

1 Opening of the meeting and election of chair of the meeting

The meeting was opened by the chairman of the board, Anders Thelin, who greeted the participants of the meeting.

It was resolved, in accordance with the nomination committee's proposal, to elect Anders Thelin as chairman of the meeting.

It was noted that the secretary of the board, attorney-at-law Victoria Skoglund, had been assigned to keep the minutes at the meeting.

It was resolved that certain persons who were not shareholders were allowed to attend the meeting as guests.

The chairman concluded, that among others, the following documents were presented at the meeting: the board of directors' and the nomination committee's complete proposals, the board of directors' statement under chapter 18 section 4 and the annual report 2015.

2 Preparation and approval of voting list

It was resolved to adopt the adjusted list of registered shareholders as the voting list for the meeting, [Appendix 1](#).

3 Approval of the agenda

It was resolved to approve the agenda proposed in the notice of the meeting.

4 Election of persons to approve the minutes

It was resolved to elect Åsa Nisell, Swedbank Robur Fonder, and Torsten Gyllensvärd, AFA Försäkring, to approve the minutes.

5 Examination of whether the meeting was duly convened

It was resolved to declare the meeting duly convened.

6 Presentation of the annual report and auditor's report, and also the group accounts and auditor's report for the group

The chairman concluded that the annual report and auditor's report, and also the group accounts and auditor's report for the group, for the financial year 2015 were presented at the meeting.

The auditor-in-charge, Rickard Andersson, gave an account for the audit work and commented on the auditor's report.

7 CEO's address

The CEO, Tormod Gunleiksrud, held a speech on the business year of 2015. The board gave an account for the work carried out by the board and the committees.

8 a Resolution on adoption of the profit and loss account and balance sheet, and also the consolidated profit and loss account and consolidated balance sheet

It was resolved to adopt the profit and loss account and balance sheet, and also the consolidated profit and loss account and consolidated balance sheet, for the financial year 2015.

8 b Resolution on allocation of the company's results in accordance with the adopted balance sheet and determination of the record day for dividends

It was resolved, in accordance with the board of directors' proposal, to pay a dividend for 2015 of SEK 2.0 per share, totaling SEK 86,652,578 and that the remaining sum of the distributable profit, SEK 1,898,290,352 is to be carried forward.

It was also resolved, in accordance with the board of directors' proposal, that the record date for dividends will be Friday 13 May 2016.

8 c Resolution on discharge from liability towards the company for the directors and the CEO for the financial year 2015

It was resolved to discharge the directors and the CEO from liability for the management of the company in the financial year 2015.

It was noted, that the directors and the CEO, who own shares in the company, did not participate in this resolution in respect to their own part.

9 Resolution on number of directors and number of auditors

The chairman of the nomination committee, Roger Hagborg, presented the nomination committee's proposal.

It was resolved, in accordance with the nomination committee's proposal, that the board of directors is to consist of six directors with no alternates for the period until the end of the annual general meeting 2017.

It was resolved, in accordance with the nomination committee's proposal, that the company shall have one auditor with no alternate.

10 Resolution on directors' fees and auditor's fees

It was resolved, in accordance with the nomination committee's proposal, that fees to the directors for the period until the end of the annual general meeting 2017 will be paid with SEK 600,000 to the chairman of the board and SEK 300,000 to each of the other directors elected at the annual general meeting. In addition, SEK 100,000 is payable to the chair of the audit committee and SEK 75,000 to other members of the audit committee, SEK 70,000 to the chair of the remuneration committee, and SEK 50,000 to other members of the remuneration committee.

It was resolved, in accordance with the nomination committee's proposal, that fees to the auditor are to be paid in accordance with approved invoices.

11 Election of directors, chairman of the board and auditor

It was noted that the meeting had been provided with a presentation of the proposed board members including information on assignments held in other companies.

It was resolved, in accordance with the nomination committee's proposal, to re-elect Carl Johan Falkenberg, Anders Jonsson, Eva Lindqvist, Joakim Rosengren and Anders Thelin and to elect Helena Nordman-Knutson as a new director for the period until the end of the annual general meeting 2017.

It was resolved, in accordance with the nomination committee's proposal, to re-elect Anders Thelin as chairman of the board.

It was resolved, in accordance with the nomination committee's proposal, to re-elect the audit company Ernst & Young AB as auditor for the period until the end of the annual general meeting 2017.

12 Resolution concerning the nomination committee

It was resolved, in accordance with the nomination committee's proposal, to adopt instructions for the nomination committee in accordance with [Appendix 2](#).

13 Resolution on adoption of guidelines for remuneration payable to senior executives

It was resolved, in accordance with the board of directors' proposal, to adopt guidelines for remuneration payable to senior executives in accordance with [Appendix 3](#).

14 Closure of the meeting

The chairman thanked Göran Gezelius for his time on the board, after which the chairman closed the meeting.

At the minutes:

Victoria Skoglund
Victoria Skoglund

Approved:

Anders Thelin
Anders Thelin

Åsa Nisell
Åsa Nisell

Torsten Gyllensvärd
Torsten Gyllensvärd