

The nomination committee's motivated statement regarding its proposal for the Board of Directors of TradeDoubler AB (publ)

The nomination committee proposes re-election of the members Mats Sundström, Kristofer Arwin, Martin Henricson, Caroline Sundewall and Simon Turner.

Mats Sundström is proposed to be re-elected as the chairman of the Board of Directors.

The current member Heléne Vibbleus Bergquist has declined re-election.

The proposal of the nomination committee means that the Board of Directors during the following term will include five General Meeting elected ordinary members without any deputies.

The nomination committee has evaluated the work of the Board of Directors, *inter alia* by individual interviews with all members.

The interviews indicate that the Board of Directors is well-functioning and that the members carry out the Board work in a very engaged manner. When drawing up proposals to the Board of Directors the nomination committee has based its work on the requirements that the company's strategic development, international business and governance and control have on the collective competence, experience and background of the Board of Directors. The Board of Directors of TradeDoubler has been gender balanced during the most recent years. This year's decrease in the number of members affect the gender balance negatively and the nominee committee's ambition is to regain a gender balance in the future.

The nomination committee considers the proposed election of the Board of Directors to fulfil set criteria. The composition of the Board of Directors is considered to be appropriate to meet the business' requirements in the long term.

The nomination committee considers that the members of the Board of Directors are independent in relation to the company and the executive management as well as in relation to the company's larger shareholders.

The nomination committee
Stockholm in April 2013
TradeDoubler AB (publ)