

The reasoned statement of the Nomination Committee regarding its proposal to the Board of Directors in BTS Group AB (publ) at the Annual General Meeting on April 29, 2009.

The Nomination Committee proposes the re-election of Mariana Burenstam Linder, Henrik Ekelund, Stefan Gardefjord, and Dag Sehlin as well as the election of Michael Grindfors as a new member. As Dag Sehlin has declined re-election as Chairman, Michael Grindfors is proposed as Chairman of the Board.

The Nomination Committee considers that the current Board is well-functioning and coordinated. Bearing in mind, the global operations BTS conducts, we are searching for a new Member of the Board with an extensive and qualified international experience. The Nomination Committee's opinion is that Michael Grindfors with his extensive experience from senior positions within many sectors and in different countries will bring valuable skills to the Board.

The Nomination Committee is of the view that the proposed Board, with reference to the company's operations, phase of development and general circumstances, has an appropriate composition.

The Nomination Committee has obtained the following information concerning the proposed Members of the Board:

Mariana Burenstam Linder, born 1957

Member of the Board in BTS Group AB since 2004.

CEO of Burenstam & Partners AB. Other assignments: Chairman of Kontanten AB and the Sweden-America Foundation. Member of the Board of TietoEnator Oy and SäKi AB.

Shares and options held in BTS Group AB: 12,100 Class B shares.

Mariana Burenstam Linder has broad experience from senior positions with a number of Swedish companies. Her previous positions include CEO of Ainax, Executive Vice President of SEB, head of Enskilda Banken and Global Responsibility for Private Banking, IT Manager for Trygg-Hansa and, subsequently the SEB Group, CEO of ABB Financial Consulting and CEO of Nordic Management AB. Mariana Burenstam Linder has an MSc from the Stockholm School of Economics. Independent in relation to the company and its major shareholders.

Henrik Ekelund, born 1955

Chief Executive Officer and President of BTS Group AB.

Shares and options held in BTS Group AB: 816,000 Class A shares and 3,181,825 Class B shares.

Henrik Ekelund is the founder of BTS and has been President of the company since the start in 1986. He has extensive experience as a previous Board member and owner of growth companies, including Jobline AB, Image Publications AB, Strandfastigheter AB (now called Klöver AB) and Universum AB. Henrik Ekelund has an MSc from the Stockholm School of Economics. Dependent in relation to the company and its major shareholders.

Stefan Gardefjord, born 1958

Member of the Board of BTS Group AB since 2003. President of Logica Sverige AB.
Other assignments: Board member of Logica Sverige AB.

Shares and options held in BTS Group AB: 5,000 Class B shares.

Since 1987, Stefan Gardefjord has held a number of senior executive positions within the WM-data Group, including president of various subsidiaries, business area manager and group executive for marketing sales and information. In 2001, he was CEO and President of M2S Sverige AB. Previous positions include Head of Consultancy for Consab Consult AB, before which he worked in the finance and IT departments of Dow Chemical AB. Stefan Gardefjord is a business school economist. Independent in relation to the company and its major shareholders.

Dag Sehlin, born 1945

Chairman of the Board of BTS Group AB since 2003. Other assignments: Member of the Board of ProAct IT Group.

Shares and options held in BTS Group AB: 6,000 Class B shares.

Dag Sehlin has extensive experience from leading positions in the Swedish financial sector. Previous positions include CFO and Deputy CEO of Posten AB, Vice CEO of OM-Gruppen Prior to this he held a range of positions in the fields of economics and finance at a number of Swedish companies. Dag Sehlin has an MSc from the Stockholm School of Economics. Independent in relation to the company and its major shareholders.

Michael Grindfors, born 1956

Vice Chairman of the American consulting firm AlixPartners.

Michael Grindfors was previously President of AlixPartners. He has also held senior positions with a number of companies including Boston Consulting Group, Goldman Sachs and Etonic. Michael Grindfors has an MSc from the Stockholm School of Economics. Independent in relation to the company and its major shareholders.