

The Nomination Committee of Bygghmax Group AB's (publ), Corp. Reg. No. 556656-3531 (the Company) motions and motivated statements regarding the Board of Directors, etc., for the 2013 Annual General Meeting

The Company's Nomination Committee, which was appointed pursuant to the principles adopted by the 2012 AGM, comprises Fredrik Cappelen Chairman of the Board, Fredrik Strömholm Chairman of the Nomination Committee, representative for Altor 2003 Sarl and Mats Gustafsson, representative for Lannebo Fonder. The composition of the Nomination Committee ahead of the 2013 AGM was made public on December 10, 2012 and has been available on the Company's website. Together, the Nomination Committee represents approximately 45 percent of the votes for all shares outstanding in the Company.

Election of Chairman for the Meeting (Item 1)

The Nomination Committee proposes the election of Fredrik Cappelen as Chairman of the Annual General Meeting.

Determination of the number of Board members and deputy Board members (Item 11)

The Nomination Committee proposes that the number of Board members elected by the AGM is six (6) with no deputies.

Determination of remuneration to the Board of Directors (Item 12)

The Nomination Committee proposes the payment of Directors' fees totaling SEK 1,250,000, of which SEK 500,000 to the Chairman and SEK 250,000 each to Anders Moberg, Stig Notlöv and Lottie Svedenstedt. No Directors' fees are proposed for Johannes Lien and Stefan Linder. The fees include remuneration for committee work. The proposal means that Directors' fees remain unchanged compared with the preceding year.

Election of Board members and Chairman of the Board (Item 13)

The Nomination Committee proposes the re-election of Fredrik Cappelen, Johannes Lien, Stefan Linder, Anders Moberg, Stig Notlöv and Lottie Svedenstedt for a mandate period until the end of the next AGM. In addition, re-election is proposed of Fredrik Cappelen as Chairman of the Board. Refer to Appendix 1, for the motivated statements of the Nomination Committee regarding the selection of the Board.

By way of information, at the 2010 AGM, Öhrlings PricewaterhouseCoopers AB, with Auditor in Charge Anna-Carin Bjelkeby, was elected the Company's auditor and a resolution passed that auditors' fees be paid on a current account basis in accordance with customary terms of payment until the end of the 2014 AGM.

Proposal regarding the principles for appointing the Nomination Committee and its work (Item 14)

The Nomination Committee proposes that unchanged principles for the appointment of the Nomination Committee apply for the next Annual General Meeting in line with Appendix 2.

The Nomination Committee of Byggmax Group AB's (publ), Corp. Reg. No. 556656-3531 (the Company) motivated statements regarding the Board of Directors ahead of the 2013 AGM

The Nomination Committee has discussed demands that can be made of the Board of Directors of Byggmax, taking into consideration such factors as the Company's operations, stage of development and conditions in general to determine the size and appropriate composition of the Board as well as the competence, experience and background of the Board members. Independence issues and gender balance have also been discussed.

As a basis for its work, the Committee took into consideration items including the evaluation by the Board, noting the substantial commitment and high attendance of Board members as well as the high standard of work performed by the Board during the past mandate period. The Committee's assessment is continuity in the Board's work is of major importance to the company and, accordingly, the Committee has proposed the re-election of all Board members

The assessment of the Committee is that, taking into consideration such factors as the Company's operations, stage of development and conditions in general, the proposed Board has an appropriate composition. In its assessment of the independence of the proposed Board members, the Committee found that its proposed Board for the Company meets the independence requirements under the Swedish Corporate Governance Code. All of the proposed Board members are deemed independent of the Company and the company management. All of the proposed Board members except Johannes Lien and Stefan Linder are deemed independent of the Company's major shareholders.

More detailed information regarding the proposed Board members is available on the Byggmax website, www.byggmax.com.

Stockholm, March 2013

The Nomination Committee of Byggmax Group AB (publ)

Resolution regarding the principles governing the work and election of the Nomination Committee

1. Annually and not later than the end of the third quarter every year, the Chairman of the Board of Directors convenes the three largest shareholders or shareholder groups (this includes directly registered and trustee-registered shareholders) in the Company, as registered at August 31 according to Euroclear Sweden AB, which are then each entitled to appoint one member of the Nomination Committee. The appointee in question should not be a Board member. If any of the three largest shareholders wishes to refrain from a place on the Committee, the place on the Committee is offered in turn to the next-largest shareholder. In addition to the above, the Chairman of the Board can be appointed to the Nomination Committee. If any shareholder should waive their right to appoint a member of the Nomination Committee, only the five largest shareholders need to be asked unless this would result in the Nomination Committee consisting of less than its minimum of three members (including, where applicable, the Chairman of the Board of Directors). The President and senior executives of the Company are not permitted to be members of the Nomination Committee.
2. The Chairman of the Board is the convener of the first meeting of the Nomination Committee and an owner representative should be appointed as Chairman of the Nomination Committee. The Nomination Committee prepares written rules of procedure to govern its work. The mandate period of the Nomination Committee extends until such time as a new Nomination Committee has been appointed.
3. The composition of the Nomination Committee must be announced a minimum of six months prior to the AGM, thereby providing all shareholders with information regarding which individuals to contact regarding nomination issues.
4. If shareholders have been added among the three largest shareholders after the Nomination Committee has held its statutory meeting, said shareholders may contact the Chairman of the Nomination Committee to make a request to appoint a member of the Committee. The Chairman of the Nomination Committee then informs other members about this request. If the ownership change is not insignificant, the member appointed by the shareholder that is no longer among the three largest shareholders should vacate his position and the new shareholder can then be permitted to appoint a member. However, the structure of the Nomination Committee should not be changed less than two months prior to the Annual General Meeting. Changes in the Nomination Committee are announced immediately.
5. The Nomination Committee prepares and submits proposals to the AGM in respect of:
 - the election of the Chairman of the AGM,
 - the election of the Chairman of the Board of Directors and other Board members on the Company's Board of Directors,
 - Directors' fees specified between the Chairman of the Board of Directors and other Board members,
 - the election of and approval of fees to the auditors and deputy auditors (where applicable), and
 - resolutions on the principles for appointing the Nomination Committee (where applicable).

6. No fees are payable to members of the Nomination Committee. The Nomination Committee is entitled to charge the Company with expenses including the cost of recruitment consultants or other expenses required for the Nomination Committee to fully execute its assignment.

The above principles for the appointment of the Nomination Committee apply until the Annual General Meeting decides on a change to them. It is the responsibility of the Nomination Committee, prior to the Annual General Meeting, to determine whether the Nomination Committee finds it necessary to propose any change to the principles in question and in this event, to submit a motion to the Annual General Meeting in accordance with Item 5 above.

Stockholm, March 2013

The Nomination Committee of Bygghmax Group AB (publ)