

## **Proposal for the distribution of dividend and the board of directors' statement in relation to the proposal**

The board of directors and the president and CEO propose that the disposable earnings	5,292,885,595
shall be distributed as follows:	
A dividend of SEK three (3.00) per share to be distributed to the shareholders, in the amount of	287,436,066
To be carried forward	5,005,449,529
<b>In total</b>	<b>5,292,885,595</b>

As record day for the right to cash dividend, the board of directors proposes Monday, May 8, 2017. It is expected that the dividend will be paid to the shareholders on Thursday, May 11, 2017.

### **Motivation**

The board of directors has proposed that the annual general meeting 2017 resolves on a profit distribution meaning that a dividend of SEK three (3.00) per share be distributed to the shareholders. Consequently, the dividend amounts to a total of approximately MSEK 287.

The board of directors has determined that the restricted equity of the company will not be impaired by the distribution of the proposed dividend.

In addition, the board of directors considers that the proposed dividend to the shareholders is justifiable considering the factors stated in Chapter 17, Section 3 second and third paragraphs of the Swedish Companies Act (including the nature, scope and risks of the business as well as consolidation needs, liquidity and position in general). In this connection, the board of directors would like to state the following.

#### *The nature, scope and risks of the business*

According to the board of directors, the shareholders' equity of the company and the group will, after distribution of the dividend, be sufficient in proportion to the nature, scope and risks of the business. The board of directors has in this connection taken into consideration factors such as the historic development of the

company and the group, the development according to budget and the state of the market.

#### *Consolidation needs*

The board of directors has made a comprehensive judgement of the financial position of the company and the group as well as the ability of the company and the group to fulfill short and long-term obligations. The proposed dividend constitutes in total 5 % of the shareholders' equity of the company and 11 % of the shareholders' equity of the group.

After the accomplished dividend distribution the company's and the group's equity/assets ratio will amount to 65 % and 41 %, respectively. Accordingly, the equity/assets ratio of the company and the group is satisfactory in view of the group's line of business. The board of directors is of the opinion that the company and the group will be able to assume future business risks and also cope with prospective losses. The dividend will not have a negative impact on the company's and the group's ability to make further investments justified from a business perspective according to the plans of the board of directors.

#### *Liquidity*

The liquidity of the company and the group will be able to be maintained on a secure level. The proposed dividend will not affect the company's and the group's ability to fulfill their payment obligations neither on short or long term. The company and the group have sufficient access to short-term as well as long-term credit facilities. The credits may be utilized at short notice and, accordingly, the board of directors considers that the company and the group are well prepared to handle any changes in liquidity as well as unexpected events.

#### *Position in general*

In addition to what is stated above, the board of directors has considered other known circumstances that may be of importance to the economic position of the company and the group. The board of directors has not noted any circumstances that would suggest that the proposed dividend is not justifiable.

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Stockholm in February 2017

**Coor Service Management Holding AB (publ)**

*The board of directors*