



Summary of Notice of Annual General Meeting in Clavister Holding AB (publ.), 556917-6612

Shareholders in Clavister Holding AB (publ.) 556917-6612 ("Company") are hereby invited to the Annual General Meeting on Thursday April 27th 2017 at 1:00 pm at the Company's premises at Sjögatan 6J , Örnsköldsvik, SWEDEN.

Right to participate and how to register

To participate, shareholders must be registered as shareholders in the Company in the Euroclear Sweden AB share register by Friday April 21st 2017 the latest and must notify the Company on their wish to participate by Friday April 21st 2017 the latest. Notification on wish to participate shall be sent by e-mail to finance@clavister.com or by regular mail to address Clavister Holding AB, Sjögatan 6 J, 891 60 Örnsköldsvik, SWEDEN. The notification shall state name, social security number or organization number, shareholding, address and phone number. Should shareholder intend to bring one or two counsels, also the counsels' participation shall be notified in accordance with the above.

Shareholders represented through proxy shall issue a written and dated Power of Attorney. If the Power of Attorney is issued by a legal person, a Certificate of Registration or equivalent authorization document, showing that the signatories of the Power of Attorney are authorized to sign for the legal person, shall be attached to the Power of Attorney. The validity of the Power of Attorney may be specified to a maximum of five (5) years from issuance. A copy of the Power of Attorney and any Certificate of Registration shall be sent to the Company prior to the meeting at the Company address stated above. Power of Attorney forms are available at the Company website, www.clavister.com.

Nominee registered shares

Shareholders with nominee registered shares must request for temporary registration of the shares at Euroclear Sweden AB before Friday April 21, 2017 to have the right to participate in the meeting.

Proposed agenda and proposals

1. Opening of meeting and appointment of Chairman.

The Nomination Committee proposes that the AGM appoints attorney at law Jan Ramkvist as Chairman of the meeting.

2. Approval of voting list.

3. Appointment of one or two persons to verify the minutes.

4. Determination of whether the meeting has been duly convened.

5. Approval of the agenda.

6. Presentation of the annual report and audit report and the consolidated annual report and audit report.

7. Resolution on

a) approval of the Company's income statement and balance sheet and consolidated income statement and balance sheet

b) allocation of the Company's profit or loss according to the balance sheet, and

c) discharge of the Board and Chief Executive Officer.

8. Resolution on number of Board Directors.

The Nomination Committee proposes that the AGM resolves that the Board of Directors should consist of eight (8) Directors.

9. Resolution on remuneration for Board members and auditors.

The Nomination Committee proposes that the AGM resolves on the following remunerations: Chairman SEK 350 000 (previous year SEK 250 000) and SEK 160 000 (previous SEK 125 000) to each of the other Directors who are not employed by or carries other equal compensation from any of the companies in the group. The Nomination Committee further proposes that the AGM resolves that the remuneration to the auditor shall be paid in accordance with approved invoices.

10. Election of the Board of Directors and auditors.

The Nomination Committee proposes that the AGM resolves on re-election of Göran Carstedt, Peter Dahlander, Ilkka Hiidenheimo, Björn Norrbom and Jan Ramkvist and on new election of Annika Andersson Sigrun Hjelmquist and Viktor Kovacs. Niclas Eriksson has announced that he is not standing for re-election.

Statement by the Nomination Committee regarding the election of the Board of Directors in accordance with paragraphs 2.6 and 4.1 of the Swedish Code of Corporate Governance is available on the Company website, www.clavister.com.

11. Resolution to adopt Instruction for the Nomination Committee.

The Nomination Committee proposes that the AGM resolves to adopt Instructions for the Nomination Committee specified in [Appendix 1](#) (please see Appendix 1 in original Notice of Annual General Meeting in Swedish).

12. Resolution to issue warrants.

The Board of Directors proposes that the AGM resolves to issue maximum 300 000 warrants to the Company subsidiary Clavister AB for transfer to current and/or future senior executives in Clavister AB and/or subsidiary PhenixID on market conditions.

13. Resolution to authorize the Board of Directors to resolve on issue of shares and/or convertibles.

The Board of Directors proposes that the AGM resolves to authorize the Board of Directors to, until the next AGM, on one or more occasions, within the limits of the Articles of Association and with or without deviation from the shareholders preferential rights, resolve to issue maximum 1 500 000 shares and/or convertibles on market conditions, corresponding to a dilution of approximately 6.15% of the share capital and votes in the Company after dilution.

14. Resolution on Guidelines for salary and other remuneration for Senior Executives.

The Board of Directors proposes that the AGM resolves to adopt Guidelines for salary and other remuneration for Senior Executives specified in [Appendix 2](#) (please see Appendix 2 in original Notice of Annual General Meeting in Swedish).

15. Closure of the meeting.

Number of shares and votes

The total number of shares in the Company as of the date of the Notice of Annual General Meeting amounts to 22,895,384 shares carrying the same number of votes. The Company owns 330 000 of its own shares through its subsidiary PhenixID.

Majority regulations

In order to achieve a valid resolution under section 13, the resolution must be supported by shareholders representing at least two thirds of the votes given and of the shares represented at the meeting.

In order to achieve a valid resolution under section 12, the resolution must be supported by shareholders representing at least nine tenths of the votes given and of the shares represented at the meeting.

Other information

Power of Attorney forms are available at the Company at the address above and on the Company website, www.clavister.com. Documents required under the Swedish Companies Act are available at the Company and on the Company's website no later than three (3) weeks before the meeting. Documents can be sent to shareholders upon request.

Further information

Shareholders are hereby reminded of their right to request for further information from the Board of Directors and the Chief Executive Officer at the Annual General Meeting in accordance with Chapter 7 Section 32 § of the Swedish Companies Act.

This is a summary in English of the original Notice of Annual General Meeting in Clavister Holding AB (publ) 27th April 2017, in Swedish, published on the Company website 30th March, 2017. For complete agenda and proposals, please refer to the original notice. For further information in English, please contact the Company at finance@clavister.com.

Örnsköldsvik, SWEDEN, April 2017
Clavister Holding AB (publ)
Board of Directors