

The Board of Directors' statement in regard to Chapter 18 § 4 of the Swedish Companies Act

The Board has proposed that the 2019 Annual General Meeting decide on a distribution of earnings so that shareholders will receive a dividend of SEK 2.30 per share. The distribution of earnings thus amounts to a total of SEK 80,704,132. In view of the Board's proposed distribution of earnings, the Board hereby makes the following statement pursuant to Chapter 18 of the Swedish Companies Act § 4 of the Swedish Companies Act.

Retained earnings from previous years total SEK 481,579,660, the share premium reserve is SEK 5,866,700, net earnings for the 2018 financial year amount to SEK 104,346,889. Assuming that the 2019 AGM adopts the resolution according to the Board's proposed distribution of earnings, SEK 505,222,417 will be carried forward and SEK 5,866,700 will be transferred to the share premium reserve.

There will be full coverage for the Company's restricted equity after the proposed dividend. In the Board's view, the Company's and the Board's equity after the proposed distribution of earnings will be of sufficient size in relation to the nature, scope and risks of the business operations. In this connection, the Board has taken into consideration among other things the Company's and the Board's historical development, budgeted development and the general economic situation.

The Board has assessed the financial position of the Company and the Group and the Company's and the Group's ability in the short and long term to meet their obligations. The proposed dividend constitutes in total 8.9% of the Company's equity and 6.5% of the Group's equity.

After payment of the dividend, the Company's and the Group's equity ratio will be approximately 44.3% and 31.4% respectively. The Company's and the Group's equity ratio is therefore good in relation to the industry sector in general. The Board believes that the Company and the Group are in a position to take future business risks and also withstand any losses. The dividend will not have any negative impact on the ability of the Company and the Group to make additional investments in accordance with the plans of the Board.

The proposed dividend will not negatively affect the ability of the Company and the Group to meet their payment obligations. The Company and the Group have good access to both short-term and long-term credit facilities, which can be called upon at short notice.

The Board therefore believes that the Company and the Group are well-prepared to handle both changes in terms of liquidity and unexpected events.

In addition to that stated above, the Board has considered other known circumstances that may affect the Company's and the Group's financial position. No circumstance have emerged from this to show that the proposed dividend is not justifiable.

Helsingborg, March 2019
Nederman Holding AB (publ)
The Board of Directors