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This press release has been published in Swedish and English. In the event of any discrepancy in content between Swedish original text and the English translation, the Swedish original shall prevail.

Terms for CDON Group's rights issue set

Press release, Malmö, 10 May 2013

- Shareholders in CDON Group have preferential rights to subscribe for 1 new share per 2 existing shares
- The subscription price is SEK 15.50 per share, which represents total rights issue proceeds of approximately MSEK 514 before issue costs
- The rights issue is subject to approval by an Extraordinary General Meeting to be held on 14 May 2013 at 17:00 CET, the same day as the Annual General Meeting
- The subscription period is 21 May–5 June 2013
- Investment AB Kinnevik ("Kinnevik"), representing c. 25 per cent of the capital in CDON Group, has through a subscription undertaking committed to subscribe for its shareholding in the rights issue. In addition, Kinnevik has committed to guarantee the remainder of the rights issue conditional upon that the Extraordinary General Meeting approves the rights issue with qualified majority

The Rights Issue

The Board of Directors of CDON Group has set the final terms for CDON Group's rights issue that was resolved on 16 April 2013. Shareholders in CDON Group have preferential rights to subscribe for 1 new share per 2 existing shares. Every existing share in CDON Group entitles the holder to 1 subscription right, and 2 subscription rights entitle to subscription for 1 new share. The subscription price has been set at SEK 15.50 per new share. This corresponds to a discount of approximately 37 per cent to the theoretical ex-rights price, based on the closing price on 8 May 2013 for CDON Group's share listed on NASDAQ OMX Stockholm.

Up to 33,171,062 new shares will be issued, which will increase the share capital with up to SEK 66,342,124, at full subscription. The total proceeds will amount to a maximum of approximately MSEK 514 before issue costs. The rights issue is subject to approval by the shareholders at an Extraordinary General Meeting to be held in Stockholm on 14 May 2013 at 17.00 CET at Rival Hotel, Mariatorget 3, Stockholm, i.e. same date and location as the Annual General Meeting.

The record date at Euroclear Sweden AB for the right to receive preferential rights is 17 May 2013. The subscription period is 21 May–5 June 2013, or such later date as decided by the company's Board of Directors.

Subscription commitment and guarantee undertaking

Kinnevik, representing c. 25 per cent of the capital and votes in CDON Group, has through a subscription commitment undertaken to subscribe for shares in the rights issue corresponding to its shareholding in CDON Group. In addition, Kinnevik has through a guarantee undertaking

committed to subscribe for the shares in the rights issue which potentially have not been subscribed for with or without subscription rights, which corresponds to a maximum of c. 75 per cent of the shares in the rights issue. Kinnevik's guarantee undertaking is however subject to an approval of the rights issue at the General Meeting in accordance with the conditions for the Swedish Securities Council's decision to grant Kinnevik an exemption from the mandatory offer rules according to the below.

Kinnevik might, as a result of the agreed guarantee undertaking, increase its share of capital and votes in CDON Group. The maximum share of capital and votes that Kinnevik can receive in case the guarantee undertaking should be exercised in full is 49.8 per cent of the share capital and 50.1 per cent of the votes. Kinnevik has been granted an exemption by the Swedish Securities Council from the obligation to launch a mandatory offer in the event that Kinnevik's share of the votes in the Company, through subscription in the rights issue, would amount to or exceed 30 per cent of the votes for all shares in CDON Group. A condition for the Swedish Securities Council's decision is that the rights issue resolution is approved by the Extraordinary General Meeting with at least two thirds of the votes cast as well as the shares represented at the General Meeting, disregarding the shares which are owned and represented at the general meeting by Kinnevik. In addition, the Swedish Securities Council has announced that a mandatory offer obligation will arise if Kinnevik reaches a shareholding of 30 per cent or more of the votes in CDON Group in the rights issue and afterwards acquires additional shares in CDON Group, thereby increasing its share of the votes.

Preliminary timetable for the rights issue

14 May 2013	Extraordinary General Meeting resolves on approval of the Board of Director's rights issue resolution (CDON Group's Annual General Meeting held on the same day)
15 May 2013	First day of trading in the CDON Group share excluding subscription rights
17 May 2013	Record date for allotment of subscription rights Estimated date for publication of prospectus
21 May-31 May 2013	Trading in subscription rights
21 May-5 June 2013	Subscription period
10 June 2013	Announcement of the preliminary outcome of the rights issue
13 June 2013	Estimated date of announcement of the final outcome of the rights issue

Financial and legal advisers

Nordea Markets – Investment Banking is financial adviser to CDON Group in connection with the rights issue and Cederquist is legal adviser to CDON Group.

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The information in this announcement is such that CDON Group AB (publ) is required to disclose under the Securities Markets Act. This information was released for publication at 08:00 CET on 10 May 2013.

About CDON Group

CDON Group is the leading e-commerce group in the Nordic region. Since the start in 1999, the Company has expanded and broadened its product portfolio and is now a leading e-commerce player within Entertainment (CDON.com and Lekmer.com), Fashion (Nelly.com and Members.com), Sport & Health (Gymgrossisten.com, Bodystore.com and Milebreaker.com) and Home & Garden (Tretti.com and Rum21.se). CDON Group's internet stores attracted around 244 million visits and more than two million unique customers during 2012.

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