



**PROPOSALS TO EXTRAORDINARY GENERAL MEETING  
EXTRAORDINARY GENERAL MEETING OF SCANFIL PLC**

**20 AUGUST 2015**

**SIEVI**

# SCANFIL

## CONTENT:

1	RESOLUTION ON THE NUMBER OF MEMBERS OF BOARD OF DIRECTORS .....	3
2	ELECTION OF MEMBERS OF BOARD OF DIRECTORS.....	4
3	RESOLUTION ON THE REMUNERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS .....	5



## 1 Resolution on the number of members of board of directors

The Nomination Committee of the Board of Directors proposes to the general meeting that the number of members of the Board of Directors shall be **four (4)**.

In Sievi 13 July 2015

SCANFIL PLC

BOARD OF DIRECTORS



## 2 Election of members of Board of Directors

On 25 May 2015, Scanfil announced a recommended cash offer to the shareholders in PartnerTech AB to tender all shares in PartnerTech to Scanfil for SEK 35 per share. The decision was taken to make the purchase offer as communicated by Scanfil plc on 25 June 2015 after 97.3% of all shares and votes in PartnerTech AB had been offered in the purchase offer during the actual offering period, and all preconditions for implementing the purchase offer had been fulfilled. In connection with the arrangement, Scanfil plc will change the composition of its Board of Directors in order to ensure that there is sufficient expertise in the operations of PartnerTech AB. The Nomination Committee of the Board of Directors of Scanfil Plc proposes that one member of the current Board of Directors of PartnerTech AB be appointed to the Board of Scanfil plc.

The Nomination Committee of the Board of Directors, supported by the company's major shareholders holding over 50% of the shares and votes, proposes that the general meeting will re-elect the following board members:

*Harri Takanen* (born 1968),

*Jarkko Takanen* (born 1967),

*Christer Härkönen* (born 1957) and as new member of the Board

*Bengt Engström* (born 1953)

According to the proposal, Harri Takanen would continue as the Chairman of the Board of Directors.

The first time nominee to the Board of Directors Bengt Engström is presented on Company's website at [www.scanfil.com](http://www.scanfil.com).

The term of office of the Board members expires at the close of the first Annual General Meeting following the one at which they were elected. All Board member nominees have given their consent to the election.

In Sievi 13 July 2015

**SCANFIL PLC  
BOARD OF DIRECTORS**



### 3 Resolution on the remuneration of the members of the Board of Directors

Shareholders who hold more than 50% of the shares and votes propose that the remuneration for the members of the Board of Directors is as follows: Chairman of the Board of Directors **EUR 2,200/month**, member of the Board of Directors **EUR 1,700/month**.

In Sievi 13 July 2015

**SCANFIL plc**

**BOARD OF DIRECTORS**