

## The nomination committee's proposal for the Board of Directors etc.

The nomination committee has consisted of Cédric Vincent (representing Reworld Media S.A.), Yi Shi and Pascal Chevalier (chairman of the Board of Directors).

The nomination committee has proposed the following to the Annual General Meeting:

- that Sören Lindström, Hannes Snellman Attorneys, is elected as the chairman of the Meeting;
- that the number of ordinary members of the Board of Directors shall amount to five with no deputies;
- that the following persons are elected as ordinary members of the Board of Directors: Pascal Chevalier, Gautier Normand, Nils Carlsson, Jérémy Parola and Erik Siekmann;
- that Pascal Chevalier is re-elected chairman of the Board of Directors;
- that EY AB is re-elected as auditor. EY AB has informed that Erik Sandström will be appointed as auditor in charge;
- that the remuneration to the Board of Directors shall amount to:

Pascal Chevalier (chairman of the Board of Directors)	SEK 1,000,000
Gautier Normand	SEK 1,000,000
Nils Carlsson	SEK 250,000
Jérémy Parola	SEK 250,000
Erik Siekmann	SEK 250,000
chairman of the remuneration committee	SEK 0
members of the remuneration committee	SEK 0

The reason for the proposed higher remuneration to Pascal Chevalier and Gautier Normand is that the amount of work in relation to their roles and responsibilities within the Board of Directors is expected to be very extensive and time consuming during the period up until the next Annual General Meeting.

- that remuneration is not awarded to members of the Board of Directors who are employed by the TradeDoubler group;
- that any cash remuneration, if agreed separately with the company, may be invoiced by a company fully owned by the member. In such event, the invoiced remuneration shall be increased with an amount corresponding to social security contributions and value added tax; and
- that the auditors shall be entitled to a fee in accordance with the amount invoiced.

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*The nomination committee*  
 Stockholm in March 2016  
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