

Mekonomen Group

MECA BilXtra Mekonomen

25 April 2017

Resolutions taken at the 2017 Annual General Meeting of Mekonomen Aktiebolag

- Dividend to shareholders of SEK 7 per share.
- John S. Quinn, Kenny Bräck, Joseph M. Holsten, Malin Persson, Helena Skåntorp and Christer Åberg were re-elected Board members. Magnus Håkansson was elected as a new Board member.
- Resolution to allow store and workshop managers in wholly owned subsidiaries to acquire shares in individual store and workshop companies and thus become partners.
- Resolution authorizing the Board of Directors to, on one or more occasions, with or without preferential rights for shareholders, make decisions concerning the issue of a maximum of 3,590,149 new shares during the period until the next Annual General Meeting (AGM).

Profit and loss account, balance sheet and discharge from liability

The AGM adopted the profit and loss account and the balance sheet, the consolidated profit and loss account and the consolidated balance sheet for the 2016 financial year.

The AGM granted the board members and the CEO discharge from liability for the 2016 financial year.

Dividend

In accordance with the Board of Directors' proposal, the AGM resolved to pay SEK 7 per share to shareholders. The record date for the dividend is 27 April 2017. Payment of the dividend, through Euroclear Sweden AB, is scheduled for 3 May 2017.

Election of the Board of Directors and auditors

In accordance with the proposal by the Nomination Committee, the AGM resolved that the number of Board members will be unchanged at seven ordinary members. Subsequently, the AGM approved the re-election of John S. Quinn, Kenny Bräck, Joseph M. Holsten, Malin Persson, Helena Skåntorp and Christer Åberg. The AGM elected Magnus Håkansson as a new Board member. John S. Quinn was elected Chairman of the Board.

Magnus Håkansson, born 1963, holds the position as CEO of RNB Retail and Brands AB (publ) since 2011, has a Bachelor in Business Administration and Economics (Stockholm School of Economics) and a Master of Science in Management (MIT Sloan School). He has previously held the positions as CEO of Expert Sverige AB, CFO of the KF Group and Management Consultant at McKinsey & Co, he was the Chairman of RNB Retail and Brands AB (publ) 2010-2011 and has held management and board positions in several other companies. Magnus Håkansson is currently the Chairman of Tenant & Partner Group AB and GS1 Sweden AB.

Board director Kenneth Bengtsson, also chairman of the Board, has in December 2016 informed the Nomination Committee that he declines re-election.

In accordance with the proposal by the Nomination Committee, the registered audit firm PricewaterhouseCoopers AB was re-elected as the company's auditors. The authorized public accountant Lennart Danielsson has been appointed auditor in charge.

Fees for the Board of Directors and auditors

The AGM resolved, in accordance with the proposal by the Nomination Committee, that fees of SEK 550,000 (550,000) will be paid to the Chairman, SEK 310,000 (310,000) to the Deputy Chairman and SEK 270,000 (270,000) to each of the remaining elected Board members. Furthermore SEK 60,000

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(60,000) will be paid to the chairman of the Audit Committee, SEK 35,000 (35,000) to each of the other members of the Audit Committee, SEK 35,000 (35,000) to the chairman of the Remuneration Committee and SEK 25,000 (25,000) to each of the other members of the Remuneration Committee.

The AGM resolved that fees to the auditor will be paid according to approved invoicing.

Guidelines for the Nomination Committee's composition

The guidelines for the Nominating Committee's composition were adopted in accordance with the Nominating Committee's recommendation.

Adoption of principles for remuneration of company management

The AGM adopted principles for remuneration of company management, in accordance with the Board of Directors' proposal. The remuneration comprises basic salary, variable salary, pension benefits and other benefits and severance conditions.

The resolution included a long term variable compensation program which was adopted by the 2016 AGM and which is calculated on the result of the Mekonomen Group for the financial years 2016 - 2018. The total cost for Mekonomen Group over the period for this program is MSEK 32.

Employees' acquisition of shares in subsidiaries

The AGM resolved in accordance with the Board's proposal that store and workshop managers in wholly owned store and workshop subsidiaries be allowed to acquire a maximum of 9 per cent of the shares in the respective individual store and workshop companies.

Motion for resolution of authorization pertaining to the new issue of shares

The AGM resolved to authorize the Board of Directors, for the period up to the next AGM, on one or more occasions, with or without preferential rights for shareholders, to decide on the issue of a maximum of 3,590,149 new shares, corresponding to a maximum of 10 per cent of the share capital.

Complete proposals

The AGM approved all proposals submitted by the Board of Directors and the Nomination Committee. The motions are described in their entirety in the previously published Notice convening the AGM.

Statutory Board meeting

The Board held its statutory meeting after the AGM and elected Christer Åberg as Deputy Chairman.

Full details on the proposals adopted by the AGM will be downloaded at:

<http://www.mekonomen.com/en/corporate-governance/annual-general-meeting/>

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This is a translation of the Swedish version of the notice. In case of any discrepancies, the Swedish version shall prevail.