

(Disclaimer, the Swedish notice is the original and the one to follow in case of differences)

Notice of Annual General Meeting

The shareholders of Netlight Consulting AB (publ) with org. No. 556575-6227 (hereinafter "Netlight") are welcome to attend the Annual General Meeting, which takes place at 16:00 on 22 May 2017 at Netlight's premises at Birger Jarlsgatan 7, Stockholm. Entry and registration of the meeting will begin at 15:00.

Registration

Shareholders who wish to attend the meeting shall:

- be entered in the register kept by Euroclear Sweden AB at the record date of 16 May 2017.
- according to chapter 7, 2§ part 2 in The Companies Act (2005:551), ABL, sign up to the company. The application can be mailed to Netlight Consulting AB (publ), Joakim Brunzell, Birger Jarlsgatan 7, 11145 Stockholm or via email to ir@netlight.com. Registration must be made no later than May 16, 2017. After this day, it is not possible to register.

Information in the notification

- Name of the shareholder,
- Social security number (if it is instead a legal person, the organization number must be entered).

NOTE! Upon entering the AGM, the person who wishes to participate must present a valid identity document.

Management-registered shares

In addition to registering, shareholders who have their shares registered through their bank or other trustees such as an AP fund, etc., must be temporarily registered in the shareholders' register in their own name (coting rights registration) in order to be entitled to attend the meeting after registration. In order for this registration to be entered in the share register at the record date on May 16, shareholders must request re-registration with the trustee in good time before this date. The shareholder is responsible for this. If no re-registration has been made before May 16, the shareholder will not be able to attend the Annual General Meeting.

Representatives and assistants

Shareholders who do not have the opportunity to attend personally at the Annual General Meeting are entitled, according to chapter 7, 3§ ABL, to the right to register a proxy. In order for the representative to exercise the shareholder's right to attend the meeting, pursuant to chapter 7, 3§ part 2 ABL, a by the shareholders signed and dated power of attorney must be presented. The term of validity of the proxy may not exceed five years from the date of issue if specified in the authorization. The term of validity is valid for a maximum of one year from the date of issue if nothing else is said. If the power of attorney is issued by a legal person, a certified copy of the registration certificate (or similar authorization document) may be displayed.

A shareholder or an agent owns in accordance with chapter 7. Section 5 right to bring no more than two assistants at the Annual General Meeting. The assistance may comment at the meeting

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but does not own voting rights. If the shareholder can not attend himself and instead wishes to attend by proxy, the name and social security number of the representative must be stated in the notification.

Documents

Accounting documents and audit reports (and copies thereof) are in accordance with the provisions of chapter 7, 25§ ABL, available at Birger Jarlsgatan 7, 111 45, Stockholm two weeks before the meeting. Copies of these documents may be sent free of charge to his/her postal address at the request of the shareholder. The papers will be presented at the meeting.

Information

According to chapter 7, 32§ part 1 ABL, the Board of Directors and the Managing Director shall, at the request of a shareholder at the Annual General Meeting, provide information about:

- Conditions that may affect the assessment of a matter on the agenda and
- Conditions that may affect the assessment of the company's financial situation.

Shareholders who wish to submit questions in advance can do so by letter to Netlight Consulting AB (publ), Birger Jarlsgatan 7, 111 45 Stockholm.

We would like to remind you that the right to information only applies if the Board believes that it can happen without material damage to the company.

Shares and votes

The total number of shares in the company amounts to 155 369 314 per day of this notice. The share entails one vote and thus the total number of votes in Netlight per day for this notice amounts to 155 369 314.

Draft agenda

1. Opening of the meeting.
2. Election of Chairman of the Meeting.
3. Establishment and approval of voting rights.
4. Approval of agenda.
5. Election of Adjustment Officers.
6. Examination of whether the meeting has been convened.
7. Presentation of the annual report and the audit report, the consolidated accounts and the consolidated audit report.

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8. Decision:
 - a. To determine the income statement and balance sheet and the consolidated income statement and consolidated balance sheet,
 - b. On disposal of the company's profit in accordance with the established balance sheet,
 - c. On discharge from the Board members and the CEO.
9. Determination of the number of Board members and alternates and, if applicable, the number of auditors and deputy auditors.
10. Determination of fees to the Board and auditors.
11. Election of Board and, where applicable, Auditor and Deputy Auditors.
12. Resolution on new articles of association.
13. Decision on split of shares.
14. Decision on guidelines for remuneration to company management.
15. Decision on election committee.
16. Closing of the meeting.

Proposition for resolution

The following points are proposed for decision.

Dividend (item 8B)

The Board proposes that the capitalized profit (free equity) of the Parent Company, SEK 240,009,620, be distributed so the shareholders receive SEK 170,906,245, a dividend of SEK 1.10 per share. The remaining SEK 69 103 375 will be transferred on a new account. The Board proposes that the record date for dividend is May 24, 2017. Payment by Euroclear Sweden AB is expected to take place on Thursday, May 30, 2017, but no later than May 31, 2017.

Determination of the number of Board members and alternates, as well as the number of Auditors and Deputy auditors (item 9)

The Nomination Committee proposes that the Board be composed of six (6) ordinary members and no deputies.

At the previous Annual General Meeting it was decided that the number of auditors should be one (1). The decision is valid until the Annual General Meeting in 2018.

Determination of fees to the Board and auditors (item 10)

The Nomination Committee proposes that fees be paid by SEK 560,000 to the external board members appointed by the Annual General Meeting, of which SEK 350,000 will be paid to the Chairman of the Board and SEK 105,000 to other members, ie. those who are not employed by the company and / or represent a major share of shares.

The Nomination Committee proposes that remuneration to the auditor be paid in accordance with the approved account.

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Election of Board and, where applicable, Auditors and Deputies of auditors (item 11)

BOARD

Nomination Committee's proposal::

- Re-election of the Board's current Chairman, Hans Axel Ivan Wirfelt (independent).
- Re-election of member Ulf Jonas Hovmark (main owner), Gunnel Tolfes (independent) and Sofie Anna Maria König (independent).
- New choice by Henrik Sidebäck (main owner) and Karolina Olofsson (Partner).

Short personal description of the proposed new board members

Henrik Sidebäck works operatively as a Partner and is one of Netlight's founder and principal owner. Henrik, after graduating from KTH, has 20 years of experience as a consultant in the IT industry. Since the start of Netlight, he has been a leading authority in his consultancy work and works actively and operationally in the field of knowledge dissemination, to develop Netlight's position in the forefront of digitalization. Henrik's goal is to continue to help Netlight retain this position in order to ensure long-term value creation in the company.

Karolina Olofsson has been working as Partner at Netlight for 10 years. Karolina has previously been Sweden manager at Netlight and now she shares her time between Stockholm and Netlight's German growth offices. She is also Engagement Manager for some of Netlight's largest customers. During her time at Netlight, Karolina has also worked with leadership development and development of Netlight's organizational model. Karolina has been appointed one of Sweden's Future Female Leaders of the Leadership Organization for two consecutive years, and has been nominated for the Innovative Leadership of the Year by the magazine "Chef". Karolina is Mechanical Engineer from Chalmers, has previously been CEO of Delight Interactive and has been a consultant at Volvo Cars and Ericsson.

AUDITOR

At the previous Annual General Meeting, it has been decided that Ernst & Young will continue to be responsible for the audit for the Netlight account until the Annual General Meeting 2018. Beata Lihammar was appointed Chief Accountant.

Amendments to the Articles of Association in accordance with paragraph 12 below clarify that the election of the auditor is to be done every two years.

Resolution on the adoption of a new Articles of Association (item 12)

The Board of Directors proposes in paragraph 13 below that the AGM will decide that the company's shares will be divided (split). The Board of Directors also intends to clarify the election of the auditor and regarding reconciliation reservations.

Therefore, the Board proposes that the company's Articles of Association be amended as follows.

- § 4 is amended and thus worded as follows:

"The number of shares shall be at least 500 000 000 and no more than 2 000 000 000."

- § 9 is then amended
 - New item 1 (other items increased by 1) is added and reads "Opening of the meeting."

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§ 12 on reconciliation reservations is amended and is worded as follows:

"The Company's shares shall be registered in a record of reconciliation pursuant to the Financial Instruments Accounts Act (1998: 1479).

The shareholder or trustee who, on the record date, is entered in the share register and recorded in a reconciliation register, according to Chapter 4. The Securities Centers Act (1998: 1479) and Financial Instrument Accounts, or those listed in Reconciliation Accounts under Chapter 4. Section 18, first paragraph, paragraphs 6 to 8, shall be deemed to be entitled to exercise the rights set out in Chapter 4. Section 39 of the Swedish Companies Act (2005: 551)."

▪ § 13 regarding the election of auditor and, if applicable, deputy auditor adds as follows:

"The assignment as auditor and, as the case may be, deputy auditor shall be valid until the end of the Annual General Meeting held during the second financial year following the appointment of the auditor or, as the case may be, the deputy auditor."

The Board also proposes that the Board, or the on the Board instructs, be entitled to make the minor adjustments to the decision which may prove necessary in connection with the registration of the decision by the Swedish Companies Registration Office or Euroclear Sweden AB.

For a valid decision as described above, the assistance of shareholders with at least two thirds of both the votes cast and the shares represented at the meeting is required.

Resolution on division of shares (split) (item 13)

The Board proposes that the Annual General Meeting resolves to increase the number of shares in the company by dividing each share into four (4) shares (split 4: 1). After completion of the division of shares, the number of shares in the company will increase from 155 369 314 to 621 477 256. For the decision, the following conditions shall also apply:

1. The Board proposes that the AGM authorizes the Board to determine the record date for the split, which may not occur before the date of the split decision.
2. The resolution presupposes amendment of the Articles of Association.
3. The Board also proposes that the Board, or the on the Board instructs, shall be entitled to make the minor adjustments to the decision which may prove necessary in connection with the registration of the decision by the Swedish Companies Registration Office or Euroclear Sweden AB.

The division of shares is conditional upon the AGM resolving to amend the Articles of Association in accordance with paragraph 12 above.

Guidelines for remuneration to senior management (item 14)

The Board proposes that the Annual General Meeting decide on the following guidelines for remuneration to senior executives called Partners. Remuneration consists of fixed salary, variable salary, pension and other benefits. The total remuneration shall be marketable and competitive and reflect the employee's responsibility and the complexity of the position. The remuneration will aim at giving employees a long-term incentive to grow and take new roles and responsibilities while also giving short-term benefits.

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- The fixed salary should be equal to employees with the same role and responsibility.
- Pension benefits should consist of defined-contribution pension plans related to the fixed salary.
- The variable remuneration should be based on outcomes in relation to set goals and be linked to employee performance. The variable compensation must have a ceiling and must never exceed the fixed part. In addition, the variable remuneration shall be conditional upon the company not reporting loss for the year to which the compensation relates. The variable remuneration shall not be pensionable.
- Partners have a notice period of at least four (4) months and the variable remuneration does not expire if the employee interrupts the employment during the term of the program until the next Annual General Meeting.

Decision on election committee (item 15)

The Nomination Committee represents the company's shareholders. The AGM appoints the nomination committee's chairman or specifies how members of the nomination committee are to be appointed.

The Nomination Committee's task is to prepare and submit proposals to the Annual General Meeting:

- Election of chairman for the meeting,
- Election of the Chairman of the Board and other members of the Board of Directors,
- Board fees for the chairman and each of the members of the Board and possible remuneration for committee work,
- Election and remuneration of auditors,
- Election of election committee, alternatively decision regarding principles for appointment of election committee and
- Steering documents for the nomination committee's work.

The Nomination Committee proposes that the Nomination Committee for the 2017/2018 operational year be composed of the following members:

- Sofie König (chairman),
- Erik Ygberg (representative of the principal owners) and
- Gustaf Eriksson (representative of minority owners)

Stockholm april 2017

Netlight Consulting AB (publ)

The Board