

**SHAREHOLDERS' PROPOSALS FOR THE ANNUAL GENERAL MEETING OF PROHA PLC  
TO BE HOLD ON 17 MARCH 2010****Resolution on the remuneration of the members of the Board of Directors**

The shareholders, who represent over 30 % of the total votes in the Company, have informed the Company, that they will propose to the Annual General Meeting that the remuneration payable to the Board members shall be as follows:

The chairman of the Board is paid EUR 30,000 and each other member of the Board EUR 20,000 for the term, which will last until the next Annual General Meeting. The remuneration will not be paid to such members of the Board, who are employed by the Proha Group at the moment of the election. The attendance fee of EUR 300 per meeting will be paid to such members of Board.

The remuneration for the Board work will be paid quarterly. Actual travelling expenses will be remunerated.

**Resolution on the number of members of the Board of Directors**

The shareholders, who represent over 30 % of the total votes in the Company, have informed the Company that they will propose to the Annual General Meeting that the number of Board members be set at four (4).

**Election of members of the Board of Directors**

The shareholders, who represent over 30 % of the total votes in the Company, have informed the Company that they will propose Ilari Koskelo, Antti Manninen, Hannu Vaajoensuu and Leena Mäkelä to be appointed to continue as Members of the Board. The term of office of the Board shall continue until the next Annual General Meeting.