

Minutes taken at an ordinary general meeting of
the shareholders of Lindab Intressenter AB,
Thursday 18 May 2006.

Persons present

| <u>Shareholders</u> | <u>Shares and votes:</u> |
|---|---|
| 1 Ratos AB (publ) Represented by Stig Karlsson | 5,388,980 (including 2,988,810 class B shares) |
| 2 Sjätte AP-fonden Represented by Urmas Kruusval | 1,193,050 |
| 3 Livförsäkringsaktiebolaget Skandia Represented by Roger Johanson | 1,193,050 |
| 4 Carl-Gustaf Sondén | 89,700 |
| 5 Hans Schmidt-Hansen | 89,700 |
| 6 Kjell Åkesson | 4,800 |
| 7 Nils-Johan Andersson | 1,600 |
| 8 Nordben Life & Insurance Co Ltd. Represented by Svend-Holst Nielsen | 14,200 |
| 9 Carl-Gustav Nilsson | 1,280 |

Thus, out of a total of 8,000 shares and votes, 7,976,360 shares and votes were represented at the meeting.

§ 1.

The meeting was opened by the chairman of the board of directors, Svend Holst-Nielsen.

§ 2.

Svend Holst-Nielsen was elected, as chairman, to conduct the proceedings of the day, and Carl-Gustav Nilsson was appointed to keep the minutes of the day.

§ 3.

The aforementioned list of shareholders was approved as the voting register.

§ 4.

The agenda was approved.

§ 5.

Roger Johanson and Urmas Kruusval were appointed to attest the minutes of the day together with the chairman.

§ 6.

It was noted that the meeting was duly convened.

§ 7.

The annual report and auditor's report for the 2005 financial year were presented.

§ 8.

It was resolved to adopt the balance sheet as per 31 December 2005 and the profit and loss statement for the 2005 financial year.

It was resolved to allocate the profits as follows in accordance with the proposal by the board of directors and president:

| | |
|---|--------------------|
| Opening balance, profit brought forward | 100,000,002 |
| Group contributions received | 42,241,000 |
| Standard tax | -11,827,480 |
| Reduction of statutory reserve | 1,500,000,000 |
| Redemption of shares | -1,199,524,000 |
| Loss for the year | <u>-30,413,515</u> |
| | 400,476,007 |

It was resolved to grant the board of directors and president a release from liability for their administration during the period of time covered by the report.

§ 9.

It was resolved that the company's board of directors shall consist of eight members and 3 alternate members.

§ 10.

It was resolved that fees to the board of directors shall amount to SEK 777,000, allocated in accordance with principles previously applied within the group.

Fees to the auditors shall be paid in accordance with agreements executed between the parties.

§ 11.

Until the close of the next ordinary general meeting, the following persons were re-elected as ordinary members of the board of directors: Svend Holst-Nielsen, Anders C. Karlsson, Stig Karlsson, Hans-Olov Olsson, Hans Schmidt-Hansen, Carl-Gustaf Sondén, Walter Vishof Paulsen and Kjell Åkesson., Per Frankling and Urmas Kruusval were re-elected as alternate members, and Roger Johanson was newly elected for the period of time until the close of the 2007 annual meeting.

§ 12.

For the period of time until the close of the 2010 annual general meeting, it is proposed that authorised public accountants, Ingvar Ganestam and Staffan Landén and alternate auditors, Stefan Kylebäck and Kerstin Mouchard, be re-elected.

§ 13.

It was resolved to adopt new Articles of Association in accordance with the proposal by the board of directors, appendix 1.

§ 14.

It was resolved that the company's share capital be reduced by SEK 373,601.25 (reduction amount) through the compulsory redemption of all 2,988,810 class B shares in accordance with the reservation in the Articles of Association. The purpose of the reduction is to make repayment to shareholders. For each share redeemed, an amount of SEK 0.125 shall be paid. Redemption and payment of the redemption amount shall take place immediately after the Swedish Companies Registration Office has registered the reduction of share capital.

It was resolved that an amount equal to the reduction amount, SEK 373,601.25, be allocated to the statutory reserve. Funds shall be taken from unrestricted shareholders' equity for allocation to the statutory reserve.

§ 15.

Since it was noted that all decisions were taken unanimously, the meeting was declared closed.

Minutes taken by

Carl-Gustav Nilsson

Chairman:

Svend Holst-Nielsen

Attested by:

Roger Johanson

Urmas Kruusval