



Acquisition of S.E.S.A. AG

20 December 2004

S.E.S.A. AG

- The biggest telecom R&D supplier in Germany
- Significant customer relationships with Siemens, Nokia Germany, Alcatel, Nortel and European major operators
- Around 480 employees in 6 German cities
- A subsidiary in France, Axiome Technologies, with 120 employees
- Minority holding (49%) in Italian S.E.S.A. SpA with 80 employees
- Consistent growth from establishment in 1990
- 2004 net sales expected to be EUR 67 million
- Good profitability, EBITA margin expected to be around 12% in 2004

Strategic rationale

- Telecom is one of TietoEnator's global verticals
- TietoEnator is aiming to become a leading supplier of telecom R&D services and solutions
- Acquisitions and new partnerships are integral part of the growth strategy of TietoEnator's telecom operations
- The acquisition of S.E.S.A. will broaden the geographic scope and the number of strategic customers
- With the acquisition TietoEnator will become
 - The leading R&D supplier in Europe
 - The leading R&D supplier to Ericsson, Nokia, Siemens and Alcatel

Financial terms

- Purchase price around EUR 70 million paid in cash at closing
- Closing is planned for mid January
- Consolidated from January
- New goodwill of EUR 58 million amortised in 10 years (based on Finnish GAAP).
- Positive EPS from 2005
- Good development expected in terms of growth and profitability
- Net debt of the company is close to zero

