

Summons to the Annual General Meeting of shareholders in MQ Holding AB (publ)

The shareholders in MQ Holding AB (publ) are hereby summoned to the annual general meeting of shareholders, to be held on Monday 31 January, 2011, at 2 pm at Läppstiftet Konferens, conference room Göteborg, Lilla Bommen 2, 411 04 Gothenburg. The entrance will open at 1.30 pm.

Notification etc.

Shareholders wishing to participate in the annual general meeting must be registered as shareholders in the share register kept by Euroclear Sweden AB by Tuesday 25 January, 2011, and must also have notified their attendance to the company no later than Tuesday 25 January, 2011, at 4 pm.

Notification of attendance at the annual general meeting can be made by post to MQ Holding AB (publ), Box 119 19, 404 39 Gothenburg, by telephone +46-(0)31-3888015, by fax +46-(0)31-3888001 or by e-mail at stamma@mq.se. Name/business name, personal identification number/company registration number, address and telephone number must be stated in the notification. The company provides a proxy form on www.mq.se for shareholders wishing to be represented by proxy. For shareholders wishing to be accompanied by advisors, a notification of attendance of the advisors must be made in the same manner as described above.

Shareholders who own shares through a nominee must temporarily register such nominee shares in their own name in order to be entitled to participate in the annual general meeting. This registration must have been carried out by Euroclear Sweden AB no later than Tuesday 25 January, 2011. Shareholders must instruct their nominees to effect such registrations well in advance of this date.

The annual accounts, the audit report, the statement according to item 6(b) below, statement according to item 11 below, and proposals and statements regarding items 8, 10 and 12-16 below are available at the company at Sankt Eriksgatan 5, Gothenburg, and will be sent to shareholders upon request, if a postal address is provided. All the documents mentioned above are also available at the company's webpage www.mq.se and will be presented at the annual general meeting.

There are in total 35,156,507 shares and votes in the company. The company has not acquired any own shares.

Items

1. Election of chairman of the meeting.
2. Preparation and approval of the voting list.
3. Approval of the proposed agenda.
4. Election of one or several persons to approve the minutes.
5. Issue of whether the meeting has been duly summoned.
6. Presentation of
 - (a) annual accounts and auditor's report and the group annual accounts and the group auditor's report,
 - (b) the auditor's statement regarding the company's compliance with the guidelines for remuneration to members of the executive management in effect since the previous annual general meeting.Presentation by the CEO in connection hereto.
7. Resolution on adoption of the income statement and balance sheet, as well as the group income statement and the group balance sheet.
8. Resolution on the allocation of the company's profit in accordance with the adopted balance sheet and resolution regarding the record day for distribution.
9. Resolution regarding discharge from liability for the board of directors and the CEO.
10. Resolution to change the articles of association.
11. The election committee's report on its work and the election committee's statement in relation to its proposal regarding the board of directors.
12. Resolution on the number of members of the board of directors.
13. Resolution on the remuneration to the members of the board of directors and fee to the auditor.
14. Election of the members of the board of directors and the chairman of the board of directors.
15. Resolution on the establishment of an election committee for the next annual general meeting.
16. Resolution on guidelines for remuneration to the executive management of the company.

Proposals for resolutions

Item 1

The election committee proposes that Mr. Johan Ljungberg is the chairman of the annual general meeting.

Item 8

The board of directors proposes a distribution of SEK 1.02 per share and Thursday 3 February, 2011, as the record day for distribution.

Item 10

The board of directors proposes that the annual general meeting resolves to change the articles of association as follows:

Proposal for new § 6: The company shall have one or two auditors or one or two registered accounting firms with no more than two deputy auditors. The appointment as auditor shall apply until the end of the fourth annual general meeting held after the appointment of the auditor.

Proposal for new § 7 paragraph 1: Notice of annual general meetings and notice to extra general meetings where a matter regarding change of the articles of association shall be considered, shall be made no earlier than six weeks and no later than four weeks before the meeting. Notice to other extra general meetings shall be made no earlier than six weeks and no later than three weeks before the meeting. Notice to general meetings shall be made by announcement in Post- och Inrikes Tidningar and on the company's webpage. It shall be announced in Dagens Industri that notice has been made.

Proposal for new § 8 paragraph 8: Determining the fees for the board of directors and, if applicable, the auditor.

Proposal for new § 8 paragraph 9: Election of board of directors and, if applicable, auditor and any deputy auditor.

A resolution to amend the articles of association must be supported by at least two thirds of the votes cast as well as the shares represented at the meeting.

Items 12, 13 and 14

In accordance with the resolution made by the shareholders at the annual general meeting of 2010, an election committee has been established. The election committee consists of Malin Säfweräng, representing CapMan, Richard Wihlborg, representing Xeted Investors AB, and the chairman of the board of directors, Erik Olsson. Malin Säfweräng has been appointed as chairman of the election committee. The election committee has made the following proposals:

- (i) The number of members of the board of directors should be six.
- (ii) The remuneration to the members of the board of directors should be SEK 1,400,000, of which SEK 400,000 should be allocated to the chairman and SEK 200,000 to the remaining members of the board of directors. The amounts include compensation for committee work. Fee to the auditor should, during the appointment, be based on approved accounts.
- (iii) Erik Olsson, Göran Barsby, Christel Kinning and Thomas Nyberg should be re-elected as members of the board of directors (Joachim Berner and Monika Elling have declined re-election). In addition to this, Eva Redhe Ridderstad and Jonas Lagerstedt should be elected as members of the board of directors. Erik Olsson should be re-elected as chairman of the board of directors.

Eva Redhe Ridderstad was born in 1962. She studied at the Stockholm School of Economics and holds a Master of Science in Economics and Business Administration. Eva Redhe Ridderstad is senior advisor in Yggdrasil AB, chairman of the board of directors in the trust Framtidens Kultur, a member of the board in Orc Software AB, Q-Med AB, Axel Christiernsson AB, Temaplan Asset Management AB and the think tank Global Utmaning as well as deputy board member in Touring Exhibitions AB. Eva Redhe Ridderstad were previously CEO of Erik Penser Fondkommission and Mercurius Financial Communications AB as well as a member of the corporate finance and investor relations teams of Investor AB. She does not own shares in MQ.

Jonas Lagerstedt was born in 1968 and he is an independent advisor to companies in various industries. Until the autumn of 2010 Jonas Lagerstedt was Partner and Managing Director at The Boston Consulting Group (BCG) in which company he has had different positions since 1995. Between 2005 and 2010, Jonas Lagerstedt headed BCG's activities in Banking and Finance in the Nordic region. During his 15 years at BCG, Jonas Lagerstedt has worked extensively with business development and he has managed reorganisation processes in close cooperation with the management, directors and owners. Jonas Lagerstedt studied at KTH and holds a Master of Engineering in Industrial Economics. He does not own any shares in MQ.

Item 15

The election committee proposes that the annual general meeting resolves to appoint a new election committee in preparation for the annual general meeting to be held in 2012, to a large extent in the same way as for the annual general meeting of 2011. This entails that the chairman of the board of directors is assigned to contact the two largest registered or otherwise known shareholders no later than 1 April, 2011, and invite them to each appoint one member of the election committee. If such shareholder does not wish to appoint a member, the largest registered or otherwise known shareholder that not yet has appointed a member of the election committee shall be invited, etc. The election committee shall consist of these two members together with the chairman of the board of directors, who shall be responsible for the summoning procedure. The election committee shall appoint a chairman amongst its members. The name of the members of the election committee, as well as information about which member has been appointed chairman of the election committee, shall be published not later than six months before the annual general meeting of 2012. The election committee shall serve as election committee until a new election committee has commenced its appointment. No remuneration shall be paid to the members of the election committee.

Item 16

The board of directors' proposal regarding guidelines for remuneration to the executive management of the company includes the following main items.

Remuneration to the CEO and other members of the executive management shall consist of a fixed salary, flexible remuneration, pension and other benefits. The executive management consists, at the moment, besides the CEO, of five people. A new member will be added to the executive management on 1 February, 2011.

The flexible remuneration paid in cash shall, for the CEO and the other members of the executive management, not exceed four monthly salaries per year. The annual flexible remuneration shall be related to predetermined measurable criterion based on the company's profits (EBITA) and increase in sales. These criterion are drawn up to promote the creation of long term value. The levels of remuneration shall correspond to market rate. In addition to the fixed salary, certain other benefits may be offered, such as car benefits, but shall only constitute a minor part of the remuneration. The notice period for the CEO shall be six months, and for the other members of the executive management, three to nine months. Upon termination of the company, severance payments corresponding to maximum twelve months salary, in addition to the salary during the notice period, shall be made to the CEO. No severance payments shall be made to other members of the executive management.

The shareholders' right to ask questions

The shareholders have the right to ask the company questions about the items and proposals which will be dealt with during the annual general meeting.

Gothenburg, 23 December, 2010
MQ HOLDING AB (publ)
The board of directors