

Proposed dividend and record date

(Items 11 and 12 of the agenda)

The Board of Directors proposes that the Annual General Meeting approve a dividend of SEK 9.50 per share (8.50). The proposed record date for the right to receive dividends is Thursday, April 7, 2016. If the Annual General Meeting votes in accordance with this motion, dividends are expected to be paid out through Euroclear commencing Tuesday, April 12, 2016.

Board of Directors' statement in accordance with Chapter 18, Section 4 of the Swedish Companies Act (2005:551)

After the proposed dividend, the Parent Company's equity ratio will amount to 64 percent and the Group's equity ratio to 57 percent. These equity ratios are adequate given that the company and the Group continue to conduct profitable operations. The liquidity of the Group and the company is expected to remain adequate.

In the opinion of the Board of Directors, the proposed dividend will not prevent the Parent Company or the other Group companies from fulfilling their capital expenditures in the short or long term. Accordingly, the proposed dividend can, in the Board's opinion, be justified with respect to the nature, scope and risks of the operations and in accordance with the provisions in Chapter 17, Section 3, Paragraphs 2-3 of the Swedish Companies Act (the "prudence rule").

Proposed fees

(Item 14 of the agenda)

The Nomination Committee formed at the 2015 Annual General Meeting, representing the largest shareholders, has announced its intention to submit the following motion for approval with regard to this item:

With regard to directors' fees, a fixed fee of SEK 300,000 (300,000) is proposed for each of the regular members of the Board of Directors, except the Chairman of the Board. A fixed directors' fee of SEK 900,000 (900,000) is proposed for the Chairman of the Board.

It is proposed that audit fees be paid in accordance with approved invoices.

Proposed election of directors

(Items 15 and 16 of the agenda)

The Nomination Committee has announced its intention to submit a motion to the Annual General Meeting proposing that the Board of Directors comprise seven regular members and no deputy members. The Nomination Committee will propose the re-election of Carina Andersson, Marianne Brismar, Anders G. Carlberg, Peter Nilsson, Caroline af Ugglas, Anders Ullberg and Johan Wall as regular Board members. For more information, visit www.beijeralma.se.

The Nomination Committee proposes that Johan Wall be elected Chairman of the Board.

Proposed election of auditors

(Item 17 of the agenda)

The Nomination Committee has announced its intention to submit a motion to the Annual General Meeting proposing that the registered public accounting firm Öhrlings PricewaterhouseCoopers AB be elected as the company's auditor for a term of office of one year, meaning until the end of the 2017 Annual General Meeting.

If this motion is passed, Öhrlings PricewaterhouseCoopers intends to re-appoint Authorized Public Accountant Leonard Daun as the company's Chief Auditor.

Proposed nominating procedure and election of Nomination Committee

(Item 18 of the agenda)

For the 2017 Annual General Meeting, the Nomination Committee proposes that the Annual General Meeting resolve that the company apply a similar nominating procedure to that applied in the preceding year and that the Annual General Meeting appoint the members of the Nomination Committee. This motion means that Anders Wall, in his capacity as principal owner, Director Johan Wall and three representatives of the next largest shareholders appointed by the Annual General Meeting, who have expressed their willingness to participate in the Nomination Committee, will comprise the Nomination Committee and prepare motions regarding the Board of Directors, the Chairman of the Board, directors' fees, auditors, audit fees and the Chairman of the Annual General Meeting. Accordingly, the Nomination Committee proposes that the Annual General Meeting appoint Hans Ek (SEB Fonder), Mats Gustafsson (Lannebo Fonder) and Henrik Didner (Didner & Gerge AB) to the Nomination Committee, in addition to the individuals listed above.

Should such action be deemed appropriate due to ownership changes, the Nomination Committee is entitled to offer additional shareholders positions on the Nomination Committee, although the total number of members shall not exceed six. The Chairman shall be the member who represents the largest shareholder. Should a member of the Nomination Committee resign from the Committee before the Committee's work is completed, the Nomination Committee may, if it deems such action appropriate, request that the same shareholder or, if this shareholder is no longer among the largest shareholders, the next largest shareholder appoints a replacement. Members of the Nomination Committee shall not receive a fee, but any expenses that arise in the nominating procedure shall be paid by the company. The term of office of the Nomination Committee extends until a new Nomination Committee is appointed at the next Annual General Meeting.

Motion concerning authorization for the Board to issue shares

(Item 19 of the agenda)

The Board is authorized, in accordance with Chapter 13, Section 35 and Chapter 15, Section 33 of the Swedish Companies Act, for the period until the 2017 Annual General Meeting, to make decisions on one or more occasions concerning the issuance of either a total of not more than 3,000,000 new Class B shares or of convertible debentures carrying the right to not more than 3,000,000 new Class B shares upon conversion, subject to the application of the terms of conversion in effect at the time of issue.

According to this authorization, the following terms shall apply to the Board's decisions concerning share issues:

1. Decisions concerning share issues may disapply the shareholders' preferential rights and include provisions concerning non-cash issues, offset clauses or other terms.
2. Decisions concerning share issues may not cause the share capital to increase by more than a total of SEK 12,500,000.
3. Decisions concerning share issues may only be made for the purpose of carrying out acquisitions of entire companies or parts of companies, which is the reason for the potential disapplication of the shareholders' preferential rights. However, this does not mean that only non-cash issues may be conducted; decisions concerning cash issues may also be made if the aim of the share issue is to finance such corporate acquisitions in part or in full.

Proposed guidelines for remuneration of senior management
(Item 20 of the agenda)

The Board has prepared a motion concerning guidelines for determining remuneration and other employment terms for senior executives. These comprise the Group's senior management, including the President, the presidents of the three sub-groups, the Parent Company's Chief Financial Officer and the Parent Company's Controller.

The Board's motion is based on the aim that the company's remuneration level and remuneration structure for senior executives are to reflect market conditions. The total package of terms is to be a weighted combination of basic salary, annual variable remuneration, share-based long-term incentive programs in appropriate cases, pension benefits, other benefits and terms regulating termination of employment and severance pay. Annual variable remuneration is always capped at 100 percent of the basic salary. Annual variable remuneration and share-based long-term incentive programs are primarily to be related to the company's/Group's earnings and value trends. Pension benefits are always defined-contribution benefits. The Board has determined that there is currently no reason to propose a share-based incentive program.

The company's costs for variable remuneration of senior executives encompassed by the guidelines above are estimated to total not more than MSEK 10, excluding social security contributions

MOTION FROM THORWALD ARVIDSSON

(ITEM 21 ABOVE)

Shareholder Thorwald Arvidsson has submitted a written motion that:

- a) a vision of zero tolerance be adopted when it comes to workplace accidents in the company and the portfolio companies
- b) the company's Board of Directors be assigned the task of appointing a work group with the aim of achieving this vision of zero tolerance
- c) the results be presented in writing to the Annual General Meeting each year – as a suggestion, by including a report in the printed Annual Report
- d) a vision of total gender equality be adopted at all levels of the company and the portfolio companies
- e) the company's Board of Directors be assigned the task of appointing a work group with the aim of ultimately achieving this vision and closely monitoring developments relating to equality and ethnicity
- f) a written report be presented to the Annual General Meeting each year – as a suggestion, by including the report in the printed Annual Report
- g) the Board of Directors be assigned the task of taking the necessary measures to establish a shareholders' association in the company
- k) that the Articles of Association (Article 4, Paragraph 4) be amended as follows: "Both classes of shares entitle their holder to one vote."
- m) that the Articles of Association (Article 6) be amended to include two new paragraphs:
Former government ministers may not be appointed as Board members until two years have passed since they stepped down from their role.
Other paid public officials may not be appointed as Board members until one year has passed since they stepped down from their role, unless special reasons exist.

Some of Arvidsson's motions have not been included on the agenda, which is why they have been listed by individual letters.

The Board's opinion

The Board has rejected the motions presented by Thorwald Arvidsson and proposes that the Annual General Meeting reject them. However, with respect to the proposed shareholders' association, the Board is not opposed to Beijer Alma's shareholders independently forming such a shareholders' association.

With respect to the other proposals, the Board submits the following comments:

- a-c) Beijer Alma already has a vision of zero tolerance when it comes to workplace accidents. Refer to page 13 of the 2014 Annual Report and page 11 of the 2015 Annual Report. All employees in the Group are involved in this work and a special work group is not needed. Reporting is carried out in the Annual Report.
- d-f) Efforts to achieve equality are carried out continuously and in a decentralized manner by the various units in the Group. Refer to page 14 of the 2014 Annual Report. The percentage of female employees in the Group has risen from 29 percent in 2010 to 33 percent in 2015. The Board does not consider it necessary to appoint a special work group to focus on these issues.

- The matter of establishing a shareholders' association was addressed at the 2015 Annual General Meeting. The Board would like to point out that the Swedish Shareholders' Association (Aktiespararna) has long been successful in its work to protect the interests of shareholders and is regularly represented at Beijer Alma's general shareholder meetings. Attendance at these meetings is high and the President of Beijer Alma maintains close contact with shareholders, for example, by holding presentations throughout Sweden. Accordingly, the Board does not currently see any need to establish a shareholders' association, but is not opposed to the shareholders independently forming such an association.
- k) The matter of amending the Articles of Association to introduce equal voting rights for all shares in the company was addressed at the 2015 Annual General Meeting, where it was rejected by a large majority. A system of shares with different voting rights that provides stable ownership and meets the needs of long-term involvement and risk-taking in the development of companies has been well-established in Sweden for many years. Accordingly, the option of issuing shares with different voting rights should be retained.
- The introduction of a quarantine period for public officials is a matter of public debate that arises regularly in connection with changes of government. Until clearer guidelines have been established in this matter, the Board has concluded that the Nomination Committee is to be responsible for considering any such issues before submitting motions to the Annual General Meeting. Accordingly, the Board recommends that the Annual General Meeting reject the proposed amendment to the Articles of Association.

To be valid, a resolution concerning amendments to Article 4 of the Articles of Association (concerning voting rights) must be supported by shareholders representing not less than two-thirds of both the votes cast and the shares represented at the Meeting, provided that amendment is approved by shareholders holding half of all Class A shares and nine-tenths of the Class A shares represented at the Meeting. To be valid, a resolution concerning amendments Article 6 of the Articles of Association (concerning a quarantine period for public officials) must be supported by shareholders representing not less than two-thirds of both the votes cast and the shares represented at the Meeting.

Till
Styrelsen för Beijer Aluma AB,
Att. CHIEF JURISTEN

Thorwald Arvidsson
Mjölnerstigen 18
153 60 Mölnbo

ANKOM

2016-02-15

Stockholm, den 11 februari 2016

Beijer Aluma
SSAB-AB's årsstämma 2016

~~Vi hänvisar till Er skrivelse daterad 26 augusti 2015. Vi bekräftar härmed att Era förslag enligt nedan kommer att tas upp på dagordningen.~~

Aktieägarförslag från Thorwald Arvidsson att årsstämman ska besluta att:

- anta en nollvision beträffande arbetsplatsolyckor inom ^{SÄVÄL} bolaget ^{SOM PORTFÖLBOLAGEN}
- uppdra åt bolagets styrelse att tillsätta en arbetsgrupp för att förverkliga denna nollvision
- resultatet årligen skriftligen ska avrapporteras till årsstämman, förslagsvis genom att rapporten tas in i den tryckta årsredovisningen
- anta en vision om absolut jämställdhet på samtliga nivåer inom ^{SÄVÄL} bolaget ^{SOM PORTFÖLBOLAGEN} mellan män och kvinnor
- uppdra åt bolagets styrelse att tillsätta en arbetsgrupp med uppgift att på sikt förverkliga även denna vision samt noggrant följa utvecklingen på såväl jämställdhets- som etnicitetsområdet
- årligen avge en skriftlig rapport till årsstämman, förslagsvis genom att rapporten tas in i den tryckta årsredovisningen
- uppdra åt styrelsen att vidta erforderliga åtgärder för att få till stånd en aktieägarförening i bolaget
- ledamot av styrelsen inte tillåts fakturera sitt styrelsearvode via juridisk person, svensk eller utländsk
- valberedningen vid fullgörande av sitt uppdrag ska fästa särskilt avseende vid frågor sammanhängande med etik, kön och etnicitet

~~Ert förslag rörande politikerkarantän kommer inte att tas upp på dagordningen då vi bedömer att det inte är en fråga som stämman kan besluta om.~~

~~Med vänliga hälsningar,~~

~~SSAB AB (publ)~~

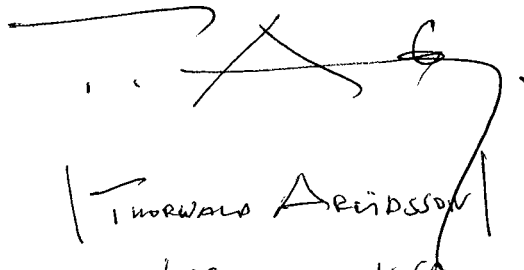
~~Johan Paulsson~~

~~Chief Legal Counsel SSAB Group~~

✓) I ANMÄLAN TILL h) OVAN UPPDRAG
ÅT STYRELSEN ATT GENOM KÄNNEDOM
TILL BERÖRD MYNDIGHET - REGERINGEN
ELLER SKATTEMYNDIGHETEN - FÄSTA UPPMÄRKS-
SAMHEDEN PÅ BEHOVET AV EN REGEL-
ÄNDRING PÅ FRÅGEMÄRKAT OMRÅDE
k) ÄNDRING AV BOLAGSBOKNINGEN (§ 4
FJÄRDE STYCKET) ENLIGT MEDAN.
PÅTER AV BÅDA SLAGEN MEDFÖR EN RÖST.

- L) UPPDRAG ÅT STYRELSEN ATT GENOM HÄNVÄNDNING TILL REGERINGEN PRATA HÄLLA SID. 2(2).
ÖMDEVÄRDHETEN AV ATT GENOM EN ÄNDRING AV DET JÄMISKA REGELEVERKET AV-
SKAFFA MÖJLIGHETEN TILL SIK. RÖSTRÄTTSGRADERING I SLEKKA AKTIEBOLAG.
- M) ÄNDRING AV BOLAGSORDNINGEN (§ 6) GENOM TILLÄGG AV TVÅ NYA STYCKEN.
FÖRMITTANDE STADSRÅD MÅ INTE LÖSES TILL LEDARÖT AV STYRELSEN FÖR-
RÄN TVÅ ÅR FÖREUT FRÅN DET LEDERBÖRANDE LÄMNAIT SITT UPPDRAG.
ÖVRIGA AV DET OFFENTLIGA ARBETERNES POLITISKE MÅ INTE LÖSES TILL
LEDARÖTER AV STYRELSEN FÖRÄN ETT ÅR FÖREUT FRÅN DET LEDERBÖRANDE
LÄMNAIT SITT UPPDRAG, SÄVIA INTE SYNERLIGA SKÄL FÖRANLEDER
ANNAT.
- N) UPPDRAG ÅT STYRELSEN ATT GENOM HÄNVÄNDNING TILL REGERINGEN
FÖRÄDRA PÅ DEN SÄND EN NATIONELL SIK. POLITISKEKAMANDÄN
- O) UPPDRAG ÅT STYRELSEN ATT UTFORMA ETT FÖRLING TILL REPRESENTATION
FÖR DE SMÅ OCH MÖDELSTORA AKTIEÄGARNI I SÄVAL BOLAGSSTYCKEN
SOM VALBERGÖRING, ATT FÖRELÄGGAS ÅNSTÄMMAH JÖITELLEN EMENTELT
DESFÖRINNAN INTRÄFFANDE EKAN BOLAGSSÄMMA, FÖR BEHÖR.

HED HILÄRKT HÖGAKTING


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