

Resolution proposed by the board of directors governing guidelines for remuneration for senior executives

The board proposes that the annual general meeting approve guidelines governing remuneration for senior executives of the PartnerTech group ("the group" below) as follows.

The guidelines shall apply to remuneration and other terms of employment for the CEO and other members of group management.

Guidelines

The guidelines shall apply to employment contracts entered into after the meeting's resolution, and in the event that changes are made to existing terms of employment after that date.¹ The company shall endeavor to offer total remuneration that is reasonable and competitive. Remuneration shall vary in relation to individual and group performance. Total remuneration for group management is proposed in accordance with the components specified below.

Fixed salary

The fixed salary shall be competitive and based on responsibility, expertise and performance. The fixed salary shall be revised each year.

Variable salary

The variable salary shall be based on the company's sales and earnings performance, its return on capital employed, and specific targets for each executive's sphere of responsibility. The variable salary shall be paid on a yearly basis at no more than the annual fixed salary.

Long-term incentives

The board intends to regularly evaluate the need for a long-term incentive program to be proposed to the annual general meeting

¹Page 55 of the company's annual report describes the substance of current employment contracts with group management.

Insurable benefits

Retirement pension, sickness benefits and medical benefits shall be designed such that they reflect rules and practices in the executive's native country. Pension plans shall be defined contribution to the extent possible. Depending on the tax and/or social insurance applicable to the particular individual, other adjusted pension plans or schemes may be approved.

Other benefits

Other benefits shall be awardable to members of group management, either individually or collectively. Such benefits shall not represent a significant percentage of total remuneration. In addition, the benefits shall be in line with the norm for the market.

Notice of termination

The period of notice shall be no longer than 12 months if termination is initiated by the company and 6 months if termination is initiated by a member of group management.

In individual cases, the board may approve severance pay beyond the period of notice.

Departure from the guidelines

The board shall be entitled to depart from these guidelines in individual cases when special grounds arise.

Board of directors

Appendix 1 specifies possible remuneration for group management.

Appendix 1

Possible remuneration for group management

The figures in the tables below are based on 2009 remuneration levels. The table below illustrates remuneration for 2009, when sales declined by 15% and return on operating capital was -0.4%.

SEK thousand	Basic salary	Variable salary	Incentive program	Payroll overhead, etc.	Total
CEO	3,000	0	0	1,876	4,876
Group management	6,447	0	0	3,810	10,257
Total	9,447	0	0	5,686	15,133

The table below illustrates the cost of maximum remuneration in accordance with current terms of employment. Remuneration illustrated below assumes better return on operating capital and better target fulfillment within each executive's sphere of responsibility than actual remuneration for 2009 in the table above.

SEK thousand	Basic salary	Variable salary	Incentive program	Payroll overhead	Total
CEO	3,000	2,100	0	2,926	8,026
Group management	6,447	1,519	0	4,570	12,536
Total	9,447	3,619	0	7,496	20,562

The incentive program – under which shares may be subscribed for until May 31, 2010 (see page 63 of the annual report) – has no value as of today's date. As a result, no calculation has been performed to determine the implications for participants in the program.

Board of directors