

Report from the Annual General Meeting of Proact IT Group AB (publ)

The Annual General Meeting of Proact IT Group AB (publ) was held on 5th of May 2015 as stated in the notice to attend.

The following decisions were made at the Annual General Meeting:

- The income statement and balance sheet, and the consolidated income statement and consolidated balance sheet were approved and adopted.
- Establishment of a proposed dividend of SEK 1.70 per share, record date 7th of May and payment from Euroclear Sweden AB on 12th of May 2015.
- The Board of Directors and Managing Director were granted discharge from liability for the 2014 business year.
- A decision was made for the Board to consist of five regular members and no deputies.
- Remuneration payable to the Board of Directors was set at a total of SEK 1 630 000, with distribution of SEK 450 000 to the Chairman and SEK 180 000 each to other members. A total of SEK 280 000 will be payable for committee work.
- Remuneration to the auditors will be paid in accordance with an approved invoice.
- The following Board members were re-elected:
 - Anders Hultmark (Chairman)
 - Christer Hellström
 - Christer Holmén
 - Eva Elmstedt
 - Roger Bergqvist
- The following Board member was newly elected:
 - Pia Gideon
- Ernst & Young AB was elected as auditor until the end of the 2016 Annual General Meeting.
- Establishment of principles for remuneration to senior officers and other terms of employment for the same.
- Establishment of principles for the appointment of a nomination committee for the 2016 Annual General Meeting.
- Authorisation for the Board of Directors to make decisions, for the period until the next Annual General Meeting, on one or more occasions, to make decisions on the issue of new shares without deviation from the preferential rights for shareholders, of a total of no more than 933 000 shares. The decision on the issue of new shares may also include a provision stating that new shares may be paid for by offsetting of property other than cash, with or without deviation from the preferential rights for shareholders in connection with acquisitions.
- Authorisation for the Board of Directors to make decisions on acquisition of up to 10% of the number of outstanding shares in the company by the next Annual General Meeting.

- Decision was made that the company in total may dispose a maximum of 10% of the outstanding shares in the company.

Anders Hultmark, Chairman of the company, acted as Chairman at the Annual General Meeting.