

Message No.

04 – 2015

Our ref.

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Date

26 March 2015

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Danish Financial Supervisory Authority  
Århusgade 110  
DK-2100 Copenhagen Ø

Company Announcement No. 04-2015:

## **Summary of FLSmidth & Co. A/S' Annual General Meeting**

On Thursday 26 March 2015 at 16.00 hours, FLSmidth & Co. A/S held its Annual General Meeting at Tivoli Hotel & Congress Center, Copenhagen, with the following agenda:

1. The Board of Directors' report on the company's activities in 2014
2. Presentation and approval of the 2014 Annual Report
3. Approval of the Board of Directors' fees:
  - a. Final approval of fees for 2014
  - b. Preliminary determination of fees for 2015
4. Distribution of profits or covering of losses in accordance with the approved Annual Report
5. Election of members to the Board of Directors
6. Appointment of auditor
7. Proposals from the Board of Directors

The Board of Directors submitted the following proposals:

- 7.1 - Proposal for update of the overall guidelines for incentive pay
- 7.2 - Proposal for amendment of the articles of association - change from bearer shares to registered shares
- 7.3 - Treasury shares
8. Any other business

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Re 1: The Annual General Meeting took note of the Board of Directors' review.

Re 2: The Annual General Meeting approved the 2014 Annual Report.

Re. 3: The Annual General Meeting approved the Board of Directors' fees for 2014 and 2015.

Re. 4: The Board's proposal to pay out a dividend of DKK 9 per share was adopted.

Re. 5: The Annual General Meeting re-elected Mr Vagn Ove Sørensen, Mr Torkil Bentzen, Mr Martin Ivert, Mr Sten Jakobsson, Mr Tom Knutzen and Ms Caroline Grégoire Sainte Marie for the Board of Directors.

Re. 6: The Annual General Meeting adopted the proposal by the Board of Directors to reappoint Deloitte Statsautoriseret Revisionspartnerselskab as auditor.

Re. 7.1: The Annual General Meeting adopted the Board of Directors' proposal for update of the overall guidelines for incentive pay.

Re. 7.2: The Board of Directors withdrew the proposal for the amendment of the articles of association.

Re. 7.3: The Annual General Meeting adopted the proposal by the Board of Directors that it be authorised until the next Annual General Meeting to let the company acquire treasury shares equivalent to a total of 10% of the company's share capital, provided that the company's total holding of treasury shares at no point exceeds 10% of the company's share capital. The consideration may not deviate more than 10% from the official price quoted on Nasdaq Copenhagen at the time of acquisition.

The chairman of the Annual General Meeting, Mr Klaus Søgaard, closed the Annual General Meeting at 17.30 hours.

25.63% of the votes were represented at the Annual General Meeting.

At the subsequent initial Board Meeting, the Board elected Mr Vagn Ove Sørensen as Chairman and Mr Torkil Bentzen as Vice Chairman.

Yours faithfully

Pernille Friis Andersen  
Group Communications & Investor Relations