

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 2nd of May 2016 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 2.70 per share, record date 4th of May and payment from Euroclear Sweden AB on 10th of May 2016.
- The Board of Directors and Managing Director were granted discharge from liability for the 2015 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 1 600 000, with distribution of SEK 500 000 to the Chairman and SEK 200 000 each to other members. A total of SEK 300 000 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
 - Pia Gideon
- Ernst & Young AB was elected as auditor until the end of the 2017 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 2017 Annual General Meeting.
- It was decided, with requisite majority, to authorize the Board to issue new shares in accordance with the Board's proposal, Appendix 3 (item 16). It was noted that payment by set-off shall only be made in connection with acquisitions.
- It was decided, with requisite majority, to authorize the Board to acquire and transfer the company's own shares in accordance with the Board's proposal, Appendix 3 (item 17). In addition, the Board can only buy back shares in such numbers that the repurchased shares together with any new shares issued under the authority decided in paragraph 16 above, shall not totalling no more than 10 percent of the currently outstanding number of shares. Said limitation should be worked into a proposal for the corresponding authorization at the next AGM. It was noted that payment by set-off shall only be made in connection with acquisitions, the company cannot sell its own shares on Nasdaq Stockholm.

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