



Notice of Annual General Meeting in BTS Group AB (publ)

April 17, 2018

Shareholders of BTS Group AB (publ) are hereby summoned to the Annual General Meeting to be held on Wednesday, May 16, 2018 at 13.30 at the company's premises, Grevgatan 34, 5th floor, Stockholm.

Shareholders who wish to participate in the meeting must be recorded in the register of shareholders maintained by Euroclear Sweden AB on Wednesday, May 9, 2018, and must notify BTS Group AB no later than Wednesday, May 9, 2018. The notification should be made by phone (+46 8 58707000) or email (ir@bts.com).

Notification must include the shareholder's name, Swedish personal identity number or corporate identity number, address, phone number and the registered shareholding. Powers of attorney, certificates of registration and other legitimacy papers must be available at the general meeting of shareholders, and to facilitate entry to the meeting, should be sent to the company no later than Wednesday May 9, 2018. The power of attorney may not be older than 1 year, unless a longer period of validity is stated in the power of attorney (however, a maximum of 5 years). The company provides the power of attorney form on its website (www.bts.com) and sends the forms free of charge to shareholders on request to their specified postal address.

Shareholders whose shares are registered in the name of a nominee must, in order to be entitled to participate in the meeting, request that their shares be temporarily re-registered in their own names in the register of shareholders maintained by Euroclear Sweden AB no later than Wednesday May 9, 2018.

Proposed agenda

1. Opening of the meeting
2. Election of chairman for the meeting
3. Preparation and approval of the voting list
4. Election of one or two persons to verify the minutes
5. Determination of whether the meeting has been duly convened
6. Approval of the agenda for the meeting
7. Presentation of the annual financial statements and the auditors' report, as well as the consolidated financial statements and the auditors' report on the consolidated financial statements for 2017 and the President's report on the operations in connection thereto
8. Resolutions regarding
 - a. adoption of the income statement and the balance sheet as well as the consolidated income statement and the consolidated balance sheet
 - b. appropriation of BTS' profit in accordance with the adopted balance sheet
 - c. discharge from liability of the members of the board of directors and the President
9. Determination of reduction of reserve fund
10. Determination of the number of members and deputy members of the board of directors and auditors
11. Determination of the fees payable to the board of directors and auditors
12. Election of board of directors and chairman of the board of directors
13. Election of auditor
14. Resolution regarding the board of director's proposal on guidelines for remuneration and other terms of employment for senior executives
15. Resolution regarding the board of director's proposal on authorization to resolve on issues for company acquisition
16. Conclusion of the meeting

SHARES AND VOTES

At the time of this convening notice, the total number of shares in the company was 18 887 051 shares, whereof 853,800 were Class A shares and 18 033 251 were Class B shares. The total number of votes in the company amounts to 26 571 251.

DOCUMENTS

The annual report and the auditors' report as well as the board of director's and the nomination committee's complete proposals for resolution as above, the auditors' report according to the companies act, chapter 8, 54§ and proxy forms, will be available on the company's website: www.bts.com and will be sent to shareholders upon request and who provide their address, as from April 25, 2018. The documents will also be available at the general meeting of shareholders.

INFORMATION AT THE MEETING

The shareholders are entitled to certain information at the annual general meeting. The board of directors and President shall, if requested by a shareholder, and the board considers that it will not cause any material detriment to the company, provide information on circumstances that may impact on the consideration of an item on the agenda, the company's or a subsidiary's financial position or the company's relationship to another group

company.

Stockholm, April 2018

BTS Group AB (publ)

The Board of Directors

For a complete notice, please see the attached document

About BTS Group AB

BTS is a global professional services firm headquartered in Stockholm, Sweden, with close to 600 professionals in 37 offices located on six continents. We focus on the people side of strategy, working with leaders at all levels to help them make better decisions, convert those decisions to actions and deliver results. At our core, we believe people learn best by doing. For 30 years, we've been designing fun, powerful experiences that have a profound and lasting impact on people and their careers. We inspire new ways of thinking, build critical capabilities and unleash business success. It's strategy made personal.

We serve a wide range of client needs, including:

- Assessment centers for talent selection and development
- Strategy alignment and execution
- Business acumen, leadership and sales training programs
- On-the-job business simulations and application tools.

We partner with nearly 450 organizations, including over 30 of the world's 100 largest global corporations. Our major clients are some of the most respected names in business such as Chevron, Citigroup, Coca-Cola, Microsoft, Salesforce, SAP, Tencent and Volvo Group.

BTS is a public company listed on the Nasdaq Stockholm and trades under the symbol BTS B.

For more information, please visit www.bts.com

Every care has been taken in the translation of this press release. In the event of discrepancies, however, the Swedish original will supersede the English translation.

Attachment

- [BTS Notice AGM 2018](#)