

Articles of Association

The Articles of Association for Lindab International AB
Corporate Id. No. 556606-5446

§ 1 COMPANY NAME

The company's name is Lindab International AB. The company shall be a public company.

§ 2 REGISTERED OFFICE

The registered office shall be in the municipality of Båstad, in southern Sweden.

§ 3 OBJECTS

The objects of the company's operations shall be, directly and indirectly via subsidiaries, to develop, produce and sell products to the ventilation industry and construction industry and activities compatible therewith. In addition, the company shall own and manage fixed and real property, documents of value and shares in operating companies.

§ 4 SHARE CAPITAL

The share capital shall be not less than SEK 60 million and not more than SEK 240 million.

§ 5 NUMBER OF SHARES

The number of shares shall be not less than 60 million and not more than 240 million.

§ 6 BOARD OF DIRECTORS

The company's board of directors shall consist of not less than three and not more than ten members with not more than ten deputies. Members and deputies shall be elected at general meetings of the company for a term of office until the end of the first annual meeting held thereafter.

§ 7 AUDITORS

The company shall have two auditors and two deputy auditors, or a registered public accounting firm.

§ 8 NOTICES OF MEETINGS

Notice of a general meeting of shareholders shall be made in the form of an announcement in Post och Inrikes Tidningar (The Official Gazette) and on the Company's website. An announcement shall be made in Dagens Industri that notice has been given.

§ 9 PARTICIPATION AT GENERAL MEETINGS

Shareholders who wish to participate at general meetings must be included on the printout or other copy of the entire shareholders' register as of five (5) weekdays prior to the meeting and must submit notice to the company not later than 4.00 pm on the day set forth in the notice to attend the meeting. The aforementioned day may not be a Sunday, other public holiday, Saturday, Midsummer Eve, Christmas Eve or New Year's Eve and may not occur earlier than five weekdays prior to the meeting.

§ 10 MATTERS TO BE ADDRESSED AT ANNUAL GENERAL MEETINGS

The following matters shall be addressed at annual general meetings:

1. Election of a chairman for the meeting
2. Preparation and approval of the voting register
3. Approval of the agenda
4. Election of one or two persons to attest the minutes
5. Determination of whether the meeting was duly convened
6. Presentation of annual report and auditor's report and, where applicable, the consolidated accounts and auditor's report for the group
7. Decisions regard:
 - a) adoption of the profit and loss statement and balance sheet and, where applicable, the consolidated profit and loss statement and consolidated balance sheet
 - b) allocation of the company's profits or losses in accordance with the adopted balance sheet
 - c) release from liability for the members of the board of directors and, where applicable, the president
8. Determination of the number of members of the Board of Directors and deputies
9. Determination of fees for the Board of Directors and, where applicable, auditors' fees
10. Election of the board of directors and, where applicable, election of the auditors
11. Other matters to be addressed by the meeting in accordance with the Companies Act or Articles of Association

§ 11 FINANCIAL YEAR

The company's financial year will be the calendar year.

§ 12 CENTRAL SECURITIES DEPOSITORY REGISTER

The company's shares shall be registered in a central securities depository register in accordance with the Financial Instruments Accounts Act (SFS 1998:1479).