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The Nomination Committee's proposal

The Nomination Committee in Addtech AB (the "Company") proposes that the Annual General Meeting to be held August 28, 2020 resolves as follows:

Item 2 Election of Chairman to preside over the Meeting

The Chairman of the Board, Anders Börjesson, is proposed as Chairman to preside over the Meeting.

Item 11 Determination of the number of Board members

The Nomination Committee proposes that the Board of Directors shall consist of seven Board members.

Item 12 Determination of fees for the Board of Directors and the auditors

The fee for each Board member shall be as follows: SEK 740,000 to the Chairman of the Board of Directors, SEK 370,000 to each of the other Board members appointed by the Annual General Meeting who are not employed by the Company and additionally SEK 50,000 to each member of the Remuneration Committee. Total fees amount to SEK 2,690,000.

Subject to Swedish law and requiring an agreement with the Company, a Board member may invoice the Company for Board fees, including any social security charges and VAT, from a legal entity or private business owned by the member. Such a procedure must be cost neutral for the Company.

Audit fees will be paid according to approved invoices.

Item 13 Election of Board members and Chairman of the Board of Directors

Re-election of the Board members Eva Elmstedt, Kenth Eriksson, Henrik Hedelius, Ulf Mattsson, Malin Nordesjö and Johan Sjö.

Niklas Stenberg is proposed as a new Board member.

Johan Sjö is proposed as Chairman of the Board of Directors.

Item 14 Election of Auditor

The Nomination Committee proposes that the Annual General Meeting shall elect the auditing firm KPMG AB. KPMG AB has notified that the authorized auditor Joakim Thilstedt will be appointed as Auditor in charge.

Item 15 Resolution on instruction for the Nomination Committee

The Nomination Committee proposes that the Annual General Meeting 2020 adopts the following principles for the appointment of the members of the Nomination Committee and the duties of the Nomination Committee. The Nomination Committee proposes that the principles below shall apply until further notice, which means that the Annual General Meeting will not annually resolve upon

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these principles and the Nomination Committee's duties unless the principles or the duties are to be changed.

The Company shall have a Nomination Committee which shall consist of one member appointed by each of the five largest shareholders by votes, based on the ownership statistics that the Company receives from Euroclear Sweden AB as of December 31 each year. When assessing which shareholders constitute the five largest shareholders by votes, a group of shareholders shall be considered as one shareholder if the owners have been grouped in the Euroclear system. If a shareholder does not exercise its right to appoint a member, the next largest shareholder by votes in line shall be entitled to appoint a member of the Nomination Committee, and so on. However, not more than four additional shareholders must be contacted unless the Chairman of the Board of Directors finds that there are special reasons therefore. In connection to the appointment of a new Nomination Committee, the Chairman of the Board of Directors shall, in an appropriate manner, contact the five largest shareholders which have been identified and invite them to, within a reasonable period given the circumstances which shall not exceed 30 days, provide written notification of the person that the shareholder wishes to appoint as a member of the Nomination Committee.

The majority of the members of the Nomination Committee shall be independent in relation to the Company and the executive management. The CEO or any other person from the executive management shall not be a member of the Nomination Committee. Board members may form part of the Nomination Committee, but shall not constitute a majority of the members of the Nomination Committee. The Nomination Committee's instructions deviate from the provisions of the Swedish Corporate Governance Code (*Sw. Svensk kod för bolagsstyrning*) on the following point; if more than one Board member is a member of the Nomination Committee, more than one of them may be dependent in relation to the Company's major shareholders.

Information on the Nomination Committee finally appointed shall include the names of the five appointed members, together with the names of the shareholders who nominated them and shall be made public no later than six months before the scheduled Annual General Meeting. The mandate period of the Nomination Committee runs until a new Nomination Committee has been appointed. The Chairman of the Nomination Committee shall, unless otherwise agreed by the members, be the member appointed by the largest shareholder by votes.

If one or more of the shareholders who nominated members of the Nomination Committee are no longer among the five largest shareholders by votes, members appointed by such shareholders shall make their seats available and the shareholder(s) who have become one of the five largest shareholders by votes shall be entitled to appoint new members. However, unless there are specific grounds therefore, no changes shall be made to the composition of the Nomination Committee if only marginal changes in the number of votes have taken place or if the change occurs later than two months before the Annual General Meeting. A shareholder which has appointed a member of the Nomination Committee has the right to dismiss such member and appoint a new member of the Nomination Committee, as well as to appoint a new member if the member appointed by the shareholder chooses to leave the Nomination Committee. Changes in the composition of the Nomination Committee shall be made public as soon as such changes have taken place. The Nomination Committee shall present proposals in the matters listed below, to be submitted to the Annual General Meeting for resolution:

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- proposal for Chairman of the Annual General Meeting;
- proposals for the number of Board members to be elected by the General Meeting and, if applicable, the number of auditors;
- proposals for remuneration to non-employed Board members and to non-employed members of the different committees of the Board' (if committees exist);
- proposals for remuneration to auditors;
- proposals for the election of the Chairman and other Board members and, if applicable, the election of auditors; and
- proposals for principles for the appointment of members of the Nomination Committee and for the duties of the Nomination Committee.

The Chairman of the Board of Directors of the Company shall summon the first meeting and shall ensure that the Nomination Committee immediately receives relevant information about the outcome of the Board' completed evaluation of its work. Such information shall include information on the working methods of the Board' and the effectiveness of its work. Furthermore, the Chairman of the Board of Directors shall be co-opted into the meetings of the Nomination Committee, if necessary.

The Nomination Committee shall otherwise have the composition and fulfil the duties that from time to time follow by the Swedish Corporate Governance Code. The members of Nomination Committee shall not receive remuneration from the Company. Any costs incurred in connection with the work of the Nomination Committee shall be reimbursed by the Company, subject to the approval by the Chairman of the Board of Directors. In order to facilitate its work, the Company shall, at the request of the Nomination Committee, provide human resources such as a secretarial function to the Nomination Committee.

The Nomination Committee's work report and motivated opinion regarding proposals for Board members prior to the Annual General Meeting 2020

The Nomination Committee has held four meetings. The work of the Nomination Committee begins by going through a check list containing all tasks that it must perform under the Swedish Corporate Governance Code and additionally, a schedule is established for the work that needs to be done.

The Nomination Committee has based its considerations on the Board having an appropriate composition, considering the Company's current situation, future focus and other circumstances, characterized by versatility and width in terms of the skills, experience and background of the Board members. As a basis for its considerations, the Nomination Committee has received information from the Chairman of Addtech AB's Board of Directors on the Board's own evaluation and on the Company's operations, stage of development and other circumstances. The Nomination Committee has also interviewed some of the Board members and been given a presentation by the CEO. Also, the committee has been provided with assessments of the Board regarding the quality and efficiency of the auditor's work.

The Nomination Committee has applied rule 4.1 of the Swedish Corporate Governance Code as its diversity policy when drafting its proposal. The committee's proposal entails the Board having seven members, of which two are women, corresponding to 29 percent, which does not meet the requirements of the Swedish Corporate Governance Code for an equal gender balance. The

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Nomination Committee supports the initiative of the Swedish Corporate Governance Board (Sw. *Kollegiet för svensk bolagsstyrning*) and its ambition of ensuring that the least represented gender reaches a level of around 40 percent on the Board of Directors of listed companies by 2020. When the Nomination Committee assesses that there is reason to propose further changes to the Board's composition, the Nomination Committee, as it has according to the principles so far, will increase its focus with regard to versatility and width on the Board, including gender balance, in its considerations regarding which Board composition enables the Board to acquire the best skills and expertise.

The proposed Board members collectively possess sound financial and industrial expertise, along with knowledge of international conditions and markets, including relevant sustainability aspects. The question regarding the independence of members of the Board has been discussed. The Nomination Committee's assessment in these respects is set out in the presentation of each proposed member below. The proposal for the composition of the Board meets the relevant independence requirements.

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Presentation of proposed Board members

Eva Elmstedt

Bachelor in Economics and Computer science. Born 1960.

Board Member since 2005.

Other Board assignments: Chairman of Proact IT Group, director of Arjo, Gunnebo, Semcon and Smart Eye.

Professional experience: Senior positions at Nokia Networks, Ericsson, 3.

Number of shares in the Company (incl. associated): 21,189 class B shares

Independence in relation to the Company/management*: Yes

Independence in relation the major shareholders of the Company*: Yes

Kenth Eriksson

Degree of Master of engineering and Master of Science in Business and Economics. Born 1961.

Board Member since 2016.

Other Board assignments: Chairman of Concentric and director in Technology Nexus.

Professional experience: CEO in Tradimus and senior positions at Electrolux. Partner in Athanase Industrial Partner.

Number of shares in the Company (incl. associated): 59,100 class B shares.

Independence in relation to the Company/management*: Yes

Independence in relation the major shareholders of the Company*: Yes

Henrik Hedelius

Degree of Master of Science in Business and Economics. Born 1966.

Board Member since 2017.

Senior Advisor United Bankers LTD.

Other Board assignments: Board member in Bergman & Beving and Two H.

Professional experience: Board Member in Bergman & Beving, Mannerheim Invest, Vinovo, Team Sportia and Mind Industrial Group. Senior positions at Jarl Securities, Storebrand Kapitalförvaltning, Swedbank and ABN Amro.

Number of shares in the Company: 9,900 class B shares.

Independence in relation to the Company/management*: Yes

Independence in relation the major shareholders of the Company*: No

Ulf Mattsson

Degree of Master of Science in Business and Economics. Born 1964.

Board Member since 2012.

Industrial advisor at EQT and PJT Partners.

Other Board assignments: Chairman in Eltel, VaccinDirekt and Lideta. Board member in Oras Invest Oy and Priveq V.

Professional experience: CEO in Domco Tarkett, Mölnlycke Health Care, Capio, Gambro and Karo Pharma.

Number of shares in the Company: 8,000 class B shares.

Independence in relation to the Company/management*: Yes

Independence in relation the major shareholders of the Company*: Yes

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Malin Nordesjö

Degree of Master of Science in Business and Economics. Born 1976.

Board Member since 2015.

Other Board assignments: Board member in Bergman & Beving and in a number of companies within the Tisenhult Group.

Professional experience: Senior positions in Tisenhult Group and Trittech Technology.

Number of shares in the Company: 19,502 class B shares.

Independence in relation to the Company/management*: Yes

Independence in relation the major shareholders of the Company*: No

Johan Sjö

Degree of Master of Science in Business and Economics. Born 1967.

Board Member since 2008.

Other Board assignments: Chairman of the Board in AddLife, Momentum Group, OptiGroup and Prosero Security Group. Board member in Camfil and M2 Asset Management.

Professional experience: CEO in Addtech AB and senior positions in Bergman & Beving, and formerly Alfred Berg/ABN Amro.

Number of shares in the Company: 10,080 class A share and 30,000 class B shares. Call options equivalent to 25,500 B-shares.

Independence in relation to the Company/management*: No

Independence in relation the major shareholders of the Company*: Yes

Niklas Stenberg

Degree of Master of Laws (L.L.M.). Born 1974.

CEO and Group CEO in Addtech AB.

Employed in the Group since 2010.

Professional experience: Senior positions within Addtech and Bergman & Beving, former lawyer.

Number of shares in the Company: 44,034 class B shares. Call options equivalent to 69,500 B shares.

Independence in relation to the Company/management*: No

Independence in relation the major shareholders of the Company*: Yes

* The information regarding independency is related to the proposed Board members' independence in accordance with the Swedish Corporate Governance Code in relation to a) the Company/management and b) major shareholders.

Stockholm, July 2020

Addtech AB (publ)

The Nomination Committee in Addtech AB