

19 March 2019

Information about The Nomination Committee of Catena Media plc 's proposals for decision at the AGM of Catena Media to be held on 2 May 2019

According to the principles resolved upon by the Annual General Meeting ("AGM"), the Nomination Committee, composed on the basis of the ownership of Catena Media plc ("Catena"), consists of Lennart Francke (Chairman of the Nomination Committee), appointed by Swedbank Robur funds, Nicklas Paulson, appointed by Investment AB Öresund, Jake Hennemuth, appointed by Ruane, Cunniff & Goldfarb and Kathryn Moore Baker, chairwoman of the Board of Directors of Catena Media.

The Nomination Committee has been working in accordance with requirements set out in the Swedish Code of Corporate Governance (the "Code") and in accordance with the instructions resolved upon by the AGM. The Nomination Committee has had frequent meetings and other contacts in the process of preparing the proposals presented in this document.

Proposals of the Nomination Committee

The Nomination Committee proposes Kathryn Moore Baker to be elected as Chairman of the AGM. The Nomination Committee proposes seven (7) members of the Board of Directors (unchanged).

Members of the Board of Directors

The current Board of Directors comprises of Mats Alders, Kathryn Moore Baker, Øystein Engebretsen, Mathias Hermansson, André Lavold, Henrik Persson Ek Dahl and Cecilia Qvist, of which André Lavold, Henrik Persson Ek Dahl and Mathias Hermansson have declined re-election as board members.

The Nomination Committee proposes that (i) current board members Mats Alders, Kathryn Moore Baker, Øystein Engebretsen and Cecilia Qvist be re-elected, and (ii) Göran Blomberg, Per Widerström and Theodore Bergquist be elected as new members of the Board of Directors.

Göran Blomberg

Short introduction: Göran Blomberg was the CFO of several Swedish public companies during the period 1987-2013 and is now the CFO of ICA-handlarnas Förbund, a position he will leave in the summer this year. He has also been a member of the board of ICA Group since 2013 and before that of ICA AB.

Born: 1962

Education: Bachelor of Economics, University of Linköping.

Other assignments: CFO ICA handlarnas Förbund 2009-, Chairman of the Board Expandia Modular AB 2014-, Chairman and Board member in several companies within ICA handlarnas Förbund.

Work experience: CFO Hakoninvest (publ) 2009-2013, CFO RNB Retail and Brands (publ) 1998-2009, CFO Pronyx (publ) 1987-1998, Board member ICA Group 2013-2019, Board member Pronyx (publ) 1997-2001, Board member Power IT (publ) 2000-2002, mfl.

Independence: Independent of the Company, its senior management and the Company's major shareholders.

Per Widerström

Short introduction: Per Widerström is the current CEO of Fortuna Entertainment Group NV, based in Prague, Czech Republic, a position he has held since 2014. Even before that Mr Widerström has a prominent gaming industry background. He is also a board member at Nordnet since 2017.

Born: 1966

Education: B.Sc. Business Administration, Accounting & Finance, The Gothenburg School of Economics, M.Sc. International Accounting & Finance, The London School of Economics (LSE)

Other assignments: Fortuna Entertainment Group N.V. (Director & Chairman MB), Fortuna online zakłady bukmacherskie Sp. (Director SB), Fortuna Virtual d.o.o (Director), Fortuna Game a. s. (Director MB), Riverhill a. s. (Director & Chairman SB), Fortuna SK, a.s. (Director SB), Nordnet AB, Nordnet Bank AB, NNB Intressenter AB (board member)

Work experience: Group CEO Fortuna Entertainment Group, Managing Director & Chairman of the board at Gala Interactive, Chairman at Gala Coral Interactive, Chief Integration Officer & Group Games Director at bwin.party digital entertainment, COO at Partygaming, CEO at Expekt.com, VP & COO at Kyivstar (Telenor), and CEO at Telenor Mobile Sweden

Independence: Independent of the Company, its senior management and the Company's major shareholders.

Theodore Bergquist

Short introduction: Theodore Bergquist is Head of Group Analytics at Ericsson and has distinguished experience in the fields of data strategy, digital transformation and distribution platforms. Between 2001 and 2017 Theo was the CEO of several high-tech companies.

Born: 1970

Education: Studies in Economics on a bachelor level 1991-1994, Stockholm University (Stockholm). Exponential Innovation Program, Singularity University (San Francisco).

Other assignments: Chairman RiotMinds AB, Chairman Torchlight Entertainment AB

Work experience: Head of Group Analytics at Ericsson (current), Director Digital Transformation at Ericsson, CEO at Nordic Native AB, CEO at Gamersgate AB, CEO and later Chairman of the Board of Directors at Paradox Interactive AB, Group CEO at Paradox Entertainment AB, CEO Nordics and Head of M6A Europe and Asia at Jupiter Communications.

Independence: Independent of the Company, its senior management and the Company's major shareholders.

Over all, it is the opinion of the Nomination Committee that the proposed Board of Directors has an appropriate composition in relation to the Company's operation, phase of development and other relevant circumstances pertaining to the Company. The Nomination Committee also considers that the proposed Board of Directors has an adequate diversity and breadth of competence, experience and background. The Nomination Committee notes that two of the proposed members of the Board of Directors, 29%, are women. There is still reason for future Nomination Committees to continue to strive for a gender balanced composition of the Board of Directors.

The Nomination Committee has, in its work, applied rule 4.1 of the Swedish Corporate Governance Code as its diversity policy.

Further information regarding the members of the Board of Directors is available on the Company's website, <https://www.catenamedia.com/corporate-governance/board-of-directors/>

For further information, please contact:

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