

Report of results of evaluation pursuant to item 9.1 and 10.3 of the Swedish Code of Corporate Governance

The Compensation Committee, consisting of directors Anders Börjesson and Tom Hedelius, with Johan Sjö presenting the agenda, convened on one occasion during the financial year 1 April 2013 – 31 March 2014. During the new financial year, beginning 1 April 2014, the Compensation Committee has convened on one occasion. Inter alia, the Compensation Committee has dealt with current and completed schemes for variable compensation to members of corporate management.

With respect to the outstanding option scheme, Share-based Incentive Scheme of 2009, the Compensation Committee has noted that the Scheme was fully signed for and all options has been redeemed.

With respect to the outstanding option scheme, Share-based Incentive Scheme of 2010, the Compensation Committee has noted that the market price of the share at the time of their meeting on May 14, 2014 was SEK 107.50 to be compared with the redemption price of SEK 54.90. The redemption price was set at 120 per cent of the average market price during the measuring period in August and September 2010. The scheme is secured by a portion of the repurchased shares held in treasury. The scheme was signed with 94 per cent, mainly due to the reason that one of the members impending retirement. During the period between 16 September 2013 and 14 May 2014 has 135,350 options, out of 221,700 options, been redeemed.

With respect to the outstanding option scheme, Share-based Incentive Scheme of 2011, the Compensation Committee has noted that the market price of the share at the time of their meeting on May 14, 2014 was SEK 107.50 to be compared with the redemption price of SEK 59.80. The redemption price was set at 120 per cent of the average market price during the measuring period in August and September 2011. The scheme is secured by a portion of the repurchased shares held in treasury. The scheme was fully signed.

With respect to the outstanding option scheme, Share-based Incentive Scheme of 2012, the Compensation Committee has noted that the market price of the share at the time of their meeting on May 14, 2014 was SEK 107.50 to be compared with the redemption price of SEK 71.50. The redemption price was set at 120 per cent of the average market price during the measuring period in August and September 2012. The scheme is secured by a portion of the repurchased shares held in treasury. The scheme was fully signed.

With respect to the outstanding option scheme, Share-based Incentive Scheme of 2013, the Compensation Committee has noted that the market price of the share at the time of their meeting on May 14, 2014 was SEK 107.50 to be compared with the redemption price of SEK 106.13. The redemption price was set at 120 per cent of the average market price during the measuring period in August and September 2013. The scheme is secured by a portion of the repurchased shares held in treasury. The scheme was fully signed.

The reasons for these schemes are that senior management in the Addtech Group will be able to benefit from and strive for, through their own investment, an increase in the price of the Company's shares. The intention of the schemes are also to contribute towards management personnel increasing their shareholdings in Addtech in the long term. The schemes are also expected to create the right conditions for retaining and recruiting skilled personnel for the Addtech Group, to provide competitive remuneration and to align the interests of the shareholders and management. The ambition of the Compensation Committee is that the incentive schemes will contribute to that the members of corporate management, in the long-term, will increase their shareholding in Addtech. Those members of management included in the scheme are the group who, in an otherwise heavily decentralised organisation, are able to have a positive impact on profits through cooperation between the Group's subsidiaries.

Since these schemes are directed to our most important management personnel within the Business Area- and Business Unit management, the schemes have created a more common agenda within the Group, which is very positive. It has become more engagement and will to discuss cooperation when it comes to i.e. customers, vendors and cost. The management personnel are very positive to a renewal scheme.

Neither the share-based incentive schemes resolved by the 2010, 2011, 2012 and 2013 Annual General Meetings, nor the share-based incentive schemes proposed to the 2014 Annual General Meeting, is expected to entail a net reduction of the Company's equity.

With respect to the variable compensation based on the Group's earnings, to which the President and CEO and other members of senior management are entitled, SEK 2,528,000 was expensed during the 2013/14 financial year.

The Compensation Committee has in their evaluation come to the conclusion that the Company's compensation structures and compensation levels provide for total compensation that is reasonable and competitive, and thereby conducive to attracting and retaining qualified associates.

The Compensation Committee has also dealt with how the guidelines for compensation to members of senior management resolved by the Annual General Meeting 2011 have been applied. The Committee has come to the conclusion that the guidelines have been appropriate and have also been adhered to. There has thus been no need to deviate from the guidelines as permitted in the event special circumstances so dictate. This is also evident from the opinion of the auditor pursuant to Section 8:54 of the Swedish Companies Act.

Stockholm July 2014

Addtech AB (publ)
The Compensation Committee