



PROPOSAL OF THE NOMINATION COMMITTEE OF NEXSTIM PLC'S ("COMPANY") TO THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS REGARDING REMUNERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS AND REIMBURSEMENT OF THE TRAVEL EXPENSES

Pursuant to the decisions of the Annual General Meeting of Shareholders dated 25 March 2019 and the proposal of the Nomination Committee regarding election of new Board of Directors, the Nomination Committee furthermore proposes that the Extraordinary General Meeting of Shareholders resolves that the members of the Board of Directors are remunerated for the term ending in the Annual General Meeting in 2020 as follows:

- EUR 36,000 (i.e. no amendment to the amount approved by the Annual General Meeting of Shareholders) for a member who is based in the United States. The Board member whose position begins on the date of the Extraordinary General Meeting of Shareholders (or has ended prior to this) will receive 50% of such fee;
- EUR 27,000 (i.e. no amendment to the amount approved by the Annual General Meeting of Shareholders) for a member who is based in Europe. The Board member whose position begins on the date of the Extraordinary General Meeting of Shareholders (or has ended prior to this) will receive 50% of such fee;
- EUR 45,000 for the Chairman of the Board of Directors. As the new Chairman will begin in the position on the date of the Extraordinary General Meeting of Shareholders, she will receive 50% of such fee.

For avoidance of doubt, Martin Jamieson has not received any remuneration for his role as the Chairman of the Board of Directors whilst he is also the CEO of the Company, nor will he receive any remuneration for his Board membership for the same reason.

Effective as at the date of the Extraordinary General Meeting of Shareholders, no member or chairman of the Committees of the Board of Directors or the Nomination Board of the Shareholders, shall receive any fees based on membership of such Committees or Nomination Board of the Shareholders.

Effective as at the date of the Extraordinary General Meeting of Shareholders, reasonable travel expenses are reimbursed against receipts to the members of the Board, following the principles of the Company's Travel Policy. This applies both to members of the Board of Directors and, to the extent applicable, Board members acting as members of the Nomination Board of the Shareholders.