



Notice of Jeeves' 2012 Annual General Meeting

Shareholders in Jeeves Information Systems AB (publ) are invited to the Annual General Meeting to be held on Thursday, May 15, 2012, at 5 PM, in the Company's premises on the 8th floor, entry F, of the World Trade Center in Stockholm, Sweden.

Participation

Shareholders who wish to participate in the meeting must be entered in the share register maintained by Euroclear Sweden no later than May 9, 2012. Shareholders whose shares are registered with a nominee must request temporary reregistration in their own name with Euroclear well in advance of May 9. Notification of intent to participate must be given no later than 4 PM on May 9, 2012: in writing to Jeeves Information Systems AB, Box 1042, SE-101 38 Stockholm, Sweden; by telephone to +46-8-5870-9900; by fax +46-8-5870-9999; or by e-mail to info@jeeves.se. Specify any assistants who will accompany the participant (no more than two per participant). For shareholders who wish to designate a representative in their place, the Company provides a proxy form on-line at www.jeeves.se, under "Corporate and IR."

The total number of shares in the Company is 2,839,615. Each share entitles its holder to one vote.

Proposed agenda

1. Open the meeting.
2. Elect the chairman of the meeting.
3. Prepare and approve the voting list.
4. Elect two minute-checkers.
5. Approve the agenda.
6. Determine whether the meeting has been duly convened.
7. Present the annual report, audit report, consolidated financial statements, and audit report for the Group. (At this point, the Chief Executive Officer will report on business operations.)
8. Vote whether to:
 - a) adopt the income statement and balance sheet and the consolidated income statement and balance sheet,
 - b) approve the appropriation of the Company's profit according to the balance sheet adopted, and
 - c) discharge the CEO and members of the Board from liability for the fiscal year.
9. Determine the number of Board members and deputy members as well as auditors.
10. Elect the Board of Directors and auditors.
11. Determine the fees to be paid to the Board, the nominating committee, and the auditors.
12. Vote on guidelines for remuneration to senior executives.
13. Vote on the Board's proposal to authorize the Board to decide on new share issues in conjunction with new strategic acquisitions.
14. Vote on the Board's proposal to authorize the Board to decide to repurchase the Company's shares.
15. Vote on the nominating committee.
16. Vote on the Board's proposal for an amendment of the articles of association.
17. Other business.
18. Closing of the meeting.



Proposed resolutions

Item 2. Chairman of the meeting

The nominating committee proposes Thomas Wernhoff to chair the meeting.

The nominating committee consists of Thomas Wernhoff, Stig-Olof Simonsson, and Peter Lindwall.

Item 8 b). Dividend

The Board of Directors proposes a dividend of SEK 2.00 per share for the fiscal year January 1–December 31, 2011. In connection with the ongoing public offer the Board of Directors proposes that The AGM grants the Board the right to decide on the record date for the dividend, which can not be set later than the day before the next AGM.

Items 9 and 10. Elect the Board of Directors and auditors

The nominating committee, which consists of Thomas Wernhoff, Peter Lindwall, and Stig-Olof Simonsson, proposes:

- that the Board consists of six members and no deputy members,
- that the Chairman of the Board be Thomas Wernhoff (re-election),
- that the Board members be: Assar Bolin (re-election), Stig-Olof Simonsson (re-election), Ann Jönsson Lindström (re-election), Anders Ingeström (re-election), and Katarina Bonde (new).
- that the auditor for the period until the end of the 2013 AGM be Ernst & Young AB, as elected by the 2009 AGM for a four-year term, with Michael Forss as the managing auditor.

Item 11. Remuneration to the Board of Directors and auditors

The nominating committee proposes the following.

- Remuneration to Board members: Fixed total fee of SEK 635 thousand, of which the Chairman shall receive SEK 185 thousand and the remainder shall be divided equally among the Board members.
- Remuneration to the nominating committee: For Board members SEK 10 thousand and for outside members SEK 15 thousand.
- Remuneration to auditors: To be paid based on invoices for fees that have been issued by the accounting firm and approved by Jeeves Information Systems AB.

Item 12. Guidelines for remuneration to senior executives

The Board of Directors proposes that the AGM approves the following guidelines for remuneration to senior executives. Remuneration to the CEO and other senior executives should consist of basic salary, variable pay, other benefits, and pension entitlement. "Other senior executives" refers to members of Group management and presidents of subsidiaries. The total remuneration is to be competitive at market rates in the labor market where the executive operates. Basic salary and variable pay are to be related to the employee's responsibilities and authority. For the CEO and other senior executives, variable pay shall have a ceiling and be related to their basic salary. The variable pay shall be based on performance compared to objectives and can be as much as 50% of the basic salary. In general, a mutual three-month period of notice applies for termination of employment. Severance pay can only be paid to the CEO and presidents of subsidiaries. Pension benefits shall be defined-contribution plans and entitle the employee to receive a pension from the age of 65. Variable pay is not pensionable income. The CEO shall deal with issues of remuneration to Company management and report to the Board; the Board decides such issues concerning the



Jeeves Information Systems AB (publ)

3-3

CEO. The Board and CEO are entitled to deviate from these guidelines if they find special cause in any individual case.

Item 13. Decision to authorize the Board to issue shares

The Board proposes that the AGM grant the Board the right to decide to increase share capital a maximum of SEK 567,800 through one or more issues of a maximum of 283,900 shares in total, with or without preferential rights for shareholders, based on the following main conditions. The authorization may only be used in conjunction with the Company's strategic acquisitions. The Board may decide that consideration for the shares may be provided through capital contributed in kind or set-offs or otherwise under conditions specified in Chapter 13, section 5, of the Companies Act. The Board shall strive to set the best subscription price possible. The Board's reason for deviating from the preferential rights of shareholders is that the Company needs to be able to issue shares as consideration when acquiring operations. The authorization could entail dilution of approximately 10% of the current share capital.

Item 14. The Board's proposal for the Company to repurchase its own shares

The Board proposes that the AGM authorize the Board to decide, during the period until the next AGM, on the repurchase of the Company's own shares. Shares may be repurchased in the NASDAQ OMX Stockholm market. The number of shares repurchased on any occasion is conditional on the Company's combined holdings of its own shares never exceeding 5% of the total number of shares in the Company. Shares may be repurchased only at prices within the price interval for the Company's shares in the NASDAQ OMX Stockholm market. "Price interval" means the interval between the highest bid rate and lowest offer rate for the shares. Shares must be repurchased in compliance with the provisions for share repurchases in the listing agreement with NASDAQ OMX Stockholm. The shares shall be paid in cash, and repurchases may occur on one or several occasions.

One purpose of the Board's proposal is to fully offset the dilution caused by new shares subscribed for. If shares are repurchased under a possible future authorization granted by the AGM, the Board intends to propose that those shares thus repurchased be canceled through a decrease in share capital.

Item 15. Election of members of the nominating committee

The nominating committee has informed the Company that they will propose that the AGM re-elect Thomas Wernhoff, Stig-Olof Simonsson, and Peter Lindwall.

Item 16. Proposal for an amendment of the articles of association

The Board of Directors proposes that the article concerning notice for a General meeting is changed to the following wording: "A notice convening a General Meeting shall be issued through announcement in the Swedish Official Gazette as well as at the Company's website. Announcement to the effect that notice convening a General Meeting has been issued shall be made in Svenska Dagbladet.

Documents

The documents referred to above will be available in print at the Company's head office on the 8th floor, entry F, of the World Trade Center in Stockholm no later than three weeks before the AGM and will also be sent to all shareholders who request them and notify the Company of their mailing address. All documents will also be published on the Company's website, www.jeeves.se, under "Corporate and IR."

Stockholm, April 2012
Board of Directors

N.B. This notice is prepared in Swedish and translated into English. Should differences occur between the Swedish version and the English translation, the Swedish version shall prevail.