

*This is a non-official translation of the Swedish original wording. In case of differences between the English translation and the Swedish original, the Swedish text shall prevail.*

## **PROPOSAL OF THE BOARD OF DIRECTORS FOR AUTHORISATION OF THE BOARD OF DIRECTORS TO RESOLVE ON TRANSFER OF TREASURY SHARES**

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The Board of Directors proposes that the Annual General Meeting to be held on 11 May 2010 authorises the Board of Directors to resolve on transfer of the company's treasury shares on the following terms and conditions:

1. Authorisations may be exercised on one or several occasions during the period up to the Annual General Meeting 2011.
2. Transfer may be made of maximum the number of shares held by Lindab International AB at the time of the resolution of the Board of Directors.
3. Transfer may be made with a deviation from the shareholders' preferential rights.
4. Transfer may be made against cash payment by sale on NASDAQ OMX Stockholm, at a price within the quoted price interval from time to time, being the interval between the highest paid price and the lowest sale price at the time of transfer.
5. Transfer may take place against payment of the whole or part of the purchase price in connection with the acquisition of a company or business, or part of a company or business. Transfer in connection with an acquisition of a company or business may take place at a market value appraised by the Board of Directors. Consideration for the transferred shares in connection with the acquisition of a company may be made by contribution in kind.
6. The Board of Directors may resolve on further terms and conditions for the transfer.

The purpose of the authorisations above is to give the Board of Directors the opportunity to adjust the company's capital structure and to facilitate the financing of acquisitions by the utilisation of the company's treasury shares. Repurchased treasury shares may thereby be subject to decisions regarding share reduction whereby a reduction of the share capital will occur without any repayment to the shareholders. The company's existing holding of the company's own shares as at 27 April 2010 amounts to 3,375,838 shares, corresponding to 4.29 per cent of the total number of shares in Lindab International AB.

The resolution shall be supported by shareholders representing at least two-thirds of both the votes cast and the shares represented at the Meeting in order to be valid.

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Båstad in April 2010  
**The Board of Directors**