

Proposals for an extraordinary shareholders' meeting in Anoto Group AB (publ)

The below shareholders representing in total approximately 45.5 per cent of the outstanding shares in the company hereby request that the Board convenes an extraordinary shareholders' meeting to resolve on the below matters.

Shareholder	Shareholding (number / percentage)
Tore Aksel Voldberg	7 036 207 / 4.05%
Reidar Fougner	5 592 003 / 3.22%
Erik Just Johnsen	3 549 219 / 2.04%
Tore Bjark	1 665 000 / 0.96%
Erik Tronbøl	1 850 000 / 1.06%
Home Capital v/Kenneth Andersen	4 705 470 / 2.71%
Danske Capital Sverige AB v/Tomas Klevbo	11 527 292 / 6.60%
Ventor AS v/Per Boasson	11 444 556 / 6.59%
Augusta AS v/Finn Espen Arnesen	700 000 / 0.40%
Anglo Supply AS v/Jan Ivar Sørensen	470 000 / 0.27%
Aurora Investment Ltd	30 522 726 / 17.58%
Total	79 062 473 / 45.5%

Proposal for number of Board members, fees to the Board members and election of new Board member

- The number of Board members shall be five, with no deputy Board members, for the period of time until the next annual general meeting.
- Any newly elected member of the Board shall be paid a fee for his work as a Board member, in accordance with the levels of remuneration resolved by the annual general meeting 2013, in proportion to the duration of the term of the directorship. For the Board members elected by the annual general meeting 2013, the fee shall remain unchanged as resolved by the annual general meeting.
- Mr Erik Tronbøl shall be elected new Board member, for the period of time until the next annual general meeting. Mr Tronbøl has with his 24 years' experience from the finance-industry an extensive network in Stockholm, Oslo, London, New York and other places. He has been a partner both in Norse Securities AS and RS Platou Markets AS. He holds a degree in B&A from Oslo Business School. He knows Anoto very well after more than 7 years being a very active shareholder and today owns a substantial amount of shares. He is also regarded by us as a good representative for all the shareholders as he knows and speaks to all shareholders regardless of geographic location or size. He has already in many instances acted as a pro-bono financial advisor to the company.

He has the right qualifications, good knowledge of the company and should be a valuable addition to the Board.

Proposal for authorization to issue shares and/or convertibles and/or warrants

- We propose that the general meeting resolve to authorize the Board to resolve, on one or several occasions before the next annual general meeting, with or without disapplication of the shareholders' pre-emptive right, to issue shares and/or convertibles and/or warrants.
 - Such resolution may include provisions for payment against set-off of claims.
 - The number of shares that may be issued, the number of shares that the convertibles may be converted into and the number of shares that may be issued by virtue of exercise of the warrants shall not exceed 19 291 639 shares in total. Assuming the authorization is fully exercised it will result in a dilution of approximately 10 per cent of the number of shares in the company (based on the total number of shares in the company as of this date and after the authorization has been fully exercised).
 - The purpose of the authorization and the reason for any disapplication of the shareholders' pre-emptive right is to increase the financial flexibility of the company. The Board may not use the authorization for the purpose of financing any new corporate acquisition (*Sw: företagsförvärv*).
 - The Board, or any person appointed by the Board, shall be authorized to make such minor adjustments of the resolutions that may prove necessary for registration with the Swedish Companies Registration Office (*Sw: Bolagsverket*).
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