



## **Byggmax Group AB (publ) 2013 Annual General Meeting**

**The Annual General Meeting of Byggmax Group AB took place on Wednesday, May 15, 2013 in Stockholm. On all the motions proposed, the meeting resolved in line with the Board's and Nomination Committee's proposals. The main contents of key resolutions passed at the meeting are detailed below.**

### **Resolution on dividend**

The Annual General Meeting (AGM) resolved to pay a dividend of SEK 2 per share for the 2012 fiscal year. The record date for distribution is Monday, May 20, 2012. Payment of the dividend is expected to be effected by Euroclear Sweden AB on Thursday, May 23, 2012.

The dividend corresponds to 68 percent of net profits for the year and the funds remaining at the AGM's disposal, in total SEK 107,626,884, were carried forward to the next year.

### **Resolution regarding adoption of the income statement and balance sheet**

The AGM resolved to adopt the income statement and balance sheet for the Parent Company as well as the consolidated income statement and consolidated balance sheet for 2012. The Board of Directors and President were discharged from liability for the 2012 fiscal year.

### **Election of Board of Directors and Chairman of the Board**

The AGM resolved in accordance with the proposal of the Nomination Committee for reelection of Board members Fredrik Cappelen, Johannes Lien, Stefan Linder, Anders Moberg, Stig Notlöv and Lottie Svedenstedt as well as reelection of Fredrik Cappelen as Chairman of the Board.

### **Resolution pertaining to Board fees**

The AGM resolved in line with Nomination Committee's proposal that Board fees remain unchanged in a total amount of SEK 1,250,000 to be allocated as follows: a fee of SEK 500,000 to the Chairman of the Board and a fee of SEK 250,000 each to Anders Moberg, Stig Notlöv and Lottie Svedenstedt. The fees remain unchanged in relation to the fees that were resolved at the 2012 AGM

### **Resolution on principles for appointing the Nomination Committee**

The AGM resolved to adopt the principles for appointing the Nomination Committee, which in effect mean that the company's three major shareholders at August 31 are each entitled to appoint one member of the Committee. The principles remain unchanged in relation to the principles that were adopted at the 2012 AGM

### **Resolution on guidelines for the remuneration and other terms of employment for senior executives**

The AGM resolved on guidelines for the remuneration and other terms of employment for senior executives, which essentially means that salaries and other terms of employment for senior executives must be competitive and compatible with market rates.

### **Resolution on Long-Term Incentive program**

The AGM resolved on a Long-Term Incentive program for 27 senior executives in Byggmax AB, including a private placement of no more than 828,000 warrants to Byggmax AB and assignment of the warrants to participants in the incentive program. Each warrant will entitle the holder to subscribe for one (1) share in Byggmax Group AB (publ) between May 30, 2017 and November 30, 2017 at an issue price corresponding to 120 percent of the average price for the Byggmax Group AB (publ) share during a certain measurement period.

Byggmax Group AB (publ)

Stockholm, May 15, 2013

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