



## Proposal of the Board of Directors of Loomis AB (publ) for Distribution of Profits and Statement according to Chapter 18, Section 4 of the Swedish Companies Act

### Proposed distribution of profits

The statements of income and the balance sheets of the parent company and the Group are subject to adoption of the Annual General Meeting on 6 May 2014 (the "AGM").

The following funds of the parent company are available for distribution by the AGM:

Retained earnings	SEK 3,804,001,848
Exchange rate differences	SEK 7,785,960
Change in treasury shares	SEK -2,033,243 <sup>1</sup>
New share issue through the exercise of subscription warrants	SEK 152,198,808 <sup>2</sup>
Net income for the year	SEK 493,819,073
Total	SEK 4,455,772,446

The Board of Directors (the "Board") proposes a dividend to the shareholders of:

SEK 5.00 per share	SEK 375,789,830 <sup>3</sup>
To be carried forward	SEK 4,079,982,616
Total	SEK 4,455,772,446

The Board proposes 9 May 2014 as record date for the dividend. Provided that the AGM resolves in accordance with the proposal, the dividend is expected to be distributed by Euroclear Sweden AB from 14 May 2014.

### ***The Board's statement on the proposed dividend***

By reason of the proposed dividend according to the above, the Board hereby gives the following statement according to Chapter 18, Section 4 of the Swedish Companies Act (2005:551).

As follows from the Board's dividend proposal, funds amounting to SEK 4,455,772,446 are at the disposal of the AGM. Provided that the AGM 2014 resolves in accordance with the Board's proposal, SEK 4,079,982,616 will be carried forward. After distribution of the proposed dividend, there will be full coverage for the Company's restricted equity. The proposed dividend constitutes a total of 8 % of the equity in the Company and 9 % of the consolidated equity. Following the dividend, the equity/assets ratio will be 59 % for the Company and 43 % for the Group.

The equity has not increased or decreased as a result of valuation of assets or liabilities according to Chapter 4, Section 14 a of the Annual Accounts Act.

The Board has considered the Company's and the Group's consolidation requirements and liquidity through a comprehensive assessment of the financial position of the Company and the Group, as well as the possibilities of the Company and the Group to discharge at sight their obligations. The proposed dividend does not jeopardize the Company's ability to make the investments that have been deemed necessary. The Company's financial position does not give rise to any other assessment than that the Company can continue its operations and that the Company is expected to comply with its obligations in a short as well as a long term perspective.

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<sup>1</sup> The amount comprises the net value of 71,869 repurchased shares relating to Loomis' share-based incentive scheme 2012 and 82,324 allotted shares relating to Loomis' share-based incentive scheme 2011.

<sup>2</sup> Relating to new shares issued under the subscription warrant program for senior executives and key-employees implemented at the extraordinary general meeting held on February 16, 2009.

<sup>3</sup> Calculated based on the number of outstanding shares as per the balance sheet date.

In addition to the assessment of the Company's consolidation requirements and liquidity, the Board has also taken into consideration all other known circumstances that may have an impact on the Company's financial position.

With reference to the above, the Board makes the assessment that the dividend is justifiable considering the requirements that the nature, scope and risks of the operations pose on the size of the Company's and the Group's equity as well as the Company's and the Group's consolidation requirements, liquidity and position in general.

As regards the Company's and the Group's result and position in general, please refer to the statements of income, balance sheets and statements of cash flow as well as comments and notes.

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Stockholm in February 2014  
*The Board of Directors*  
Loomis AB (publ)