

## **The board of directors' of Scandi Standard AB (publ) proposal regarding Transfer of own Shares**

In order to secure delivery of shares at exercise of the performance share rights under LTIP 2016, the board of directors proposes that the annual general meeting resolves to transfer own shares to the participants in LTIP 2016 in accordance with the following.

Transfer of a maximum of 209 076 own shares may occur on the following terms and conditions.

- The right to receive shares shall, with deviation from the shareholders' preferential rights, be granted to the participants in LTIP 2016, with right for each of the participants to receive no more than the maximum number of shares allowed under the terms and conditions for LTIP 2016. Furthermore, subsidiaries within the Scandi Standard Group shall have the right to receive shares, free of consideration, and such subsidiaries shall be obligated to immediately transfer, free of consideration, shares to the participants in LTIP 2016 in accordance with the terms and conditions of the program.
- The participants' right to receive shares are conditional upon the fulfillment of all terms and conditions of LTIP 2016.
- The shares shall be transferred within the time period set out in the terms and conditions of LTIP 2016.
- The shares shall be transferred free of charge.
- The number of shares that may be transferred to the participants in LTIP 2016 may be recalculated due to share issues, splits, reverse splits and/or similar dispositions in accordance with the terms and conditions of LTIP 2016.

The reason for the proposed transfers and for the deviation from the shareholders' preferential rights is to enable delivery of shares to the participants in LTIP 2016.

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Stockholm in February, 2016  
*THE BOARD OF DIRECTORS*