

In addition to proposals made by the Board of Directors and as stated in the notice to the annual general meeting, certain larger shareholders in the Global IP Solutions (GIPS) Holding AB have given the following proposals to be addressed by the annual general meeting on June 2, 2008.

#### **ELECTION OF BOARD OF DIRECTORS, PROPOSED AGENDA ITEM 9 AT THE GENERAL MEETING**

The shareholders referred to above propose that the Board shall consist of six members and propose the following persons for election:

**Ditlef de Vibe**, age 53, re-election. Elected to the Board in 2001. Owns 663,550 shares in the Company through Avant AS.

**Åge Korsvold**, age 62, re-election. Elected to the Board in 2006. Holds 227,522 shares in the Company through Gyljandi AS.

**Allen Adams**, age 58, re-election. Elected to the Board in 2006. Holds 50,000 stock options in the Company.

**Ingelin Drøpping**, age 40, new election. Drøpping is Vice President for Telenor Other Business. She is a board member of Opplysningen AS, Martime Communications Partner AS, Aeromobil Ltd and Telenor Cinclus AS. She holds a Master of Science in computer science, with a major in network and protocols, from the Norwegian University of Science and Technology (NTNU) and an Executive MBA from Stockholm School of Economics. Drøpping does not hold any shares or options in the Company.

**Per Arne Henaes**, age 45, new election. Henaes is acting CEO of Nera Networks and member of the board of several Nera companies abroad. He holds a Master of Science in Electronic Engineering from the Norwegian University of Science and Technology. He holds 50,000 shares in the Company. Henaes was a member of the Board of the Company up until January 2006.

**Haavard Nord**, age 40, new election. Nord is currently working as Vice President for Nokia. He is a member of the Board in Trolltech Foundation, which he is also the co-founder of. Nord holds a Master of Science in Computer Science from Norwegian Institute of Technology. Nord does not own any shares or options in the Company.

#### **FEES FOR THE BOARD OF DIRECTORS, PROPOSED AGENDA ITEM 8 AT THE GENERAL MEETING**

The shareholders referred to above also propose that the Board shall be granted fees for the financial year 2008, whereof the Chairman shall receive USD 62,500 (whereof USD 37,500 refers to the first six months of the year) and the other members of the Board shall receive USD 25,000 for the year. Members who leave the Board at the annual general meeting and those who are elected as new members of the Board at the annual general meeting shall be paid fees for six months. This would imply fees of in total USD 187,500 if the Board continues to consist of six board members.

## **STOCK OPTIONS AND WARRANTS, PROPOSED AGENDA ITEM 13 AT THE GENERAL MEETING**

The shareholders referred to above also propose that the general meeting shall approve that up to 100,000 stock options may be granted to optionees holding stock options that were issued to Board members in 2006, as well as to new members of the Board. The stock options shall be granted on mainly the same conditions as the 100,000 stock options granted to Board members in 2006, but should be granted with an exercise price of NOK 5 per share, or 110 % of the share price if the share price exceeds NOK 5 at the time of grant. Any stock options currently held shall be returned without compensation before new stock options are granted. It is also proposed that the terms and conditions of the 150,000 warrants of series 2006/2011 issued by the Company are changed so that the subscription price for new shares by use of the warrants is NOK 5 per share and that the warrants can be used for subscription of new shares until 31 December 2013. The warrants are held by a wholly-owned subsidiary.