Proffice Group

February 2, 2016

Notice of Extraordinary General Meeting in Proffice Aktiebolag (publ)

Shareholders in Proffice Aktiebolag (publ), corporate identity no. 556089-6572 ("the Company"), are hereby invited to attend the Extraordinary General Meeting (EGM) on Wednesday, 24 February 2016 at 3 pm at Proffice's headquarters, Regeringsgatan 65 in Stockholm, Sweden.

Notice of intention to participate

Shareholders who wish to participate in the EGM must:

- Be registered with Euroclear Sweden AB by Thursday, 18 February 2016, and
- Send notification to the Company to be received no later than Thursday, 18 February 2016, preferably before 4 pm, to one of the following: Proffice AB (publ), Shareholder Service, PO Box 70368, SE-107 24 Stockholm, Sweden, or by telephone: +46 8-787 17 00 or e-mail: ir@proffice.com.

When registering, shareholders must include their name, address, telephone number, civil identification or corporate identity number, the number of shares represented, and the names of any legal representatives. If participation is by proxy, the proxy form must be submitted prior to the EGM. Proxy forms in Swedish and English are available on the Company's website at; <u>www.proffice.com</u>.

Shareholders whose shares are registered under a nominee name must temporarily re-register them in their own names, in addition to registering their intention to participate in the EGM. For such registration to be completed by Thursday, 18 February 2016, shareholders should contact their banks or nominees well in advance.

Business and proposed agenda

- 1. Opening of the EGM and election of chairman for the meeting.
- 2. Preparing and approving voting list.
- 3. Approving the agenda.
- 4. Electing at least one person to verify the minutes.
- 5. Determining whether the EGM has been duly convened.
- 6. Determining the number of board members
- 7. Determining board remuneration
- 8. Electing the board
- 9. Closing the meeting.

Resolution proposals

Randstad Nordic AB holds approximately 97 percent of the total number of outstanding shares in the Company and has communicated the below proposals regarding items 6-8:

<u>ltem 6</u>

The board shall consist of four ordinary members and no alternate members

Item 7

The board members shall not be entitled to any remuneration

Item 8



The following persons are proposed as directors of the board:

- Paul van de Kerkhof, 58 years old, Managing Director Nordics & India at Randstad Holding
- Robert Jan van de Kraats, 55 years old, CFO at Randstad Holding nv
- Henrik Höjsgaard, 50 years old, CEO of Proffice
- Jeroen Tiel, 47 years old, Managing Director Randstad Sweden and Denmark

Paul van de Kerkhof is proposed as Chairman of the board.

Number of shares and votes

At the day of this notice, the total number of shares in the company is 68,677,773, of which 2,000,000 are A-shares carrying 10 votes each, and 66,677,773 are B-shares carrying one vote each. The Company holds, as of the same date, 2,758,317 own B-shares.

Shareholders right to request information

Pursuant to Chapter 7 section 32 of the Swedish Companies Act, the board of directors and the managing director are under a duty to, if any shareholder so requests and the board of directors deems that it can be made without material damage to the Company, provide information regarding circumstances which may affect the assessment of a matter on the agenda. The duty to provide information also comprises the Company's relation to the other group companies, the consolidated accounts and such circumstances regarding subsidiaries which are set out in the foregoing paragraph.

Stockholm, February 2016 Proffice Aktiebolag (publ) Board of Directors

This is a translation from Swedish. In the event of any discrepancies between the Swedish version and the translation, the former shall have precedence.

Proffice Aktiebolag (publ) discloses the information provided herein pursuant to the Securities Markets Act and/or the Financial Instruments Trading Act. The information was released for publication on the 2nd of February 2016 at 8.00 am CET.