



May 19, 2009

Press release

from AarhusKarlshamn AB (publ)

Annual General Meeting of AarhusKarlshamn AB (publ)

At today's Annual General Meeting of AarhusKarlshamn AB (publ) the following was resolved:

Board of Directors and Auditor

The number of directors will continue to amount to ten. The Meeting re-elected Melker Schörling, Carl Bek-Nielsen, Martin Bek-Nielsen, John Goodwin, Mikael Ekdahl, Ebbe Simonsen, Märit Beckeman, Jerker Hartwall, Anders Davidsson and Ulrik Svensson as directors. Melker Schörling was re-elected Chairman of the Board and Carl Bek-Nielsen was re-elected Deputy Chairman of the Board. The fees to the Board of Directors shall continue to amount to SEK 2,650,000 in total (including fees for committee work).

The Meeting re-elected the accounting firm Öhrlings PricewaterhouseCoopers AB, with authorised public accountant Anders Lundin as auditor in charge, for a period of mandate of four years. The Meeting resolved that the auditor shall be remunerated in accordance with agreement.

At the subsequent statutory board meeting it was resolved to re-elect Mikael Ekdahl (convening) and John Goodwin as members of the Remuneration Committee. It was further resolved to re-elect Ulrik Svensson (convening), Mikael Ekdahl and Martin Bek-Nielsen as members of the Audit Committee.

Dividend

In accordance with the proposal of the Board of Directors, the Meeting resolved to declare a dividend of SEK 4,00 per share. Monday 25 May 2009 was determined as record date for the payment of dividend. Payment from Euroclear Sweden AB is expected to commence on Thursday 28 May 2009.

Nomination Committee

Mikael Ekdahl (BNS Holding), Carl Bek-Nielsen (BNS Holding), Henrik Didner (Didner & Gerge Aktiefond) were re-elected and KG Lindvall (Swedbank Robur fonder) new elected as members of the Nomination Committee for the period up to and including the Annual General Meeting 2010, whereby Mikael Ekdahl was appointed Chairman of the Nomination Committee.



Guidelines for remuneration to senior executives

The Meeting approved the Board of Directors' proposal regarding guidelines for remuneration of senior executives, principally entailing that salaries and other terms of remuneration of the management shall be competitive and in accordance with the market. In addition to fixed salary, the management may also receive variable remuneration with a pre-determined cap based on the outcome of targeted results on group level and in the individual area of responsibility, as well as other benefits. Apart from the said variable remuneration, incentive programmes related to the share or share price can be resolved upon from time to time. Pension benefits shall be either income or fee based or a combination of both, however, with an individual pension age of not less than 60 years. On notice of termination by a senior executive, a notice period of six months shall apply without any right to severance pay. At dismissal by the company, the notice period shall be twelve months with a possible right to severance pay pre-determined to a maximum of twelve months. The Board of Directors shall be entitled to deviate from the guidelines if, in an individual case, there are particular grounds for such a deviation.

Reduction of the share capital

The Meeting approved the Board of Directors' proposal regarding reduction of the share capital as a consequence of the Board of Director's decision to cancel Aarhus United A/S' 485 614 shares in AarhusKarlshamn AB, corresponding to approximately 1.17 per cent of the capital and votes in the company. The Meeting resolved to reduce the share capital with the nominal value of the cancelled shares, SEK 4,856,140, and that this amount shall be transferred to the statutory reserve.

Conditional amendment of the Articles of Association

The Meeting approved the Board of Directors' proposal regarding amendment of the Articles of Association in respect of notice of General Meetings of shareholders, entailing that notices shall be published in The Official Swedish Gazette (*Sw. Post- och Inrikes Tidningar*) as well as on the Company's website, and an announcement with information that the notice has been issued shall be published in Svenska Dagbladet. The amendment is conditional upon that the provisions of the Companies Act (*Sw. aktieföretagslagen*) regarding notice of General Meetings will be amended and also entails that the provision regarding the time for publishing notices convening General Meetings is removed.

Comments from the CEO and President

CEO and President Jerker Hartwall reported on the company's operations during the year 2008 and commented on the continuing work within the Group. The Speech and presentation of Jerker Hartwall can be found in its entirety on the company's web site www.aak.com.



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AarhusKarlshamn AB (publ) discloses the information provided herein pursuant to the Securities Markets Act (*Sw. lagen om värdepappersmarknaden*) and/or the Financial Instruments Trading Act (*Sw. lagen om handel med finansiella instrument*). The information was submitted for publication at 12 p.m. on 19 May 2009.

Fakta/AAK

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