

Qliro Group - Annual General Meeting 2018

Press release, Stockholm, 22 May 2018

Qliro Group AB (publ) today announced that the Annual General Meeting of Qliro Group's shareholders (the "AGM"), held today in Stockholm, voted to support all of the resolutions that the Board and the Nomination Committee proposed to the AGM.

The AGM adopted the income statement, the balance sheet, the consolidated income statement and the consolidated balance sheet for the year 2017.

The AGM approved that the retained earnings, the share premium reserve and the result for the year, corresponding to a total of SEK 668,441,441 be carried forward.

The AGM discharged the Board and the CEO from liability for 2017.

The AGM re-elected Christoffer Häggblom, Daniel Mytnik, Jessica Pedroni Thorell and Erika Söderberg Johnson as directors of the Board and elected Andreas Bernström and Lennart Jacobsen as new directors of the Board. Furthermore, the AGM elected Christoffer Häggblom as Chairman of the Board.

The AGM approved to re-elect the auditing firm KPMG AB as the company's auditor for the period until the end of 2019 Annual General Meeting. The authorised public accountant Mårten Asplund will continue as the auditor-in-charge.

The AGM approved remuneration for the Board and the auditor and procedure for the Nomination Committee (that shall apply until a resolution regarding a change of the procedure for the Nomination Committee is resolved by the general meeting).

The AGM approved the guidelines for remuneration for senior executives as well as the principles and scope for a performance share plan with a similar structure as the long-term incentive plans adopted in 2011-2017, a synthetic call option plan (with a similar structure as the synthetic call option plans adopted in 2016 and 2017) based on the underlying value growth in Qliro Group's subsidiary Qliro Financial Services (Qliro AB), and to transfer own shares to the participants in accordance with the conditions of the plans.

The AGM also resolved on hedging arrangements for the programmes, comprising authorisations for the Board to resolve on a new issue of no more than 1,807,000 class C shares and re-purchase of all class C shares in the company.

The AGM authorised the Board to pass a resolution on one or more occasions for the period up until the next Annual General Meeting to repurchase so many of the company's own ordinary shares that Qliro Group's holdings do not at any time exceed 10 per cent of the total number of issued shares in Qliro Group.

The AGM resolved to dismiss the shareholder's proposal.

At a statutory meeting of the Board of Directors following the AGM, the Audit and Remuneration Committees were appointed. Erika Söderberg Johnson was appointed Chairman of the Audit Committee, while Daniel Mytnik and Jessica Pedroni Thorell were appointed as Audit Committee members. Daniel Mytnik was appointed Chairman of the Remuneration Committee, while Christoffer Häggblom and Jessica Pedroni Thorell were appointed as Remuneration Committee members.

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About Qliro Group

Qliro Group is a leading Nordic e-commerce group in consumer goods, lifestyle products and related financial services. Qliro Group operates the leading Nordic marketplace CDON.COM, the online fashion brand Nelly.com and Qliro Financial Services that offers financial services to merchants and consumers. In 2017 the Group had sales of SEK 3.4 billion. Qliro Group's shares are listed on the Nasdaq Stockholm Mid-Cap segment under the ticker symbol QLRO.