



April 27, 2016

## Press release from ÅF

For further information:

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## Report from ÅF's Annual General Meeting 2016

On Wednesday April 27, 2016, ÅF AB (publ)'s annual general meeting was held at the ÅF Group's headquarters in Solna, Sweden.

### **Adoption of the Income Statement and the Balance Sheet**

The meeting adopted the income statements and balance sheets for the Group and the parent company for 2015. The members of the Board of Directors and the President were discharged from liability for the fiscal year 2015.

### **Dividend**

The proposed dividend of SEK 3.75 per share was approved by the AGM. The record day for dividend is Friday, April 29 and payment from Euroclear Sweden will be Wednesday, May 4, 2016.

### **Board of Directors**

All board members, Marika Fredriksson, Staffan Jufors, Anders Narvinger, Björn O Nilsson, Maud Olofsson, Joakim Rubin, Kristina Schauman and Anders Snell were reelected. Anders Narvinger was reelected as chairman of the board.

The auditing company Ernst & Young AB – EY –, who intends to appoint Hamish Mabon as auditor in charge, was reappointed as auditor of the Company.

### **Board of Directors' Fees**

The meeting decided that the yearly remuneration to the members of the Board work shall be SEK 650 000 for the Chairman and SEK 275 000 to each of the other seven members of the Board. For the work of the Audit Committee, it was decided on a fee of SEK 100 000 to the Chair and SEK 50 000 to each of the other two members. For the work of the Remuneration Committee, it was decided on a fee of SEK 75 000 to the Chair and SEK 45 000 to each of the other two members.

### **Convertible Debentures for Management and Key Staff**

In accordance with the Board of Directors' proposals it was decided that ÅF AB shall raise a convertible subordinated loan of a nominal maximum of SEK 200 000 000 through the issue of convertible debentures. If the conversion rate at the moment of issue will be determined at an amount which would lead to a dilution after full conversion by more than 2% of the share capital, the maximum loan amount shall be reduced so that the maximum dilution will be 2%. The subscription price for each convertible should correspond to its nominal amount.



It was also decided, to mitigate the dilution the conversion otherwise can result in, to authorise the Board to acquire as many shares as subscribed convertible debentures may convert into. It was also decided to reduce the share capital corresponding to the number of shares equal to the number of convertible debentures subscribed to.

#### **Transfer of own shares**

The Board was authorised, for the period until the next annual general meeting, to decide on the transfer of own shares on Nasdaq Stockholm and transfer of own shares to participants in the Performance-Related Share Programmes from 2012 – 2014.

#### **Authorisation on new issue of shares**

The Board was also, for the time until the next annual general meeting, authorised to decide on new share issues of B shares for consideration other than in cash or, with preferential rights for the shareholders, against cash payment. The number of newly issued shares shall not in aggregate exceed 10 percent of the registered share capital.

Corporate Communication

ÅF AB (publ)

ÅF is an engineering and consulting company for the energy, industrial and infrastructure markets, creating progress for our clients since 1895. By connecting technologies we provide profitable, innovative and sustainable solutions to shape the future and improve people's lives. Building on our strong base in Europe, our business and clients are found all over the world.

ÅF – Innovation by experience