

Presentation of proposed members of The Board and the Election Committee's justified statement regarding proposals for the Board of Directors ahead of the 2015 Annual General Meeting

The proposals of the Election Committee to the Annual General Meeting 2015

Re-election of:

Anders Börjesson

M.Sc. Econ. Born in 1948.

Chairman of the Board since 2001.

Other board assignments: Chairman of B&B Tools, Tisenhultgruppen and Lagercrantz Group.

Director of Bostad Direkt, Futuraskolan, Inomec and Ventilationsgrossisten Nordic.

Professional experience: CEO of Bergman & Beving.

Ownership (family): 1,490,760 Class A shares and 121,050 Class B shares

Independence in relation to the company/senior management*: Yes

Independence in relation to major shareholders of the Company*: No

Eva Elmstedt

B.A. Econ. and Computer Science. Born in 1960.

Director since 2005.

Other board assignments: Director of Proact, Gunnebo and Syntavia.

Professional experience: Senior management at Nokia, Ericsson, Hi3G Access AB "3", IBM and Semcon.

Ownership (own and company): 10,000 Class B shares.

Independence in relation to the company/senior management*: Yes

Independence in relation to major shareholders of the Company*: Yes

Tom Hedelius

M.Sc. Econ, Hon. Dr. of Economics. Born in 1939.

Vice Chairman since 2001.

Other board assignments: Honorary Chairman of Svenska Handelsbanken.

Chairman of Anders Sandrews Stiftelse and Jan Wallanders and Tom Hedelius Stiftelse.

Vice Chairman of B&B Tools and Lagercrantz Group.

Professional experience: Board Chairman, CEO and managerial positions at Svenska Handelsbanken and Chairman of the Board Industrivärden.

Ownership: 1,445,760 Class A shares and 16,200 Class B shares.

Independence in relation to the company/senior management*: Yes

Independence in relation to major shareholders of the Company*: No

Ulf Mattsson

B.Sc. Econ. Born in 1964.

Industrial advisor, EQT

Other board assignments: Chairman of AcadeMedia, itslearning, Grangården AB, Evidensia Djursjukvård AB, Musti Ja Mirri Oy och Crem International. Director of StormGeo och Pras Invest Oy.

Professional experience: Senior managerial positions at Tarkett, CEO for Domco, Mölnlycke Health Care, Capio and Gambro.

This is a translation of the Swedish original. In case of any discrepancies between this translation and the Swedish original, the latter shall prevail.



Ownership: 8,000 Class B shares

Independence in relation to the company/senior management*: Yes

Independence in relation to major shareholders of the Company*: Yes

Lars Spongberg

M.Sc. Econ. LL B. Born in 1945.

Director since 2001.

Other board assignments: Director of Bikuben and Valedo Capital Partners Fund 1.

Professional experience: Senior management at Spectra Physics, Autoliv, Svenska Handelsbanken, Electrolux and Swedish Match.

Ownership: 4,500 Class B shares.

Independence in relation to the company/senior management*: Yes

Independence in relation to major shareholders of the Company*: Yes

Johan Sjö

B.Sc. Econ. Born in 1967.

President and CEO, Addtech AB.

Director since 2008.

Employed in the Group since 2007.

Other board assignments: Director of Bufab.

Professional experience: Senior management at B&B Tools, prior to that Alfred Berg ABN Amro.

Ownership: 10,080 Class A shares and 128,000 Class B shares. Call options corresponding to 130,500 Class B shares.

Independence in relation to the company/senior management*: No

Independence in relation to major shareholders of the Company*: Yes

New-election of:

Malin Nordesjö

M.Sc. Econ. Born in 1976.

Other board assignments: Chairman of Futuraskolan. Director of Tisenhultgruppen, Ventilationsgrossisten Nordic and Bostad Direkt.

Professional experience: CEO Bostad Direkt and Futuraskolan. Managerial positions in Trittech Technology and auditor with KPMG.

Ownership: 11,502 Class B shares

Independence in relation to the company/senior management*: Yes

Independence in relation to major shareholders of the Company*: No

* The information regarding independency relates to the independence of the proposed Board member according to the Swedish Code of Corporate Governance in relation to (i) the company/senior management and (ii) major shareholders.

This is a translation of the Swedish original. In case of any discrepancies between this translation and the Swedish original, the latter shall prevail.



The Election Committee's justified statement regarding proposals for the Board of Directors ahead of the 2015 Annual General Meeting

The Election Committee has received information, through the Chairman of the Board of Directors, on the Board of Directors' own evaluation and of the Company's operations, development and circumstances in general.

The Election Committee has discussed the main requirements which should be placed on the directors, including the need for independent directors. The issue of an even gender distribution has also been discussed.

In its evaluation, the Election Committee has found that the Board of Directors is highly effective, and that the various directors proposed for re-election represent a necessary diversity required in terms of expertise, experience and background. The Election Committee also proposes to increase the Board to totally seven members in order to get new and younger experience and also a more even gender distribution into the Board of Directors. Malin Nordesjö is therefore an excellent complement to the Board with solid experience from managerial positions. This justifies the Election Committee's proposal to re-elect the proposed directors and elect Malin Nordesjö as members of the Board.