

Proposal on introduction of the LTI 2019-2020 programme

The Board proposes that the AGM resolves to adopt an LTI programme for the CEO, senior executives and senior management positions within the Nederman Group, currently comprising ten people. The programme covers the two financial years of 2019 and 2020 (“**LTI 2019-2020**”) and targets shall be set in such a way that means that there has been a particularly favourable development for the Company's shareholders. The LTI programme shall be able to be a maximum of 35 per cent of an annual salary for the CEO, and 14-20 per cent of an annual salary for other senior executives. To achieve the result, it requires that a Board-approved minimum level of accumulated earnings per share for the financial years 2019 and 2020 is reached or exceeded. The remuneration which under the terms falls to the senior executive (net of income tax), shall be invested in Nederman shares. The shareholding must be retained by the senior executive for at least 3 years. Investment in shares may take place via the stock exchange or through the transfer of shares, whereby the Board of Directors in the latter case intends to come back with a proposal for adoption at the 2020 Annual General Meeting for the transfer of the Company's own shares. With full outcome, the cost for LTI 2019-2020 will amount to approximately SEK 4.51 million.

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