

**SHAREHOLDERS' PROPOSALS FOR THE ANNUAL GENERAL MEETING OF PROHA PLC  
TO BE HOLD ON 17 MARCH 2011****Resolution on the remuneration of the members of the Board of Directors**

The shareholders representing over 25 % of the total votes in the Company will propose to the AGM that the remuneration payable to the Board members shall be as follows:

The chairman of the Board is paid EUR 35,000, the vice chairman of the Board EUR 25,000 and each other member of the Board EUR 22,000. The remuneration to such members of the Board, who are employed by the Company, is EUR 11,000.

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

The shareholders representing over 25 % of the total votes in the Company will propose to the AGM that the number of Board members be set at five (5).

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

The shareholders representing over 25 % of the total votes in the Company will propose Ilari Koskelo, Antti Manninen, Leena Mäkelä and Hannu Vaajoensuu to be appointed to continue as members of the Board and Janne Mielck to be appointed as a new member of the Board.

The proposed new member, Janne Mielck, acts as VP, Business Development with Neste Oil. Prior to working with Neste, he has held many executive positions with companies, such as Orienteq Capital, 3i Group, TeliaSonera and Konecranes. Mr. Mielck's resume is available on Proha's website at [www.proha.com](http://www.proha.com).