

The nomination committee's proposal to the Annual General Meeting (AGM) of Micronic Mydata AB (publ) on 6 May, 2013 on the establishment of a nomination committee prior to the 2014 AGM (paragraph 16 of the agenda)

The nomination committee proposes that a decision be taken at the AGM to appoint a new nomination committee prior to the 2014 AGM in accordance with the following.

- 1 *Election of members, etc.*
 - 1.1 The chairman of the board shall, latest by the end of the third quarter 2013, contact the three largest registered or otherwise known shareholders and ask them to appoint one member each to the nomination committee. If one of these three shareholders waives his right to appoint a member to the nomination committee, the next largest shareholder shall be contacted with the mandate to appoint a member to the nomination committee. The mandate period shall run until a new nomination committee is appointed.
 - 1.2 The chairman of the board is a member of the nomination committee.
 - 1.3 The chairman of the board convenes the first meeting of the nomination committee. Thereafter, a chairman is appointed to the nomination committee. The chairman of the board may not be appointed to this position.
 - 1.4 The composition of the nomination committee shall be made public latest six months prior to the AGM. The nomination committee shall perform the functions required by the Swedish Code of Corporate Governance and shall submit proposals for the process to appoint a new nomination committee.

The nomination committee can, in and of itself and through adjunction of required additional member(s), appoint a special nomination committee to choose an auditor. If such an appointment takes place, it shall be made public as described in this paragraph above.

Thus shall all shareholders be informed which persons to contact in matters relating to nominations.

- 1.5 If any shareholders who appoint members to the nomination committee sell a substantial portion of their shares in the company before the nomination committee's mission is completed, the member appointed by this shareholder shall resign and be replaced by a new member, if the nomination committee so decides, to be chosen by the largest registered or otherwise known shareholder not already represented on the nomination committee at the time. If a member of the nomination committee ceases to represent the shareholder who appointed the

member before the nomination committee's mission is completed, then that member shall, if the nomination committee so decides, be replaced by a new member appointed by the shareholder. If ownership is otherwise significantly changed before the nomination committee's mission is completed, then changes shall be made in the composition of the nomination committee in accordance with the principles described above, if the nomination committee so decides.

2 *Nomination committee duties*

2.1 The nomination committee shall prepare and submit proposals to the AGM regarding:

- election of a chairman to the AGM.
- decision on the number of board members.
- election of the company's chairman and board members and determination of remuneration of same.
- selection of auditor and deputy auditor and determination of remuneration of same (where appropriate).
- selection of members to other special committees or advisory groups that the AGM may decide to appoint and remuneration of same.
- process for appointing a new nomination committee.

2.2 The nomination committee's proposals shall be forwarded to the company through the chairman of the board no later than six weeks prior to the AGM where election of the board or auditor shall take place. Proposals shall as far as possible include all necessary information so that the company and its management can meet the information requirements of the Swedish Companies Act, stock exchange regulations, good practice for listed companies, and other applicable rules and recommendations.

2.3 The chairman of the board shall provide the nomination committee with information about the board's competency profile and ways of working as appropriate.

3 *Meetings*

3.1 The nomination committee shall meet as and when required to enable it to discharge its duties, but at least once during the mandate period. A summons to committee meetings is issued by the chairman of the nomination committee (except as described in paragraph 1.3 above). A member may request that the committee convene.

3.2 The nomination committee has a quorum if at least three members participate. However, the decision in question shall not be taken if all

members have not had the opportunity to participate in the handling of the matter to the extent possible. A decision taken by the nomination committee stands when more than half of the members present vote for it. In the event of a tie, the chairman of the nomination committee casts the deciding vote.

- 3.3 Minutes shall be kept of nomination committee meetings, which are then signed or adjusted by the chairman and one member appointed by the nomination committee. The minutes shall be stored in accordance with the same rules which govern storage of board meeting minutes.
