

**Board of Directors of Byggmax Group AB (publ), Corp. Reg. No. 556656-3531 (the “Company”), Motion for Resolution on Distribution of Profits**

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The funds at the disposal of the Annual General Meeting comprise the following (amounts in SEK):

Retained earnings	80,014,684
Profit for the year	130,359,303
<b>Total</b>	<b>210,373,987</b>

The Board of Directors proposes that the funds at the disposal of the Annual General Meeting be distributed as follows (amounts in SEK):

Dividend to shareholders of SEK 2.14 per share	129,977,276
To be carried forward	80,396,711
<b>Total</b>	<b>210,373,987</b>

The proposed record date for payment of the dividend is Thursday, May 12, 2016. If the AGM resolves in accordance with the motion, the dividend is scheduled to be distributed by Euroclear Sweden AB on Tuesday, May 17, 2016.

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Attached to the proposal is the Board’s motivating statement in accordance with Chapter 18, Section 4 of the Swedish Companies Act (2005:551).

**Board of Directors of Byggmax Group AB (publ), Corp. Reg. No. 556656-3531 (the “Company”), statement in accordance with Chapter 18, Section 4 of the Swedish Companies Act (2005:551)**

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The Company’s aim is that dividends to shareholders comprise a minimum of 50 percent of the net profit for the year, subject to the Group’s need for capital, its EBIT, financial position, capital requirements and the prevailing economic conditions.

The Board has examined the Company’s and the Group’s financial positions and finds that a dividend in accordance with the Board’s proposal is justifiable in respect of the prudence concept in Chapter 17, Section 3, second and third paragraphs of the Swedish Companies Act (2005:551). The opinion of the Board is that the character, scope and risks of the business are currently of such an extent that the proposed dividend does not affect the above assessment.

After payment of the proposed dividend, the Company and the Group will still retain a healthy equity ratio, which in the opinion of the Board corresponds with those requirements that can be set at present for the industry in which the Company operates. After payment of the proposed dividend, the liquidity of the Company and Group is deemed satisfactory and their consolidation needs as met.

The Board of Directors is of the opinion that the proposed distribution of profits will not lead to any material limitation of the Company’s or Group’s ability to discharge their obligations in the short or long term. Nor is the proposed value transfer expected to impact the Company’s ability to make any necessary investments.

On overall assessment of the Company’s and the Group’s financial positions, the Board finds no obstacles to the proposed distribution of profits in line with the Board’s proposal.

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Stockholm, March 2016

**The Board of Directors of the Byggmax Group AB (publ)**