



# Annual General Meeting of AddLife AB 31 May 2018

Resolutions, including the following, were passed by the Annual General Meeting ("AGM") and the ensuing statutory Board of Directors Meeting of AddLife AB ("The Company") held on 31 May 2018.

## **Dividend**

A dividend of SEK 2.20 per share was declared. Record date for the dividend was confirmed to be Monday, 4 June 2018. The dividend is expected to be remitted by Euroclear Sweden AB on Friday, 8 June 2018.

## **Adoption of the Profit and Loss Statements and the Balance Sheets**

The AGM resolved to adopt the Profit and Loss Statement and the Balance Sheet for the Company as well as the Consolidated Profit and Loss Statement and the Consolidated Balance Sheet for the Group.

## **Discharge from liability for the directors and the CEO**

The AGM granted discharge from liability to the Board of Directors and the CEO for their management during 2017.

## **Board of Directors, Vice President and Auditor**

The AGM passed a resolution in accordance with the proposal of the Election Committee. The following directors were re-elected:

Johan Sjö  
Håkan Roos  
Eva Nilsagård  
Birgit Ståtin Norinder  
Stefan Hedelius

New election:

Andreas Göthberg

The Annual General Meeting decided on a total fee of SEK 1,750,000 to the Board of Directors, of which the Chairman of the Board to receive SEK 500,000 and other directors to receive SEK 250,000 each.

The Annual General Meeting decided on a fee of SEK 50,000 to the Chairman of the Audit Committee.

Johan Sjö was re-elected by the AGM as Chairman of the Board of Directors. The entire Board of Directors was elected to serve as the Company's Audit Committee with Eva Nilsagård as its Chairman. The Chairman Johan Sjö and Håkan Roos were appointed to serve as the Company's Remuneration Committee with the CEO submitting reports.

The AGM elected KPMG AB as auditors, with head auditor Håkan Olsson Reising, until the end of the next Annual General Meeting.

## **Guidelines for remuneration to senior management**

The AGM passed a resolution in accordance with the proposal of the Board of Directors on guidelines for remuneration and other terms of employment for senior management.

## **Issuance of call options on repurchased shares and transfer of repurchased shares to members of senior management**

In accordance with the proposal of the Board of Directors, and with deviation from the preferential rights of existing shareholders, the AGM resolved to offer approximately 30 members of management personal within the AddLife Group to acquire call options on class B shares. Up to 170,000 call options giving its holders the right to acquire a corresponding number of shares may be issued. Options shall be acquired at market value. The redemption price will be 120 percent of the average market price of the share during period 25 May 2018 – 8 June 2018. In case the share price of the AddLife B-share, at the time of exercise of call options, exceeds 170 % of the average market price during the period 25 May 2018 – 8 June 2018, the redemption price for the call options shall be increased on a SEK-by-SEK with the amount exceeding 170 %. The Company has the right to repurchase the call options by the holder of the option if the holder does not use all acquired call options and notify this to the Company. Acquisition of options shall occur at a price which at the time was equivalent to no more than the market value.

The AGM also resolved to, upon an exercise of the call options, to issue up to 170,000 of the Company shares repurchased by the Company.

## **Repurchase and transfer of Company shares**

In accordance with the proposal of the Board of Directors the AGM resolved to authorize the Board of Directors to buy and sell shares in the Company, on one or more occasions, such authorization to remain valid until the next following AGM. The purpose of repurchases is to enable the Board of Directors to adapt the Group's capital structure and to make possible future acquisitions of companies and businesses with payment in the form of shares in the Company, and to cover the Company's obligations under the incentive program resolved.

Purchases shall be made via Nasdaq Stockholm at the price interval prevailing measured as the interval between the highest buy price and the lowest sale price. Purchases of own shares are limited in such a way that at no time may shares held in treasury exceed 10 percent of the number of shares outstanding in the Company.

The AGM resolved to authorize the Board of Directors to sell B-shares, without preferential right for existing shareholders, at a market price as remuneration in connection with acquisitions of businesses or companies, or to ensure delivery of shares in existing incentive programs, but not via Nasdaq Stockholm.

At the ensuing statutory Board of Directors Meeting, the Board of Directors decided to utilize the authorization received to purchase shares in the Company during the period until the next following Annual General Meeting.

Since before, AddLife AB holds 445,000 class B shares in treasury, equivalent to 1.8 percent of the total number of shares outstanding, and 1.3 percent of the votes. The total number of shares outstanding in AddLife AB, including shares held in treasury, is 24,617,093.

## **Information about the AGM**

Information about the AGM is available at the Company's website in the menu Investors/General Meeting.

Stockholm, 31 May 2018

AddLife AB (publ)

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*This information is disclosed in accordance with AddLife AB (publ) agreement with Nasdaq Stockholm. The information was submitted for publication on 31 May 2018 at 18:30 CET.*

*AddLife is an independent player in the Life Science sector, offering high-quality products, services and advice to the private and public sectors, above all in the Nordic region. AddLife has about 600 employees in some 32 subsidiaries that operate under their own brands. The Group has annual sales of about SEK 2.3 billion. AddLife shares are listed on Nasdaq Stockholm.*