

Resolutions at the Annual General Meeting in Bufab AB

At Bufab's Annual General Meeting (AGM) which was held today on 25 April 2024, the following principal resolutions were passed.

Adoption of the income statements and balance sheets and resolutions on appropriation of the company's profit and discharge from liability

The income statements and balance sheets for the company and the group were adopted, together with the Board of Directors' proposal for appropriation of the company's profit. The dividend was determined to SEK 5.00 per share, with 29 April 2024 as the record date. The estimated date for payment of the dividend is 3 May 2024. The Board of Directors and the CEO were discharged from liability for the financial year 2023.

Board of Directors, remuneration to the Board members and auditor

In accordance with the Nomination Committee's proposal, the AGM resolved that the Board of Directors shall consist of six members elected by the meeting and no deputies. The AGM further resolved, in accordance with the Nomination Committee's proposal, that the fees to the Board members shall amount to SEK 830,000 to the Chairman of the Board, and SEK 350,000 to each of the other members not employed by the company. For committee work, it was resolved that a remuneration of SEK 130,000 shall be paid to the Chairman of the Audit Committee, that a remuneration of SEK 65,000 shall be paid to each of the other members of the Audit Committee and that a remuneration of SEK 30,000 shall be paid to each of the members of the Remuneration Committee.

In accordance with the Nomination Committee's proposal, the AGM resolved on re-election of the Board members Bengt Liljedahl, Hans Björstrand, Per-Arne Blomquist, Anna Liljedahl, Eva Nilsagård and Bertil Persson, all for the period until the close of the next Annual General Meeting. Bengt Liljedahl was re-elected as Chairman of the Board.

The AGM resolved in accordance with the Nomination Committee's proposal, for the period up to and including the Annual General Meeting 2025, on re-election of Öhrlings PriceWaterhouseCoopers AB as the company's auditor, with authorised public accountant Johan Rippe as auditor in charge, to be paid according to approved invoice.

Principles for appointment of the Nomination Committee

In accordance with the Nomination Committee's proposal, the AGM resolved on principles for the appointment of the Nomination Committee and for its assignment.

Remuneration report

The AGM approved the Board of Directors' report regarding compensation pursuant to Chapter 8, Section 53 a of the Swedish Companies Act.

Guidelines for remuneration to senior executives

In accordance with the Board of Directors' proposal, the AGM resolved on guidelines for remuneration to senior executives.

Long-term share based incentive program

In accordance with the Board of Directors' proposal, the AGM resolved to adopt a long-term share based incentive program based on call options, comprising the CEO, senior executives and other key employees within the group. The program shall comprise a maximum of 210,000 call options, corresponding to approximately 0.6 per cent the total number of shares and votes in the company. The purchase price for the call options shall correspond to the market value of the options at the time of transfer. Each call option entitles the holder to acquire one share in Bufab during the period from and including 15 May 2027 to and including 15 November 2027. The purchase price per share shall correspond to 115 per cent of the volume-weighted closing prices paid for the company's share on Nasdaq Stockholm during the five trading days before the Board of Directors' resolution on allotment of call options.

In order to encourage participation in the program, the Board of Directors may resolve on a subsidy in the form of gross salary additions, which is subject to the participant remaining in its employment in June 2027 and still holds call options. The subsidy may as a maximum correspond to the price paid for each call option. In order to hedge Bufab's delivery of shares, the AGM also resolved to authorise the Board of Directors to repurchase a maximum of 210,000 shares in the company, and approved of transfers of a maximum of 210,000 of the company's repurchased shares to the participants of the company's incentive programs.

Authorisation to transfer shares in the company

In accordance with the Board of Directors' proposal, the AGM resolved to authorise the Board of Directors to, on one or more occasions during the period up until the next Annual General Meeting, resolve upon transfer of the company's own shares.

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Bufab is a trading company that offers its customers a full-service solution as Supply Chain Partner for sourcing, quality control, sustainability and logistics for C-Parts. Bufab was founded in 1977 in Småland, Sweden, and is an international group that today consists of more than 50 companies. The group has 1,800 employees in some 28 countries and annual sales of SEK 8.7 billion in 2023. The share is listed on Nasdaq Stockholm since 2014. Read more on www.bufabgroup.com.