

Minutes taken at the annual general meeting of Lindab International AB held on 25 April 2007 in Förslöv

Persons present: Shareholders listed in the voting register, appendix 1, all members of the board of directors, ordinary auditors Ingvar Ganestam and Staffan Landén, other persons present pursuant to § 1 and not listed separately

### § 1

The chairman of the board of directors declared the meeting open.

The chairman of the nomination committee, Arne Karlsson, presented the nomination committee and proposed Svend Holst-Nielsen as chairman of the meeting.

Svend Holst-Nielsen was elected as chairman of the meeting. The chairman thanked the members for their confidence and stated that the board of directors' secretary, Carl-Gustav Nilsson, had been appointed to keep the minutes of the meeting.

Following a request by the chairman, consents were provided pursuant to the Personal Data Act and consent for the presence of certain employees, representatives from the media and officials at the meeting as well as shareholders who had failed to give timely notice of attendance at the meeting.

The chairman presented the members of the board of directors, the company's auditors and business area managers.

### § 2

The chairman presented the final voting register, appendix 1, which was approved as the voting register at the meeting.

### § 3

On a proposal from Arne Karlsson, Ulrika Enhörning and Anders Levander were elected to attest the minutes together with the chairman.

### § 4

Carl-Gustav Nilsson stated that the notice of the annual general meeting had been given by inclusion in the Swedish Official Gazette (*Post- och Inrikes Tidningar*), on the website [www.bolagsverket.se/post](http://www.bolagsverket.se/post) and in *Dagens Industri* six to four weeks prior to the meeting and that the notice had been included in the prescribed manner on 21 March 2007.

The meeting was declared to have been duly convened.

#### § 5

The meeting resolved to approve the agenda.

#### § 6

The CEO and President, Kjell Åkesson, presented the group's operations and answered questions from the meeting's participants.

#### § 7

The meeting acknowledged that the annual report in respect of both the parent company and the group were deemed presented.

Ingvar Ganestam presented the auditors' report.

#### § 8

The shareholders were given the opportunity to pose questions to the board of directors, the CEO and President and the auditors. The chairman and the CEO and President answered questions.

#### § 9

It was resolved to adopt the income statement and balance sheet for 2006 in respect of both the parent company and the group.

#### § 10

It was resolved to grant discharge from liability to the members of the board of directors and the CEO and President for the management of the operations during the 2006 financial year.

#### § 11

The chairman presented the board of directors' proposal regarding distribution of profits recommended by the auditors.

- The amount of SEK 661,587,000 was available for distribution by the annual general meeting
- SEK 3.25 per share, SEK 255,800,415 to be paid as dividends to the shareholders
- SEK 405,786,585 to be carried forward.

The meeting resolved in accordance with the proposal.

The meeting resolved that the record day shall be 30 April 2007. It was noted that the dividend is estimated to be paid by VPC on 4 May 2007.

## § 12

Carl-Gustav Nilsson presented the contents of the articles of association's provisions regarding the number of members of the board of directors and alternate members.

Arne Karlsson proposed that the number of members of the board of directors shall be six with no alternate members.

The annual general meeting resolved to set the number of members of the board of directors at six with no alternate members.

## § 13

Arne Karlsson proposed that fees to the board of directors shall be SEK 1,540,000 divided as follows; SEK 500,000 to the chairman, and SEK 250,000 to elected members of the board of directors, with the exception of Kjell Åkesson, and SEK 20,000 to ordinary employee representatives.

In addition, a fee was proposed for work on the audit committee in the amount of SEK 100,000 divided as follows; SEK 30,000 to the chairman, and SEK 20,000 to members of the board of directors not employed within the Lindab Group.

The annual general meeting resolved in accordance with the proposal.

The chairman presented the auditors' fees for 2006.

Arne Karlsson proposed that the auditors' fees be paid in accordance with a separate agreement entered into thereon.

The annual general meeting resolved in accordance with the proposal.

## § 14

Arne Karlsson presented the nomination committee's work and the nomination committee's proposal for re-election of all members of the board of directors.

It was noted that the members' engagements in other companies are set forth on page 28 of the annual report. The annual general meeting acknowledged the information as presented.

Svend Holst-Nielsen, Anders C Karlsson, Stig Karlsson, Hans-Olov Olsson, Annette Sadolin and Kjell Åkesson were elected as members of the board of directors for a term of office until the close of the annual general meeting 2008.

Arne Karlsson proposed the re-election of Svend Holst-Nielsen as the chairman of the board of directors for a term of office until the close of the annual general meeting 2008.

Svend Holst-Nielsen was elected as the chairman of the board of directors.

It was noted that authorised public accountants Ingvar Ganestam and Staffan Landén are elected as auditors for a term of office up to and including the annual general meeting 2010.

### § 15

Arne Karlsson presented the election committee's proposal for appointment of the nomination committee in accordance with the proposal appended to the notice of the annual general meeting.

Gerth Friström presented the following statement in her capacity as a representative of the Swedish Shareholders' Association: "The Swedish Shareholders Association moves that the procedures for election of the nomination committee within Lindab shall be changed in two respects from and including next year; the members of the nomination committee shall be appointed by the annual general meeting and the nomination committee must contain at least one member who is independent of both the company as well as the major shareholders." Accordingly, Gerth Friström did not request a resolution at this meeting, but requested that this motion be recorded in the minutes.

The meeting resolved in accordance with the nomination committee's proposals appendix 2.

### § 16

The chairman presented the guidelines for board of directors' proposal for compensation to senior executives in accordance with the proposal appended to the notice of the annual general meeting, appendix 2.

The annual general meeting resolved in accordance with the proposal.

### § 17

It was noted that no other questions had been notified.

The chairman of the board of directors thanked the CEO and President and all employees for their commendable work during 2006 which included the IPO and the good financial results.

The chairman declared the meeting closed.

Date, as above,

Carl-Gustav Nilsson

Svend Holst-Nielsen

Ulrika Enhörning

Anders Levander