



Press release 2015-05-05 at 2 pm

## Byggmax Group AB (publ) 2015 Annual General Meeting

The Annual General Meeting of Byggmax Group AB took place on Tuesday, May 5, 2015 in Stockholm, Sweden. 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 2.60 per share for the 2014 fiscal year. The proposed record date for payment of the dividend is Thursday, May 7, 2015. Payment of the dividend is expected to be effected by Euroclear Sweden AB on Tuesday, May 12, 2015.

### *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 2014. The Board of Directors and President were discharged from liability for the 2014 fiscal year.

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

The AGM resolved in accordance with the proposal of the Nomination Committee for reelection of Board members Anders Moberg, Stig Notlöv, Lottie Svedenstedt and Karin Hygrel-Jonsson. Hannele Kempainen and Daniel Mühlbach were elected as new Board members. Anders Moberg was elected as Chairman of the Board.

The AGM resolved in accordance with the proposal of the Nomination Committee to appoint the registered accounting firm Öhrlings PricewaterhouseCoopers AB as the company's auditors until the end of the next AGM.

### *Resolution pertaining to directors' and auditors' fees*

The AGM resolved in line with Nomination Committee's proposal that directors' fees totaling SEK 1,850,000 are to be allocated as follows: a fee of SEK 550,000 to the Chairman of the Board and a fee of SEK 260,000 to each of the other Board members.

Fees to auditors are payable against approved invoices.

### *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.

### *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 the long-term incentive program*

The AGM resolved to adopt a long-term incentive program for 36 senior executives at the Byggmax Group, comprising a private placement of a maximum of 1,344,000 warrants to Byggmax AB and the assignment of warrants to the incentive program participants. The assignment of warrants to incentive program participants will be at the market price. Each warrant entitles the holder, during the period May 30, 2018 through November 30, 2018, to subscribe for one (1) share in the Byggmax Group AB (publ) at a subscription price amounting to 115% of the average market price for a share in the Byggmax Group AB (publ) during a specific control period. The Company's share capital can increase by a maximum of SEK 448,000 if the warrants are exercised in full.

The participants' acquisition of warrants is subsidized by the Byggmax Group through the participants receiving a cash bonus after tax corresponding to not more than 50 percent of the price of the warrants acquired by the respective participants. This bonus will be paid in the following stages: one third on subscription, one third one (1) year following subscription and one third two (2) years after subscription and requires meeting the conditions for receiving the bonus.

Byggmax Group AB (publ)

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### **About Byggmax**

The home improvement discounter chain BYGGmax was launched in 1993 and its business concept is to be the best and most inexpensive alternative for consumers in need of high-quality construction materials. In 2007, the BYGGmax launched its business in Norway, and the first store in Finland was opened in 2008. Today BYGGmax has 72 stores in Sweden, 27 in Norway and 13 in Finland. The company's sales

amounted to approximately SEK 3,2 billion in 2013. BYGGmax has been listed on NASDAQ OMX Stockholm since June 2010.

For more information, please visit [www.byggmax.com](http://www.byggmax.com)