

1 Opening of the meeting

The meeting was opened by the Chair of the Board, Jan Svensson, who greeted the participants of the meeting.

2 Election of Chair of the meeting

It was resolved, in accordance with the Nomination committee's proposal, to elect Jan Svensson as Chair 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 are not shareholders were allowed to attend the meeting as guests.

The Chair of the meeting 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 under chapter 19 section 22 of the Swedish Companies Act, as well as the annual report 2018.

3 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](#).

4 Approval of the agenda

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

5 Election of one or two persons to approve the minutes

It was resolved to elect Johan Lannebo and Oscar Norrfalk to approve the minutes.

6 Examination of whether the meeting has been duly convened

It was resolved to declare the meeting duly convened.

7 CEO's address

The CEO, Tormod Gunleiksrud, held a speech on the business year of 2018.

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

The Chair 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 2018 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.

9 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 2018.

9 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 2018 of SEK 2.75 per share, totaling MSEK 148.7 and that the remaining sum of the distributable profit, MSEK 2,552.6 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 Monday 13 May 2019. It is expected that dividends will be distributed by Euroclear Swedan AB on Thursday 16 May 2019.

9 c Resolution on discharge from liability towards the company for the Directors and the CEO for the financial year 2018

It was resolved to discharge the Directors and the CEO from liability for the management of the company in the financial year 2018.

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.

10 Resolution on number of Directors and number of auditors

The Chair of the Nomination committee, Anders Mörck, 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 2020.

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

11 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 2020 will be paid with SEK 640,000 to the Chair of the Board and SEK 310,000 to each of the other Directors elected by the 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.

12 Election of Directors and Chair of the Board

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 Jan Svensson, Anders Jonsson, Helena Nordman-Knutson, Christina Hallin and Tomas Carlsson and elect Sven Törnkvist as Directors of the Board for the period until the end of the annual general meeting 2020.

It was resolved, in accordance with the Nomination committee's proposal, to re-elect Jan Svensson as Chair of the Board.

13 Election of auditor

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 2020.

14 Resolution on guidelines for remuneration 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 2](#).

15 Resolution on a performance-based stock savings program for senior executives

It was resolved, in accordance with the Board of Directors' proposal, to adopt a performance-based stock savings program for senior executives (LTI 2019) in accordance with [Appendix 3](#).

16 a Resolution on authorisation for the Board to resolve on acquisition of own shares

It was resolved, in accordance with the Board of Directors' proposal, to authorise the Board to resolve on acquisition of own shares in accordance with [Appendix 4](#).

It was noted that the resolution was passed with the required majority, i.e. by shareholders representing at least two thirds of both the votes cast and the shares represented at the annual general meeting.

16 b Resolution on authorisation for the Board to resolve on transfer of own shares

It was resolved, in accordance with the Board of Directors' proposal, to authorise the Board to transfer own shares in accordance with [Appendix 5](#).

It was noted that the resolution was passed with the required majority, i.e. by shareholders representing at least two thirds of both the votes cast and the shares represented at the annual general meeting.

16 c Resolution on transfer of own shares to participants in LTI 2019

It was resolved, in accordance with the Board of Directors' proposal, to transfer own shares to participants in LTI 2019 in accordance with Appendix 6.

It was noted that the resolution was passed with the required majority, i.e. by shareholders representing at least nine tenths of both the votes cast and the shares represented at the annual general meeting.

17 Closure of the meeting

The Chair thanked Joakim Rosengren, who has been very appreciated as a member of the Board, for his time and dedication to the company and closed the meeting.

At the minutes:

Victoria Skoglund

Approved:

Jan Svensson

Johan Lannebo

Oscar Norrfalk