

SEKIOOO	Chang ganital		Translation records	Retained earnings including	Tatal anuity
SEK '000	Share capital	Other paid-up capital	Translation reserve	net profit for the year	Total equity
Opening equity, 1 January 2009	2,174	53,252	1,038	32,033	88,497
Comprehensive income for the year					
Net profit for the year				11,901	11,901
Other comprehensive income for the year			-724		-724
Transactions with equity holders of the group					
Premium paid when issuing warrants		680			680
Dividends				-18,397	-18,397
Closing equity, 31 December 2009	2,174	53,932	314	25,537	81,957

SEK '000	Share capital	Other paid-up capital	Translation reserve	Retained earnings including net profit for the year	Total equity
Opening equity, 1 January 2010	2,174	53,932	314	25,537	81,957
Comprehensive income for the year					
Net profit for the year				26,327	26,327
Other comprehensive income for the year			-4,032		-4,032
Transactions with equity holders of the group					
Premium paid when issuing warrants		327			327
Dividends				-12,543	-12,543
Closing equity, 31 December 2010	2,174	54,259	-3,718	39,321	92,036

# **Consolidated Statement of Cash Flows**

1

SEK '000	Note	1 January- 31 December 2010	1 January- 31 December 2009
Operating activities	24		
Profit before tax		34,712	15,492
Adjustment for items not included in cash flow		2,052	1,264
Income tax paid		-6,233	-20,323
Cash flow from operating activities before changes in working capital		30,531	-3,567
Cash flow from changes in working capital			
Increase (-) Decrease (+) in operating receivables		-136,912	72,724
Increase (+) Decrease (-) in operating liabilities		117,980	-55,017
Cash flow from operating activities		11,599	14,140
Investing activities			
Acquisition of property, plant and equipment		-19	-377
Acquisition of intangible assets		-	-520
Disposal of financial assets		115	-
Cash flow from investing activities		96	-897
Financing activities			
Share options scheme		327	680
Dividend paid to the parent company's owners		-12,543	-18,397
Cash flow from financing activities		-12,216	-17,717
Cash flow for the year		-521	-4,474
Cash and cash equivalents at beginning of year		104,269	109,765
Exchange difference		-4,716	-1,022
Cash and cash equivalents at end of year		99,032	104,269

# **Income Statement for the Parent Company**

SEK '000	lote	1 January- 31 December 2010	1 January- 31 December 2009
Operating revenue			
Net sales 2	3	1,394,467	1,185,139
Other operating revenue 2	4	7,937	8,240
Total operating revenue		1,402,404	1,193,379
Cost of services sold		-1,271,682	-1,079,962
Gross profit		130,722	113,417
Operating costs			
Other external costs 6 21	22	-23,953	-24,398
Staff costs	5	-77,124	-74,917
Depreciation, amortisation and impairment of property, plant and equipment and intangible assets	) 11	-835	-777
Total operating costs		-101,912	-100,092
Operating profit		28,810	13,325
Profit from financial items	7		
Profit from participations in group companies	23	4,701	5,588
Other interest income and similar profit/loss items		1,192	2,086
Interest expenses and similar profit/loss items		-4,335	-1,687
Profit after financial items		30,368	19,312
Tax	8	-6,024	-3,081
Net profit for the year *		24,344	16,231

\* Net profit for the year is consistent with comprehensive income for the year.

# **Balance Sheet for the Parent Company**

SEK '000	Note	2010	2009
Assets			
Non-current assets			
Intangible assets	10	1,793	2,400
Property, plant and equipment	11	350	522
Financial assets			
Participations in group companies	7 22	15,829	2,067
Other non-current receivables	14	51	51
Total financial assets		15,880	2,118
Total non-current assets		18,023	5,040
Current assets			
Trade receivables	13	331,622	240,716
Receivables from group companies	12	17,307	31,455
Tax assets		1,714	3,558
Other receivables	14	168	1,252
Prepaid expenses and accrued income	15	2,117	3,177
Cash and bank balances	16	82,468	65,847
Total current assets		435,396	346,005
Total assets		453,419	351,045

SEK '000	Note	2010	2009
Equity and liabilities			
Shareholders' equity	9 17		
Restricted equity			
Share capital (16,724,600 shares with quota value SEK 0.13)	17	2,174	2,174
Statutory reserve		6,355	6,355
Total restricted equity		8,529	8,529
Non-restricted equity			
Share premium reserve		48,297	47,971
Retained earnings		5,977	2,290
Net profit for the year		24,344	16,230
Total non-restricted equity		78,618	66,491
Total equity		87,147	75,020
Current liabilities			
Trade payables		347,990	258,049
Other liabilities	18	7,077	4,629
Accrued expenses and deferred income	19	11,205	13,347
Total current liabilities		366,272	276,025
Total equity and liabilities		453,419	351,045

### Pledged assets and contingent liabilities, parent company

As of 31 December	2010	2009
Pledged assets	None	None
Contingent liabilities	None	None

# **Statement of Changes in Equity for the Parent Company**

		Restricted eq	uity	Non-restricted equity			
SEK '000	Share capital	Share capital Statutory reserve Sha		Retained earnings	Net profit for the year	Total equity	
Opening equity, 1 January 2009	2,174	6,355	47,291	0	20,687	76,507	
Comprehensive income for the year							
Net profit for the year*					16,230	16,230	
Appropriation of profits				20,687	-20,687	0	
Premium paid when issuing warrants			680			680	
Dividends				-18,397		-18,397	
Closing equity, 31 December 2009	2,174	6,355	47,971	2,290	16,230	75,020	

		Restricted equity Non-restricted equity			Non-restricted equity		
SEK '000	Share capital	Statutory reserve	Share premium reserve	Retained earnings	Net profit for the year	Total equity	
Opening equity, 1 January 2010	2,174	6,355	47,971	2,290	16,230	75,020	
Comprehensive income for the year							
Net profit for the year*					24,344	24,344	
Appropriation of profits				16,230	-16,230	0	
Premium paid when issuing warrants			327			327	
Dividends				-12,543		-12,543	
Closing equity, 31 December 2010	2,174	6,355	48,298	5,977	24,344	87,148	

\* Net profit for the year is consistent with comprehensive income for the year.

# **Cash Flow Statement for the Parent Company**

SEK '000	Note	1 January- 31 December 2010	1 January- 31 December 2009
Operating activities	24		
Profit before tax		30,368	19,312
Adjustment for items not included in cash flow		2,208	1,384
Income tax paid		-4,180	-18,056
Cash flow from operating activities before changes in working capital		28,396	2,640
Cash flow from changes in working capital			
Increase (-) Decrease (+) in operating receivables		-74,615	42,998
Increase (+) Decrease (-) in operating liabilities		90,247	-50,232
Cash flow from operating activities		44,028	-4,594
Investing activities			
Shareholders' contribution paid		-13,761	-
Acquisition of property, plant and equipment		-56	-329
Acquisition of intangible assets		-	-520
Cash flow from investing activities		-13,817	-849
Financing activities			
Share options scheme		327	680
Dividend paid to the parent company's owners		-12,543	-18,397
Cash flow from financing activities		-12,216	-17,717
Cash flow for the year		17,995	-23,160
Cash and cash equivalents at beginning of period		65,848	89,614
Exchange difference		-1,375	-607
Cash and cash equivalents at end of year		82,468	65,847

## **Notes**

### NOTE 1 Significant accounting policies

### Conformity with standards and statutes

The consolidated accounts have been prepared in accordance with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) as endorsed by the EU. In addition, the Swedish Financial Reporting Board's recommendation RFR 1, Supplementary Accounting Rules for Groups is applied.

The parent company applies the same accounting policies as the group except in the instances described below in the section "Parent company's accounting policies".

The annual accounts and the consolidated accounts were approved by the Board of Directors for publication on March 31, 2011. The Consolidated Statement of Comprehensive Income, Statement of Financial Position and the parent company's Income Statement and Balance Sheet are subject to adoption by the Annual General Meeting on May 2, 2011.

### Assessments and estimates in the financial statements

Preparation of financial statements in conformity with IFRS requires the Company management to make estimates and assumptions that affect the application of the accounting policies and the recognised amounts of assets, liabilities, revenue and expenses. Actual outcomes can deviate from these estimates and assessments.

Estimates and assumptions are reviewed regularly. Changes in estimates are recognised in the period in which they arise if the change affects that period alone or, alternatively, in the period in which they arise and during future periods if the change affects both the period in question and future periods.

Assumptions made by management in the application of IFRS that have a material impact on the financial statements and estimates which may give rise to significant adjustments in next year's financial statements are presented in more detail in Note 26.

### Basis of measurement used in the preparation of the financial statements

Assets and liabilities are recognised at historical cost.

### Functional currency and presentation currency

The parent company's functional currency is the Swedish krona, which is also the presentation currency for the parent company and the group. This means that the financial statements are presented in Swedish kronor. All amounts are rounded off to the nearest thousand, unless otherwise stated.

### Significant accounting policies applied

The accounting policies set out below, with the exceptions described in detail, have been applied consistently in all periods presented in the group's financial statements. In addition, the group's accounting policies have been applied consistently by the group's companies

### Amended accounting policies

The amended accounting policies applied by the group from January 1, 2010 are described below. Other amendments of IFRS effective from 2010 have not had any material impact on the consolidated accounts.

The revised IFR S3 *Business Combinations* and amended IAS 27 *Consolidated and Separate Financial Statements* did not cause any amendments to the accounting policies because no business combinations were conducted in the year and all subsidiaries are wholly owned.

### New IFRS and interpretations that have not yet started to apply

The following amendments of accounting policies with future application are not judged to have any effect on the consolidated accounts:

- Amendment of IAS 12 Income Taxes in respect of measuring tax on investment property. The amendment of IAS 12, is not yet endorsed by the EU, and accordingly, may not be applied in the EU. The amendment is not judged to affect the group.
- Amendments of IAS 24 Related Party Disclosures, mainly with respect to disclosures for state-controlled entities, but also regarding the definition of a related party.
- Amendments of IAS 32 Financial Instruments: Presentation in respect of classifying new share issues
- Amendments of IFRS 7 Financial Instruments: Disclosures in respect of new disclosure requirements for financial assets wholly or partially derecognised
- IFRS 9 Financial instruments, which is intended to replace IAS 39 Financial Instruments: Recognition and Measurement by 2013. IFRS 9 has not yet been endorsed by the EU, and accordingly, may not be applied in the EU. The effect on the group is judged not to be material.
- Amendments of IFRIC14 IAS 19-Limitations of a Defined-benefit Asset, Minimum Funding Requirements and their Interaction with regards to advance payments to cover minimum funding requirements
- IFRIC 19 Extinguishing Financial Liabilities with Equity Instruments
- Annual improvements of IFRS that are not already applicable, mainly among those published in May 2011

### Classification, etc.

Essentially, non-current current assets and non-current liabilities consist of amounts expected to be recovered or paid after more than 12 months of the reporting date. Essentially, current assets and current liabilities are amounts expected to be recovered or paid within 12 months of the reporting rate.

### Operating segment reporting

An operating segment is a part of the group that conducts business from which it can generate revenues and incur costs, and for which separate financial information is available. The results of the operating segment are also monitored by the Company's chief operating decision-maker to evaluate results, and to be able to allocate resources to operating segments. See Note 3 for more information on the allocation and presentation of operating segments.

### **Consolidation principles**

#### Subsidiaries

Subsidiaries are companies under the controlling influence of eWork Scandinavia AB. Controlling influence means a direct or indirect right to formulate a company's financial and operational strategies with the aim of obtaining economic rewards. On assessment of whether a controlling influence exists, potential voting shares that can be exercised or converted without delay are considered.

Subsidiaries are accounted for according to the purchase method. The method means that acquisition of a subsidiary is treated as a transaction by which the group indirectly acquires the subsidiary's assets and assumes its liabilities and contingent liabilities. The consolidated historical cost is determined through a purchase price allocation in connection with the acquisition. The analysis determines the cost of acquisition of the shares or the entity, as well as the fair value at the date of acquisition of the identifiable assets acquired and liabilities and contingent liabilities assumed. The cost of acquisition of the shares in the subsidiaries and entity as the case may be. is measured as the total of the fair values of the assets given on the date of acquisition, liabilities incurred or assumed and equity instruments issued as consideration in exchange for the acquired net assets. Transaction expenses attributable to business combinations until 2009 inclusive are included in cost, while transaction expenses attributable to business combinations from 2010 onwards are recognised in net profit or loss. In business combinations where the cost exceeds the fair value of the acquired assets and assumed liabilities as well as contingent liabilities that are recognised separately, the difference is recognised as goodwill. When the difference is negative,

this is recognised directly in net profit for the year. The subsidiaries' annual accounts are included in the consolidated accounts from and including the date of acquisition until the date where the controlling influence ceases.

### Transactions eliminated on consolidation

Intragroup receivables and liabilities, revenues or expenses, and unrealised gains or losses arising from intragroup transactions, are eliminated in their entirety on preparation of the consolidated accounts. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that no impairment need exists.

#### Foreign currency

### Transactions in foreign currency

Transactions in foreign currencies are translated to the functional currency at the exchange rate ruling on the transaction date. The functional currency is the currency of the primary economic environments in which the companies conduct their operations. Monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at the rates of exchange ruling on the reporting date. Exchange differences arising on translations are recognised in net profit for the year. Non-monetary assets and liabilities that are recognised at historical cost are translated at the exchange rate prevailing on the transaction date. Non-monetary assets and liabilities that are recognised at fair value are translated to the functional currency at the rate prevailing at the date of fair value measurement.

### Financial statements of foreign operations

Assets and liabilities in foreign operations, including goodwill and other goodwill/negative goodwill arising on consolidation, are translated from the foreign operation's functional currency to the group's presentation currency, Swedish krona, at the rates of exchange ruling on the reporting date. Income and expenses in a foreign operation are translated to Swedish kronor at an average rate that represents an approximation of the rates of exchange ruling on the dates of each transaction. Translation differences arising on currency translation of foreign operations are recognised in other comprehensive income and accumulated in a separate component in equity, referred to as a translation reserve. When a foreign operation is disposed of or sold, the accumulated translation differences attributable to the operation are reclassified from the translation reserve in equity to net profit for the year.

The company has opted to value accumulated translation differences attributable to foreign operations at zero at the time of adoption of IFRS.

### Revenues

### Sales of services

eWork's turnover consists of sales made on open account terms. Sales are recognised in the period in which the service is rendered.

### Leases

### Operating leases

Lease arrangements are classified either as financial or operating leases. Finance leases exist when the economic risks and rewards associated with ownership have been essentially transferred to the lessee. When this is not the case, it is a matter of operating leasing. The company only has operating leases.

Operating lease charges are expensed in the periods in which they arise.

### Financial income and expenses

Financial income consists of interest income on invested funds and dividend income. Interest income on financial instruments is recognised according to the effective

interest method (see below). Income from dividends is recognised when the right to receive payment is established. The gain from a disposal of a financial instrument is recognised when the risks and rewards associated with the ownership of the instrument are transferred to the purchaser and the group no longer exercises control over the instrument.

Financial expenses consist of interest costs on borrowings and impairment of financial assets. All borrowing costs are recognised in profit and loss by using the effective interest method irrespective of how the borrowed funds have been deployed.

Exchange gains and exchange losses are recognised net.

The effective interest rate is the interest rate that discounts the estimated future incoming and outgoing payments during a financial instrument's expected term to the net carrying amount of the financial asset or liability. The measurement includes all fees paid or received by the contracting parties that are a part of the effective interest rate, transaction costs and all other premiums or discounts.

#### Taxes

Income taxes consist of current tax and deferred tax. Income taxes are recognised in net profit for the year except when underlying transactions are recognised in other comprehensive income or in equity, at which the associated tax effect is recognised in other comprehensive income or in equity.

Current tax is tax that shall be paid or received in respect of the current year, using the tax rates which have been enacted or substantively enacted on the reporting date. Adjustments of current tax attributable to prior periods are also part of current tax.

Deferred taxes are estimated in accordance with the liability method, based on temporary differences between the tax bases of assets and liabilities and their carrying amounts. Temporary differences are not taken into consideration in goodwill on consolidation for differences arising on first-time reporting of goodwill nor on the initial recognition of assets and liabilities that are not business combinations and which at the transaction date did not affect reported or taxable profit or loss. Furthermore, temporary differences are not taken into consideration that are attributable to participations in subsidiaries that are not expected to be reversed within the foreseeable future. The measurement of deferred tax is based on how the underlying assets or liabilities are expected to be realised or settled.

Deferred tax is measured using the tax rates and tax regulations that are enacted or substantively enacted on the reporting date. Deferred tax assets in respect of deductible temporary differences and loss carry-forwards are only recognised to the extent that it is probable that these can be utilised. The value of deferred tax assets is reduced when it is no longer considered probable that they can be utilised.

Any additional income tax arising on dividends is recognised at the same time as the dividend is recognised as a liability.

### **Financial instruments**

Financial instruments on the asset side that are recognised in the Statement of Financial Position include cash and cash equivalents and trade receivables. Trade payables are found on the liability side.

Recognition and de-recognition from the Statement of Financial Position A financial asset or financial liability is carried in the Statement of Financial Position when the Company becomes a party under the commercial terms of the instrument. Trade receivables are carried in the Statement of Financial Position when the invoice has been sent. Liabilities are carried when the counterparty has performed and there is a contractual obligation to pay, even if the invoice has not yet been received. Trade payables are carried when the counterparty has performed their obligation to submit a time sheet. The group has chosen this method in order for trade payables and trade receivables to match.

A financial asset is de-recognised from the Statement of Financial Position when the contractual rights are realised, expire or the Company no longer has control over them. The same rule applies for part of a financial asset. A financial liability is de-recognised from the Statement of Financial Position when the contractual liability is discharged or otherwise expires. The same rule applies for part of a financial liability. A financial asset and a financial liability are offset and recognised as a net amount in the Statement of Financial Position only when there is a legal offset right and there is an intention to settle the items with a net amount or to simultaneously realise the asset and settle the liability.

Acquisition and disposal of financial assets are recognised on the transaction date, which represents the day when the Company committed to acquire or dispose of the asset.

Financial instruments are initially recognised at acquisition cost corresponding to the instrument's fair value with allowance for transaction expenses. A financial instrument is classified on initial recognition based on the purpose for which the instrument was acquired, among other things. The classification determines how the financial instrument is measured after the initial reporting date, as described below.

### Classification and measurement

Cash and cash equivalents consist of cash in hand and directly accessible balances at banks and similar institutions.

Blocked funds and deposits that the Company does not have the right of disposition over are classified as non-current receivables.

Loans and receivables are financial assets that are not derivative instruments, which have fixed or determinable payments and which are not quoted on an active market. These assets are measured at amortised cost. Amortised cost is determined on the basis of the effective rate measured at the date of acquisition. Receivables are recognised at the amount which is expected will be received, i.e. less doubtful receivables.

### Other financial liabilities

Borrowings and other financial liabilities, e.g. trade payables, are included in this category. The liabilities are measured at amortised cost. Which category the group's financial assets and liabilities belong to is stated above.

### Property, plant and equipment

### Assets owned

Property, plant and equipment are recognised in the group at cost less accumulated depreciation and any impairments. The purchase price is included in the cost as well as expenses directly attributable to the asset in order to bring it to the location and in condition to be used in accordance with the aim of the purchase. The accounting policies for impairment are shown below.

The carrying amount of an item of property, plant and equipment is removed from the Statement of Financial Position on retirement or disposal or when no future economic rewards can be expected from use or retirement/ disposal of the asset. Gains or losses arising from disposal or retirement of an asset consist of the difference between the selling price and the asset's carrying amount less directly related selling expenses. Gains and losses are recognised as other operating revenue/expenses.

### Additional costs

Additional expenditure is added at cost only if it is probable that the future economic benefits associated with the asset will flow to the Company and the cost can be measured in a reliable way. All other additional expenditure is recognised as a cost in the period in which it arises.

### Depreciation methods

Depreciation takes place on a straight-line basis over the estimated useful life of the asset.

The estimated useful life of equipment, tools, fixtures and fittings is 5 years. Depreciation methods used, residual values, and useful lives are reviewed at the end of each year.

### Intangible assets

### Intangible assets

Intangible assets that were acquired by the group are software as well as time invested to put these programmes into operation and are recognised at cost less accumulated amortisation (see below) and impairments (see accounting policies).

Costs incurred for internally generated goodwill and internally generated trademarks are recognised in net profit for the year when the cost arises.

### Additional costs

Additional costs for capitalised intangible assets are recognised as an asset in the Statement of Financial Position only when they increase the future economic rewards for the specific asset to which they relate. All other costs are expensed as they arise.

### Amortisation methods

Amortisation is recognised in net profit for the year on a straight-line basis over the estimated useful lives of the intangible assets, provided such useful lives are determinable. The useful lives are reviewed at least on an annual basis. Goodwill and other intangible assets with indeterminable useful lives or that are not yet ready to use are subject to impairment tests yearly, and additionally, as soon as indications arise suggesting that the asset in question is impaired. Intangible assets with determinable useful lives are amortised from the date when they are available for use. The estimated useful life for software and related capitalised work is 5 years. The useful lives are reviewed every year.

### Impairments

The group's recognised assets are assessed on each reporting date in order to determine whether they are impaired. IAS 36 is applied in respect of impairments of other assets than financial assets which are recognised according to IAS 39. For deferred tax receivables the carrying amounts are estimated according to IAS 12.

### Impairment

The company assesses on each reporting date whether there is objective evidence that an impairment need exists in relation to an asset or group of assets. Objective evidence consists partly of observable circumstances that occurred and which have a negative impact on the possibility to recover the cost, and partly of a significant or protracted decline in the fair value of an investment in a financial investment classified as a financial asset held for sale.

If there are indications of impairment for a non-current asset, the asset's recoverable amount is measured. The recoverable amount is the greater of net realisable value and value in use. The value in use is an estimate of future cash flow discounted by a rate of interest that considers the risk of

the specific asset. If the value in use is less than the carrying amount, an impairment is made to the recoverable amount which is charged to net profit for the year.

### Reversal of impairment losses

An impairment of assets included within the scope of IAS 36 is reversed if there is an indication that an impairment need no longer exists and a change has occurred in the assumptions that provided the basis for the measurement of the recoverable amount. A reversal is only made to the extent that the carrying amount of the asset after reversal does not exceed the carrying amount that would have been recognised, less amortisation where appropriate, if no impairment had been made.

### Payment of capital to the owners Redeemed treasury shares

Purchase of treasury shares is recognised as a deduction from equity. The proceeds from disposal of such equity instruments are recognised as an increase in equity. Any transaction expenses are recognised directly against equity.

### Dividends

Dividends are recognised as liabilities after the Annual General Meeting has approved the dividend.

### Earnings per share

The calculation of earnings per share is based on the group's net profit for the year attributable to equity holders of the parent and on the weighted average number of shares in issue during the year. In the calculation of earnings per share after dilution, profit or loss and the average number of shares are adjusted to take account of the effect of dilutive potential ordinary shares, which arise from warrants granted to employees, during the presented periods. Dilution from warrants affects the number of shares and only arises when the exercise price is lower than the share price and naturally the greater the difference between the exercise price and the share price the greater the dilutive effect.

#### Employee benefits

#### Defined contribution pension plans

The pension plans where the Company's obligations are limited to the contributions that the Company has undertaken to pay are classified as defined contribution pension plans. In such cases the size of the employee's pension depends on the contributions that the Company pays to the plan or to an insurance company and the return on capital that the contributions generate. Consequently, it is the employee who bears the actuarial risk (that the payments will be lower than expected) and the investment risk (that

the invested assets will be insufficient to provide the expected payments). The company's obligations in respect of defined contribution plans are recognised as an expense in the net profit for the year as they are vested by employees rendering services for the Company during a period. There are no defined benefit plans.

### Short-term benefits

Short-term benefits are measured without discounting and is recognised as a cost when the related services are received.

A provision is recognised for the expected cost of bonus payments when the group has a current legal or informal obligation to make such payments as a result of services received from employees and the obligation can be reliably measured.

### Parent company's accounting policies

The parent company has prepared its annual accounts according to the Swedish Annual Accounts Act (1995:1554) and the Swedish Financial Reporting Board's recommendation, RFR 2 Accounting for Legal Entities. Statements issued by the Swedish Financial Reporting Board for listed companies are also applied. RFR 2 means that the parent company in the annual accounts for the legal entity must apply all EU-endorsed IFRS and statements whenever possible within the framework of the Swedish Annual Accounts Act, the Swedish Pension Obligations Vesting Act and taking into account the relationship between accounting and taxation. The recommendation states which exemptions from and supplements to IFRS should be utilised.

### Classification and format

The parent company's income statement and balance sheet are prepared according to the Swedish Annual Accounts Act's layout. These statements differ from the terminology, formats and classifications in IAS 1.

### Subsidiaries

Participations in subsidiaries are reported in the parent company in accordance with the purchase method.

This means that transaction expenses are included in the carrying amount of holdings in subsidiaries.

In the consolidated accounts, transaction expenses are recognised directly in profit or loss as they arise.

### Shareholders' contribution for legal entities

The company reports shareholders' contributions in accordance with the Swedish Financial Reporting Board's statement, UFR 2. Shareholders' contributions are carried directly against equity for the recipient and capitalised in shares and participations by the grantor, to the extent that impairment is not required.

### NOTE 2 Revenue allocation

All revenue in the group and the parent company relates to sales of services. No other classification is made. For distribution per country, see Note 3. For other operating revenue, see Note 4.

### NOTE 3 Segment reporting

The group's operations are divided into operating segments based on the parts of operations monitored by the company's chief operating decision-maker, known as the management approach.

The group's operations are organised so that group management monitors the results of operations, returns and cash flow generated by the various companies of the group. Each operating segment has a manager who is responsible for operations and who regularly reports the outcome of the operating segment's performance and resource requirements to group management.

THE GROUP'S OPERATING SEGMENTS

#### Information about major customers

During 2009 and 2010, the group had no customer that accounted for more than 10% of sales.

THE GROUP'S OPERATING SEGMENTS								To	otal			
	Swe	eden	Finl	and	Denr	mark	Nor	way	Elimir	nation	conso	lidated
SEK '000	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009
Revenue from												
customers	1,394,467	1,188,290	284,229	262,650	80,962	75,217	144,510	116,224			1,904,168	1,643,380
Segment profit/loss	35,776	18,044	9,598	7,841	-3,663	-6,979	970	1,057			42,681	19,963
Group-wide costs											-5,966	-4,719
Operating profit											35,716	15,243
Financial items, net											-1,004	249
Profit before tax											34,712	15,492
Assets	453,419	351,045	82,542	63,538	28,820	25,431	41,152	38,246	-33,135	-33,552	572,798	444,739
Liabilities	366,272	276,025	71,319	52,619	23,360	31,026	37,117	34,566	-17,306	-31,455	480,762	362,782

The segments are the same as the operations and conduct sales of consultants principally within the IT sector.

The operating segments' results of operations, assets and liabilities include directly attributable items and other items have been allocated to segments in a reasonable and reliable manner. The recognised items in the operating segments' results, assets and liabilities are measured in accordance with the results of operations, assets and liabilities monitored by the Company's chief operating decision-maker and conform to the group's definitions.

Inter-company transfer prices between different operating segments are set based on the "arm's length" principle i.e. between parties that are independent of each other, well-informed and with an interest that the transactions are completed.

### NOTE 4 Other operating revenue

	Gr	oup	Parent company		
SEK '000	2010	2009	2010	2009	
Management fee Insurance compensation	-	- 148	7,705	5,089 148	
Seminar Exchange gains on receivables/liabilities of	232	-	232	-	
an operating character	44 <b>276</b>	3,109 <b>3,257</b>	- 7,937	3,003 <b>8,240</b>	

### NOTE 5 Employees, staff costs and remuneration to senior managers

### Costs for employee benefits

Group		
SEK '000	2010	2009
Salaries and benefits, etc.	67,093	75,819
Pension expenses, defined contribution plans	5,101	6,680
Social security contributions	18,143	18,618
	90,337	101,117

### Salaries and other benefits divided between senior managers and other employees and social security contributions for the parent company

		2010			2009			
SEK '000	Senior managers (6 people)	Other employees	Total	Senior managers (6 people)	Other employees	Total		
Salaries and other benefits	6,740	44,902	51,642	5,685	45,489	51,174		
(of which bonus and similar)	1,592	6,231	7,823	742	5,233	5,975		
Social security contributions of which pension expenses	3,080	17,700	20,780	2,971	18,140	21,111		
	818	2,743	3,561	869	3,179	4,048		

### Average number of employees

	2010	of which men	2009	of which men
Parent company Sweden	82	32	89	42
Total parent company	82	32	89	42
Subsidiaries				
Finland	11	3	19	6
Denmark	6	1	10	3
Norway	5	3	9	5
Total in subsidiaries	22	7	38	14
Group total	104	39	127	56

### Division between men and women in management

Percent	31 Dec. 2010 Share of women	31 Dec. 2009 Share of women
Parent company		
Board of Directors	14.3	14.3
Other senior managers	33	33
Group total		
Board of Directors	10.0	9.5
Other senior managers	33	33

### Salaries and other benefits to senior managers, parent company

SEK '000	Basic salary, Directors' fees	2010 Performance- related pay	Pensions- expense	Total	Basic salary, Directors' fees	2009 Performance- related pay	Pensions expense	Total
Chairman of the Board, Sven Hagströmer <sup>1</sup> Remuneration from parent company	-	-	_	-	75	-	-	75
Members of the Board <sup>2</sup> (All Members received the same remuneration) Remuneration from parent company	300	-	-	300	368	-	-	368
<b>CEO, Claes Ruthberg</b> Remuneration from parent company	1,071	960	323	2,354	1,090	368	315	1,773
Deputy CEO, Sofie König Remuneration from parent company	854	125	100	1,079	830	70	122	1,022
<b>Other senior managers</b> (4 people) Remuneration from parent company	3,223	507	395	4,125	3,023	304	432	3,759

<sup>1</sup> Sven Hagströmer resigned as Chairman of the Board in September 2010 to continue as an ordinary Board member. Staffan Salén was appointed Chairman.

<sup>2</sup> Members of the Board 2010: Jeanette Almberg, Magnus Berglind, Dan Berlin, Staffan Salén, Erik Törnberg. Members of the Board 2009: Jeanette Almberg, Magnus Berglind, Dan Berlin, Staffan Salén, Erik Törnberg.

### Sickness absence, parent company

Percent	2010	2009
Total sickness absence as a share of regular working hours Share of the total sickness absence that	2.13	2.08
relates to continuous sickness absence of 60 days or more	0.00	0.00
Sickness absence as a share of each group's regular working hours Sickness absence divided between men and women:		
Men	1.00	0.86
Women	2.82	2.94
Sickness absence divided by age group: Age 30–49	2.54	2.15

There are fewer than 10 employees in the other age categories, and accordingly no information is presented.

### NOTE 6 Audit fees and reimbursements

	G	roup	Parent of	company
SEK '000	2010	2009	2010	2009
KPMG				
Audit assignment	405	405	325	325
Auditing over and above audit assignment	179	100	179	100
Other	9	302	9	302
Nexia OY				
Audit assignment	50	50	0	0

### NOTE 7 Net financial income/expense

Group	0010	
SEK '000	2010	2009
Interest income	549	857
Exchange rate fluctuations	-	691
Financial income	549	1,548
Other interest expenses	-142	-411
Exchange rate fluctuations	-1,411	-888
Financial expenses	-1,553	-1,299
Net financial income/expense	-1,004	249

### Profit from participations in group companies

Parent company		1
SEK '000	2010	2009
Dividends	4,701	5,588
	4,701	5,588

Parent company		
SEK '000	2010	2009
Interest income, group companies	738	1,373
Interest income, other	454	713
Financial income	1,192	2,086
Interest expenses	-57	-392
Of which group companies	-	-
Of which other	-57	-392
Net exchange rate fluctuations	-4,278	-1,295
Financial expenses	-4,335	-1,687
Net financial income/expense	-3,143	399

### NOTE 8 Taxes

	Gr	oup	Parent of	company
SEK '000	2010	2009	2010	2009
Current tax expense (-) [/tax revenue (+)]	-9,263	-6,180	-6,903	-3,699
Adjustment of tax attri- butable to previous years Deferred tax revenue in	879	618	879	618
tax loss carry-forwards capitalized in the year	-	1,971	-	-
Total recognised tax expense	-8,384	-3,591	-6,024	-3,081

### Reconciliation of effective tax

	2010			2009
Group	%	SEK '000	%	SEK '000
Profit before tax Weighted average		34,712		15,492
tax rates	26.4	9,649	26.3	4,098
Non-deductible expenses	0.4	172	0.7	111
Increase in loss carry- forwards without corresponding capitali-				
sation of deferred tax	1.6	-558	0.0	-
Tax attributable to previous years Recognised effective tax	-2.5 24.2	-879 8,384	-4.0 23.2	-618 3,591

### Reconciliation of effective tax

	2010			2009
Parent company	%	SEK '000	%	SEK '000
Profit before tax		30,368		19,312
Tax at current tax rate	26.3	7,986	26.3	5,079
for parent company Non-deductible expenses	20.5 0.5	153	20.5	5,079 90
Non-taxable revenue	-4.1	-1,236	-7.6	-1,470
Tax attributable to previous years	-2.9	-879	-3.2	-618
Recognised effective tax	19.8	6,024	16.0	3,081

### Note 8 cont.

Recognised in Consolidated Statement of Financial Position Deferred tax assets and liabilities

### Recognised deferred tax assets

Deferred tax assets relate to the following:

Group	Deferred tax assets		
SEK '000	2010	2009	
Loss carry-forwards Tax assets/liabilities, net	3,388 3,388	3,909 3,909	

### Change of deferred tax in temporary differences and loss carry-forwards, group

SEK '000	Balance Recognised as at 1 Jan in net profit 2010 or loss		Translation differences	Balance as at 31 Dec 2010
Loss carry-forward	3,909	-12	-509	3,388
	3,909	-12	-509	3,388

SEK '000		Recognised in net profit or loss	Translation differences	Balance as at 31 Dec 2009
Loss carry-forward	2,104	1,971	-166	3,909
	2,104	1,971	-166	3,909



### Earnings per share for total operations (continuing and discontinued operations)

	Before dilution		After dilution	
SEK	2010	2009	2010	2009
Earnings per share	1.57	0.71	1.57	0.71

The amounts used numeration and denomination are shown below.

### Earnings per share before and after dilution

SEK '000	2010	2009
Net profit for the year	26,327	11,901

### Weighted average number of outstanding ordinary shares, before dilution

Shares, thousands	2010	2009
Total number of outstanding shares at 1 January	16,725	16,725
Total number of outstanding shares at 31 December	16,725	16,725
Weighted average number of ordinary shares during the year, before dilution	16,725	16,725

### Weighted average outstanding number of ordinary shares, after dilution

Shares, thousands	2010	2009
Weighted average number of ordinary shares during the year, before dilution Effect of options	16,725 12	16,725 -
Weighted average of the number of ordinary shares during the year, after dilution	16,737	16,725

### Instruments that may create future dilution effects and changes after the reporting date

In 2010, the Company had one outstanding warrant program whose exercise price (SEK 34.96 per share) exceeded the average share price (SEK 29.00 per share). Accordingly, these options do not have a dilution effect and have been excluded from the measurement of diluted earnings per share. If, in future, the share price increases to a level above the exercise price, these options will imply dilution.

### NOTE 10 Intangible assets

Internal intangible assets	Acquired intangible assets		
Development expenditure	Other technology/ contract-based assets	Total	Parent company <i>kSEK</i>
			Accumulated cost
790	1,725	2,515	Opening balance 1 Jan 2009
	520	520	Other investments
790	2,245	3,035	Closing balance 31 Dec 2009
-30	-38	-68	Opening balance 1 Jan 2009
-158	-409	-567	Amortisation for the year
-188	-447	-635	Closing balance 31 Dec 2009
Internal intangible assets	Acquired intangible assets		
Development expenditure	Other technology/ contract-based assets	Total	Parent company kSEK
			Accumulated cost
790	2,245	3,035	Opening balance 1 Jan 2010
790	2,245	3,035	Closing balance 31 Dec 2010
-188	-447	-635	Opening balance 1 Jan 2010
-158	-449	-607	Amortisation for the year
-346	-896	-1,242	Closing balance 31 Dec 2010
			Carrying amounts
760	1,687	2,447	As at 1 Jan 2009
602	1,798	2,400	As at 31 Dec 2009
602	1,798	2,400	As at 1 Jan 2010
444	1.349	1.793	As at 31 Dec 2010
	intangible assets           Development expenditure           790           790           -30           -158           -158           Internal intangible assets           Development expenditure           790           602           602	intangible assets         intangible assets           Development expenditure         Other technology/ contract-based assets           790         1,725 520           790         2,245           -30         -38 -158           -158         -409           Internal intangible assets         Acquired intangible assets           Development expenditure         Other technology/ contract-based assets           Development expenditure         Acquired intangible assets           790         2,245           790         2,245           790         2,245           790         2,245           790         2,245           790         2,245           790         2,245           790         2,245           790         2,245           790         2,245           790         2,245           -188         -447           -158         -449           -346         -896           760         1,687           602         1,798	$\begin{tabular}{ c c c } \hline lintangible assets & intangible assets & Other technology/ contract-based assets & Total & $$$$$$$$$$$$$$$$$$$$$$$$$$$$$$$$$$$$

#### Group

The capitalised intangible assets are purchased financial system licences and are stated in the column technology/contract-based assets. Our assessment is that the system should be amortised over 5 years. The amortisation of intangible assets is shown in the Statement of Comprehensive Income in the line Depreciation and impairment of property, plant and equipment and intangible assets.

### Parent company

The capitalised intangible assets are purchased financial system licences and are stated in the column technology/contract-based assets. Our assessment is that the system should be amortised over 5 years. The amortisation of intangible assets is shown in the Statement of Comprehensive Income in the line Depreciation and impairment of property, plant and equipment and intangible assets.

Internal

790

790

-30

-158

-188

Internal

790

790

-188

-158

-346

760

602

602

444

intangible assets

Development

expenditure

intangible assets

Development expenditure

Acquired

1.725

2,245

520

-38

-409

-447

Acquired

2,245

2,245

-447

-449

-896

1,687

1,798

1,798

1,349

intangible assets

Other technology/

contract-based assets

Total

2.515

520

3,035

-68

-567

-635

Total

3,035

3,035

-635

-607

2.447

2,400

2,400

1,793

intangible assets Other technology/

contract-based assets

### NOTE 11 Property, plant and equipment

Equipment, tools, fixtures and fittings
2,354
368
09 2,722
2,722
-40
56
10 2,738
1,457
362
09 1,819
1,819
337
10 2,156
899
903
903
582
,

Parent company SEK '000	Equipment, tools, fixtures and fittings
Cost	
Opening balance 1 January 2009	1,458
Purchases	329
Closing balance 31 December 200	09 1,787
Opening balance 1 January 2010	1,787
Purchases	56
Closing balance 31 December 20	10 1,843
Depreciation	
Opening balance 1 January 2009	1,056
Depreciation for the year	210
Closing balance 31 December 200	09 1,265
Opening balance 1 January 2010	1,265
Depreciation for the year	228
Closing balance 31 December 20	10 1,493
Carrying amounts	
1 Jan 2009	402
31 Dec 2009	522
1 Jan 2010	522
31 Dec 2010	350

### NOTE 12 Receivables from group companies

Parent company	Receivables from g	eceivables from group companies		
SEK '000	31 Dec. 2010	31 Dec. 2009		
Accumulated cost				
At beginning of year	31,455	20,726		
Change in the year	-14,148	10,729		
Closing balance 31 December	17,307	31,455		

### NOTE 13 Trade receivables

Trade receivables are recognised at cost, the group did not have any identified bad debt in the year, so receivables are carried at cost.

### NOTE 14 Non-current receivables and other receivables

### Group

Non-current receivables which are non-current assets

SEK '000	31 Dec. 2010	31 Dec. 2009
Deposits for rented premises	227	342
Other	51	51
Total	278	394

### Other receivables which are current assets

SEK '000	31 Dec. 2010	31 Dec. 2009
Receivables from suppliers	268	1,266
Receivables from customers	-	240
Other	318	417
Total	586	1,923

### Parent company

Non-current receivables which are non-current assets

SEK '000	31 Dec. 2010	31 Dec. 2009
Other	51	51
Total	51	51

### Other receivables which are current assets

SEK '000	31 Dec. 2010	31 Dec. 2009
Receivables from supplier	86	1,204
Other	82	49
Total	168	1,252

### NOTE 15 Prepaid expenses and accrued income

Group		
SEK '000	31 Dec. 2010	31 Dec. 2009
Rent	2,647	1,620
Insurance	91	161
Accrued income from customers	619	786
Prepaid consulting expense		788
Other	327	536
Total	3,684	3,891
Parent company		
SEK '000	31 Dec. 2010	31 Dec. 2009
Rent	1,357	1,255
Insurance	83	151

Total	2,117	3,177
Other	235	197
Prepaid consulting expense	-	788
Accrued income from customers	442	786
Insurance	83	151
	.,	.,200

### NOTE 16 Cash and cash equivalents

Group		
SEK '000	31 Dec. 2010	31 Dec. 2009
Cash and bank deposits	99,032	104,269
Total according to Statement of Financial Position	99,032	104,269
Total according to Statement of Cash Flows	99,032	104,269
Parent company		
SEK '000	31 Dec. 2010	31 Dec. 2009
Cash and bank deposits	82,468	65,847
Total according to Balance Sheet	82,468	65,847
Total according to the Cash Flow Statement	82,468	65,847
		1

### NOTE 17 Shareholders' equity

### Share capital and premium

	Ordinary shares		
Shares, stated in thousands	2010	2009	
Issued on 1 January Issued on 31 December — paid up	16,725 16,725	16,725 16,725	

As at 31 December 2010, the registered share capital consisted of 16,724,600 ordinary shares with a quota value of SEK 0.13.

Holders of ordinary shares are entitled to dividend that is determined in due course and the shareholding gives entitlement to voting rights at the Annual General Meeting of one vote per share.

### Other paid-up capital

Other paid-up capital means shareholders' equity contributed by the owners in addition to share capital. This includes premiums paid in tandem with share issues.

### Translation reserve

The translation reserve contains all foreign exchange differences arising on translation from foreign operations which have prepared their financial statements in a different currency than the group presents its financial statements in.

### Share options

The company has two outstanding option programmes

One of 250,000 options with an exercise price of SEK 27.53/share.

• One of 165,000 options with an exercise price of SEK 34.96/share.

### Dividend

The Board of Directors proposed the following dividend after the end of the reporting period. The dividend will be subject to adoption at the Annual General Meeting on 2 May 2011.

SEK '000	2010	2009
SEK per ordinary share (SEK 1.15)	19,233	12,544

### Capital management

In accordance with the Board's policy, the group's financial goal is to have a good financial position, which contributes to maintaining the confidence of investors, lenders and the market and serve as a foundation for continued development of business operations, while at the same time, generating a satisfactory long-term returns to shareholders.

Capital is defined as total equity.

The group's goal is to declare an ordinary dividend each year amounting to 75% of the previous year's profit after tax. The Board has proposed a dividend of SEK 1.15 per share to the Annual General Meeting 2011, which corresponds to approx. 73% of profit after tax for 2010.

### **Restricted equity**

### **Restricted reserves**

Restricted reserves may not be reduced through dividends.

### Statutory reserve

The purpose of the statutory reserve has been to save a portion of net profit, which is not consumed to cover losses carried forward. Amounts provided to the share premium reserve before 1 January 2006 have been transferred and are included in the statutory reserve.

### Non-restricted equity

The following funds, along with net profit for the year constitute non-restricted equity, i.e. the amount available for dividends to shareholders.

### Share premium reserve

When shares are issued at a premium, i.e. more than the quota value of the shares shall be paid, an amount equivalent to the amount received in excess of the shares' quota value, shall be transferred to the share premium reserve. Amounts added to the share premium reserve from 1 January 2006 are included in non-restricted equity.

### Retained earnings

Retained earnings consist of the previous year's retained earnings and profit less dividends paid during the year.

### NOTE 18 Other liabilities

Group SEK '000	31 Dec. 2010	31 Dec. 2009
Withheld tax and VAT liability Other liabilities	10,738 248	8,808 450
Total other current liabilities	10,986	9,258
Parent company SEK '000	31 Dec. 2010	31 Dec. 2009
	7,077	4,629
Withheld tax and VAT liability Stated liability at 31 December	7,077	4,029
Liabilities due for payment after more than five years from the reporting date	-	-

### NOTE 19 Accrued expenses and deferred income

Group		
SEK '000	31 Dec. 2010	31 Dec. 2009
Salary related costs	10,479	15,709
Other	4,721	4,718
	15,200	20,427

Parent company			
SEK '000	31 Dec. 2010	31 Dec. 2009	
Salary related costs	8,060	10,676	
Legal fees	-	743	
Discounts to customers	192	448	
Prepaid income from customers	1,662	722	
Other	1,291	758	
	11,205	13,347	

### NOTE 20 Financial risks and financial policies

The group is exposed to various types of financial risk through its operations.

Financial risk refers to fluctuations in the Company's earnings and cash flow as a result of changes in exchange rates and credit risks. The group's financial policy for managing financial risk has been created by the Board and builds a framework of guidelines and rules in the form of risk mandates and limits for financing activities.

The responsibility for the group's financial transactions and risks is managed centrally by the group's treasury function, which is within the parent company. The overall goal of the treasury function is to provide cost effective financing and to minimise negative effects on the group's earnings arising from market risks.

### Liquidity risk

The group has minimised the liquidity risk by signing agreements with our suppliers that reflect the customer agreement in relation to period of payment +3-5 days. Through this arrangement, the group has reduced the risk of being affected by a liquidity shortfall. The company's financial liabilities amounted to SEK 0 M at year-end.

### Currency risk

The currency risk for the group consists of potential fluctuations in currencies. The company is exposed to translation exposure, which is due to assets in other currencies than SEK as at 31 December 2010. Sensitivity analysis of a change involving 10% appreciation of the Swedish krona against other currencies as at 31 December 2010 shows a change in equity of SEK 2,072,000 (900,000) and a change in profit of SEK 381,000 (57,000). The sensitivity analysis is based on other factors (e.g. interest rates) remaining unchanged. The same assumptions were applied in 2009.

Credit exposure		
SEK '000	2010	2009
Trade receivables	462,335	323,880
Total	462,335	323,880

### Credit risks in trade receivables

The risk that the group's customers do not fulfil their obligations, i.e. that payment is not received from the customers, constitutes a customer credit risk. The group's customers are credit assessed during which information about the customers' financial position is obtained from various credit information agencies.

There was no significant concentration of credit exposure on the reporting

date. The maximum exposure to credit risk is stated in the carrying amount in the Balance Sheet for each financial asset.

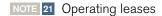
Based on historical data, the group's assessment is that no impairment of trade receivables is necessary that have not yet fallen due, as of the reporting date. The group also judges that no impairment of overdue receivables is required after individual testing, and the group's history of bad debt indicates that it is a reasonable approach. There are reasonable explanations in cases where overdue payments are received. Nearly all outstanding trade receivables consist of previously known customers with good creditworthiness. The Company has a number of customers that are estimated to account for a high proportion of sales. We consider that they are creditworthy, and together with what is stated above about trade receivables being reflected in trade payables, means that the assessed risk is low.

The 6 largest customers account for approx. 40% (36%) of the trade receivables.

The group has a total claim on those customers of at least SEK 11 M each.

#### Fair values

The group's financial instruments consist almost exclusively of trade receivables and trade payables with short maturities as well as cash and bank balances that the group has free disposal over. No material differences are deemed to exist between book values and fair values of the group's financial instruments.



### Lease arrangements where the Company is lessee Non-terminable lease payments amount to:

Non-terminable lease payments amount to.

	Group		Parent	company
SEK '000	2010	2009	2010	2009
Within one year	8,231	7,657	5,772	5,887
Between one and five years	4,873	10,881	2,613	8,280

Expensed charges for operating leases amount to:

	G	roup	Parent company		
SEK '000	2010	2009	2010	2009	
Minimum lease payments Total lease costs	7,834 7,834	7,899 7,899	5,354 5,354	4,724 4,724	



### **Related parties**

The parent company's subsidiaries are related parties, see Note 23.

### Summary of related party transactions

Group Close relation SEK '000	Year	Purchase of goods/ services from related party	Other (e.g. interest, dividend)	Claim on related party at 31 December	Liability to related party at 31 December
Avanza	2010	3,177	-	-	264
Avanza	2009	72	-	-	-
Ruthberg och Partner AB	2010	15	-	-	-
Ruthberg och Partner AB	2009	-	-	-	-

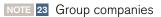
Parent company Close relation SEK '000	Year	Purchase of goods/ services from related party	Other (e.g. interest, dividend)	Claim on related party at 31 December	Liability to related party at 31 December
Subsidiaries	2010	-	5,438	17,307	-
Subsidiaries	2009	_	6,962	31,455	-
Avanza	2010	3,177	-	-	264
Avanza	2009	72	-	-	-
Ruthberg och Partner AB	2010	15	-	-	-
Ruthberg och Partner AB	2009	-	-	-	-

Avanza is a related party since the Chairman of eWork has a significant influence in the Company.

Ruthberg och Partner AB is a related party since it is run by the CEO's wife.

Transactions with related parties are priced on an arm's length basis.

Remuneration to key persons has been paid according to Note 5. No additional payments have been made.



### Holdings in subsidiaries

т	ne subsidiary's	Equity interest as %		
registered office, country		2010	2009	
eWork Nordic OY	Finland	100	100	
eWork Danmark ApS	Denmark	100	100	
eWork Norge AS	Norway	100	100	

Parent company		
SEK '000	2010	2009
Accumulated cost		
At beginning of year	8,535	8,535
Shareholders' contribution	13,761	-
Closing balance 31 December	22,296	8,535
Accumulated appreciation		
At beginning of year	-	-
Closing balance 31 December	-	-
Accumulated impairment		
At beginning of year	6,467	6,467
Closing balance 31 December	6,467	6,467
Carrying amount on 31 December	15,829	2,067

### Specification of the parent company's direct holdings of participations in subsidiaries

Subsidiary, registration number, Number of registered office participations		Share.		g amount K '000	
		Share, %	31 Dec. 2010	31 Dec. 2009	
eWork Nordic OY,					
1868289-8, Esbo	1,000	100	74	74	
eWork Danmark ApS,					
29394962, Köpenhamn	1,000	100	13,946	184	
eWork Norge AS,					
989958135, Oslo	100	100	1,809	1,809	
			15,829	2,067	

### NOTE 24 Statement of Cash Flows

Cash and cash equivalents Group Parent company				
SEK '000	31 Dec 31 Dec 2010 2009		31 Dec 2010	31 Dec 2009
The following sub-compo- nents are included in cash and cash equivalents Cash and bank balances	99,032	104,269	82,468	65,847
Total according to Cash Flow Statement	99,032	104,203	82,468	65,847
Interest paid and dividend received	Group		Parent	company
SEK '000	2010	2009	2010	2009
Dividends received	-	-	4,701	5,588
Interest received	548	857	1,192	2,086
Interest paid	-876	-411	-57	-392

### NOTE 25 Post-balance sheet events

No other events of a material character have occurred after the end of the reporting period which in our opinion can influence an external appraiser of the group.

### NOTE **26** Critical estimates and judgements

The company management has discussed the progress, selection and disclosures in respect of the group's significant accounting policies and estimates, as well as the application of these policies and estimates. In terms of accounting policies and estimates, management has not identified any segments where it believes there is a risk that the group would suffer negative effects on earnings in the coming year.

### NOTE 27 Information on the parent company

eWork Scandinavia AB is a Swedish-registered limited company with its registered office in Stockholm. The parent company's shares were registered on First North on 31 December 2009. The parent company's shares were listed on Nasdaq OMX Stockholm on 18 February 2010. The address of the head office is Klarabergsgatan 60, 111 21 Stockholm.

The consolidated accounts for 2010 include the parent company and its subsidiaries, collectively termed the group.

## **Affirmation**

The Board of Directors and the CEO affirm that the annual accounts have been prepared in accordance with generally accepted accounting principles in Sweden and the consolidated accounts have been prepared in accordance with the international accounting standards IFRS referred to in the European Parliament's and Council's regulation (EC) No. 1606/2002 from 19 July 2002 on application of international accounting standards. The annual accounts and consolidated accounts give a true and fair view of the parent company's and the group's financial position and results of operations. The statutory administration report of the parent company and the group provides a true and fair review of the parent company's and the group's operations, financial position and results of operations and describes material risks and uncertainties facing the parent company and the companies included in the group.

Stockholm, Sweden, 31 March 2011

Staffan Salén Chairman of the Board

Jeanette Almberg Board member Magnus Berglind Board member Dan Berlin Board member

Sven Hagströmer Board member Erik Törnberg *Board member*  Claes Ruthberg Board member and CEO

## **Audit Report**

To the Annual General Meeting of eWork Scandinavia AB (publ) Corporate identity number 556587-8708

We have audited the annual accounts and the consolidated accounts with the exception of the Corporate Governance Report on pages 26-29, the accounting records as well as the Board of Director's and the Managing Director's administration of eWork Scandinavia AB (publ) for 2010. The annual accounts and the consolidated accounts are included in the printed version of this document on pages 21-52. The Board of Directors and the Managing Director are responsible for these accounts and the administration of the Company as well as for the application of the Annual Accounts Act when preparing the annual accounts and the application of international financial reporting standards IFRS as endorsed by the EU and the Annual Accounts Act when preparing the consolidated accounts. Our responsibility is to express an opinion on the annual accounts and consolidated accounts as well as the administration based on our audit.

We conducted our audit in accordance with generally accepted auditing standards in Sweden. Those standards require that we plan and perform the audit to obtain reasonable assurance that the annual accounts and the consolidated accounts are free of material misstatement. As a basis for our opinion concerning discharge from liability, we examined significant decisions, actions taken and circumstances of the Company in order to be able to determine the liability, if any, to the Company of any Board member or the Managing Director. We also examined whether any board member or the Managing Director has, in any other way, acted in contravention of the Swedish Companies Act, the Annual Accounts Act or the Articles of Association. We believe that our audit provides a reasonable basis for our opinion set out below.

The annual accounts have been prepared in accordance with the Annual Accounts Act and give a true and fair view of the Company's financial position and results of operations in accordance with generally accepted accounting principles in Sweden. The consolidated accounts have been prepared in accordance with international financial reporting standards IFRSs as adopted by the EU and the Annual Accounts Act and give a true and fair view of the group's financial position and results of operations. This statement of opinion does not cover the Corporate Governance Report on pages 26-29. The statutory administration report is consistent with the other parts of the annual accounts and the consolidated annual accounts.

We recommend to the annual meeting of shareholders that the income statement and balance sheet of the parent company and statement of comprehensive income and statement of financial position for the group be adopted, that the profit of the parent company be dealt with in accordance with the proposal in the statutory administration report and that the members of the Board of Directors and the Managing Director be discharged from liability for the financial year.

### **REPORT ON THE CORPORATE GOVERNANCE REPORT**

The Board of Directors and Managing Director are responsible for the Corporate Governance Report on pages 26-29 and for its preparation in accordance with the Swedish Annual Accounts Act.

As a basis for our statement that a Corporate Governance Report has been prepared and is consistent with the other parts of the annual accounts and the consolidated accounts, we have read the Corporate Governance Report and assessed its statutory content based on our knowledge of the Company.

A Corporate Governance Report has been prepared, and its statutory information is consistent with the other parts of the annual accounts and the consolidated accounts.

Stockholm, Sweden, 3 April 2011 KPMG AB

Carl Lindgren Authorised Public Accountant

# **Annual General Meeting**

Invitation to the AGM on 2 May 2011: The Annual General Meeting will be held at Rica Hotel Stockholm, Slöjdgatan 7, Stockholm on Monday, 2 May 2011 at 4 p.m.

### NOTIFICATION

Shareholders who wish to participate in the Annual General Meeting must be registered in share register maintained by Euroclear on 26 April 2011 at the latest, and must give notice of attendance no later than 26 April in one of the following ways:

- By phone on +46 (0)8 506 05500
- By post to eWork Scandinavia AB, Klarabergsgatan 60 1 tr, 111 21 Stockholm, Sweden
- By e-mail to arsstamma11@ework.se
- By fax on +46 (0)8 506 05501

## WHEN GIVING NOTICE SHAREHOLDERS SHOULD STATE:

- Name
- Personal identity number/corporate identity number
- Address and phone number
- Number of shares
- Names of assistants (maximum of two) who will be attending the Annual General Meeting with the shareholder.

Shareholders whose shares are nominee-registered through a bank or other nominee must request to be temporarily registered into the share register a few business days prior to 26 April 2011, in order to have voting rights at the Annual General Meeting.

### NOMINATION COMMITTEE

eWork's Nomination Committee has the following composition: Staffan Salén (Chairman of the Board of Directors) Magnus Berglind (Chairman of the Nomination Committee), and Sven Hagströmer. The duties of the Nomination Committee include submitting proposals to the Annual General Meeting regarding election of the Board, auditors and deputy auditors as well as their fees.

### THE NOMINATION COMMITTEE'S PROPOSAL TO THE BOARD OF DIRECTORS

The Nomination Committee will propose at the Annual General Meeting, the re-election of the members Staffan Salén (Chairman of the Board), Jeanette Almberg, Magnus Berglind, Dan Berlin, Sven Hagströmer, Erik Törnberg and Claes Ruthberg.

# Calendar

2 May 2011	First-quarter report as at 31 March
25 July 2011	Half-year report as at 30 June
24 October 2011	Third-quarter report as at 30 September
13 February 2012	Year-end report 2011

The reports are available on www.ework.se on the date of release.



### Malin Nordström

Competence Manager, one of eWork's first graduate trainees.

### Rapid progress for eWork graduate trainee

Malin Nordström was one of the first people to complete eWork's trainee programme. Malin is 23, and joined eWork straight from university, where she was a graduate in business administration, majoring on marketing.

"I now work now as a Competence Manager, dealing with customer enquiries, contract extensions and have close contact with consultants on assignment," says Malin. Less than a year ago, she was one of ten trainees selected in a rigorous screening process. She started at eWork last autumn, and first took a three-month closely prepared graduate trainee programme. In-house training alternated with phases in various positions at eWork's offices. She had an appraisal with her line manager Marcus Grindange every three weeks.

"We quickly learned the business from the bottom up. Probably, the most enjoyable aspect of the training was its breadth, and the fact that we got to try most of what eWork does for its customers. I also learned a lot about the whole IT sector," adds Malin.

After just a few weeks, trainees get a chance to try out real-life duties on the Search team. This is how training starts on understanding consultant profiles, what customers want and how eWork satisfies their needs. Three months later it was time to take Malin's exam, just before Christmas. Most trainees passed, and now have operational positions at eWork's offices.

# Addresses

### eWORK

www.ework.se

### SWEDEN

Stockholm Klarabergsgatan 60, 1 tr SE-111 21 Stockholm Sweden Tel: +46 (0) 8 50 60 55 00 Fax: +46 (0) 8 50 60 55 01

### Gothenburg

Kungstorget 11 SE-411 10 Gothenburg Sweden Tel: +46 (0) 31 339 59 50 Fax: +46 (0) 31 339 59 59

### Linköping

Platensgatan 3, 4 tr SE-582 22 Linköping Sweden Tel: +46 (0) 13 31 01 55

### Malmö

Anna Lindhs Plats 4 SE-211 19 Malmö Sweden Tel: +46 (0) 40 10 27 80 Fax: +46 (0) 40 10 27 99

### DEANMARK

Copenhagen Winghouse Örestads Boulevard 73 DK-2300 København K Denmark Tel: +45 88 96 95 50

### FINLAND

Helsingfors Tekniikantie 4B FI N-02150 ESPOO Finland Tel: +358 20 787 0800

### NORWAY

Oslo Övre slottsgate 12B NO-0157 Oslo Norway Telefon: +47 22 40 36 20



# **ework**<sup>®</sup>

Reshaping consulting.