

## THE ELECTION COMMITTEES PROPOSED RESOLUTIONS

The annual general meeting 2016 resolved that the principles for appointment of election committee that the annual general meeting 2016 decided on shall apply until further notice. In accordance with these principles the chairman of the board of directors has contacted the Company's electorally five largest shareholders as of the 30 September 2016 and asked them to appoint members to in addition to the chairman, constitute the election committee for the Annual General Meeting of 2017.

The election committee consists of Johan Sjö (chairman of the board of directors), Anders Börjesson, Håkan Roos, Tom Hedelius, Johan Strandberg (appointed by SEB Investment Management) and Martin Wallin (appointed by Lannebo Fonder). Anders Börjesson is the chairman of the election committee. The election committee, whose members represents 51,9 percent of the votes in the Company, proposes the following resolutions:

### 2. Election of Chairman at the meeting

The chairman of the board of directors, Johan Sjö, is proposed as chairman of the meeting.

### 11. Determination of the number of Board members

The Election Committee proposes that the board of directors shall consist of six board members.

### 12. Determination of fees for the board of directors and the auditor

The fee to each board members is proposed to stay unchanged from last year. Fees to be distributed as follows: SEK 450,000 to the chairman of the board of directors and SEK 225,000 to each of the other board members appointed by the Annual General Meeting. The total fees to the board of directors amounts to SEK 1,575,000.

No fees are payable for committee work. Based upon individual agreement with the Company, a board fee may be invoiced by a, by the director, wholly owned company or individual business activity. If this is done, the fee shall be increased by an amount corresponding to the social security charges and value-added tax.

Audit fees will be paid according to approved invoice.

### 13. Election of board members and chairman of the board of directors

Re-election of the board members Johan Sjö, Håkan Roos, Stefan Hedelius, Fredrik Börjesson, Birgit Stattin Norinder and Eva Nilsagård.

Johan Sjö is proposed to be re-elected as chairman of the board.

Descriptions of proposed board members can be found in the Company's Annual Report for 2016 and on the Company's website.

### 14. Election of Auditor

The election committee proposes election of the auditing company KPMG AB as auditor. KPMG AB has notified that if it is elected as auditor, Håkan Olsson Reising will be appointed as the auditor in charge.

## THE ELECTIONS COMMITTEE'S JUSTIFIED STATEMENT OVER ITS PROPOSAL FOR BOARD OF DIRECTORS

The Election Committee has received information, through the Chairman of the Board of Directors, on the Board of Directors' own evaluation and of the Company's operations, development and circumstances in general.

The Election Committee has discussed the main requirements which should be placed on the directors, including the need for independent directors.



In its evaluation, the Election Committee has found that the Board of Directors is highly effective, and that the various directors proposed for re-election represent a necessary diversity required in terms of expertise, experience and background. This justifies the Election Committee's proposal to re-elect the proposed directors.

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The election committee in AddLife AB