

THE STATEMENT BY THE BOARD OF DIRECTORS IN DUSTIN GROUP AB (PUBL) REGARDING THE PROPOSAL OF DIVIDENDS AT THE ANNUAL GENERAL MEETING ON 19 JANUARY 2016

In relation to the board of directors' proposal to the annual general meeting on 19 January 2016, to resolve on a dividend of SEK 1.70 per share, totalling SEK 129.5 million, the board of directors presents the following statement.

The proposal is in line with the board of directors' policy that a resolution on dividends must be based on an appraisal of the group's financial position, cash flow, acquisition opportunities and prospects.

The proposed dividend corresponds to 104 per cent of the total result for the financial year 2014/15. The board of directors has determined that the group should have a high degree of financial flexibility and allow for acquisitions. The goal is that the debt/equity ratio should be 2.0 - 3.0 x adjusted EBITDA for the last 12 months. The proposed dividend means no deviation from the board of directors' determined financial targets regarding capital structure.

The board of directors notes that after the proposed dividend there will be full coverage for the company's restricted equity. The company's and the group's equity would have been SEK 0 and about SEK 9.8 million higher, respectively, if the assets and liabilities not been measured at their actual value pursuant to Chapter 4, Section 14 § (a) of the Annual Accounts Act (Sw. *årsredovisningslagen* (1995:1554)).

The board of directors believes that a dividend to the shareholders of the proposed amount is justifiable considering the demands on both the company and the group which the nature and the scope of the company's operations and the risks connected therewith place on the size of the company's equity and taking into account the need for consolidation, liquidity and the financial position in general. The financial position remains strong after the proposed dividend and is expected to be fully adequate for the company to have the ability to meet its obligations in both the short and long term and provide the opportunity to make potentially necessary investments.

Nacka, November 2015

Dustin Group AB (publ)

The board of directors