

## Notice of Annual General Meeting of Gunnebo AB (publ)

The Annual General Meeting (the “AGM”) of Gunnebo AB (publ), Reg. No. 556438-2629, will be held at 4 p.m. CET on Tuesday, 21 April, 2020, at Elite Park Avenue Hotel in Gothenburg, Sweden. Registration starts at 3.30 p.m. CET.

### Participation

In order to be entitled to participate, shareholders who wish to attend the AGM *must* be recorded in the register of shareholders maintained by Euroclear Sweden AB on Wednesday, 15 April, 2020, and *must* notify the company of their intention to attend the AGM no later than Wednesday, 15 April, 2020 (preferably before 4 p.m. CET), on the company’s website [www.gunnebogroup.com](http://www.gunnebogroup.com), by telephone: +46 (0)10 209 50 20, or by written notice under address Gunnebo AB, Annual General Meeting, P.O. Box 5181, SE-402 26 Göteborg, Sweden, whereby notification should also be given of the attendance of any assistants.

### Nominee-registered shares

Shareholders whose shares are registered in the name of a nominee through the trust department of a bank or similar institution must, in order to be entitled to participate in the AGM, register the shares in the shareholder’s own name on Wednesday, 15 April, 2020. Shareholders must inform their nominees well in advance of this date. The registration in the shareholder’s own name can be temporary.

### Proxies, etc.

Shareholders who are represented by a proxy shall issue a written and dated power of attorney for the proxy. The power of attorney may not be valid for longer than five years from the date of issue. The form to use for a power of attorney is found on the company’s website, [www.gunnebogroup.com](http://www.gunnebogroup.com). The original power of attorney should be sent to Gunnebo AB under the above address well in advance of the AGM. If the power of attorney is issued by a legal entity, a verified copy of the certificate of registration or a corresponding document of authority of the legal entity shall be attached.

### Proposed agenda

1. Election of the Chairman of AGM
2. Preparation and approval of voting list
3. Approval of the agenda of the AGM
4. Election of one or two persons to approve the minutes
5. Determination whether the AGM has been properly convened
6. Presentation of the annual report, the consolidated accounts, the Auditor’s report and the Auditor’s report on the consolidated accounts for the financial year 2019
7. The CEO’s report
8. Resolutions in respect of
  - a. adoption of the profit and loss statement and balance sheet, the consolidated profit and loss statement and the consolidated balance sheet for the group
  - b. appropriation of the profit or loss in accordance with the approved balance sheet
  - c. discharge of liability for the members of the Board and Directors and the CEOs
9. Determination of the number of Board members and Deputy members of the Board of Directors
10. Determination of the fees payable to the members of the Board of Directors and to the Auditor
11. Election of the members of the Board of Directors
12. Election of the Chairman of the Board of Directors
13. Election of Auditor
14. Resolution on approval of the principles for remuneration to senior executives
15. Resolution on amendment of the Articles of Association
16. Resolution on (A) implementation of a long-term share based incentive program for 2020 (LTIP 2020), and (B) hedging activities in respect thereof including resolution on (1) authorisation for

the Board of Directors to resolve on a directed issue of shares of series C, (2) authorisation for the Board of Directors to repurchase issued shares of series C and (3) transfer of the company's own ordinary shares to participants in LTIP 2020

17. Resolution on authorisation for the Board of Directors to decide on new share issues
18. Closing of the AGM

### **The Nomination Committee's Proposals for Resolutions**

#### **Chairman of the AGM, number of members of the Board of Directors, fees payable to the Board of Directors, fees payable to the Auditor, election of the members of the Board of Directors, election of the Chairman of the Board of Directors and election of Auditor (items 1, 9 – 13).**

Gunnebo AB's Nomination Committee, which is composed by Dan Sten Olsson, Chairman (Stena Adactum), Mikael Jönsson (Vätterledens Invest), Ricard Wennerklint (If Skadeförsäkring), together representing shareholders holding approximately 54 per cent of the shares and votes in the company, and by Martin Svalstedt (Chairman of the Board of Directors), proposes the following.

- Item 1: Martin Svalstedt as Chairman of the AGM.
- Item 9: Six ordinary Board members without Deputy members.
- Item 10: A total fee to the Board of Directors amounting to SEK 2,100,000 (SEK 1,800,000), excluding fee to committees, to be divided with SEK 700,000 (SEK 500,000) to the Chairman of the Board of Directors and SEK 280,000 (SEK 260,000) to each of the other Board members elected by the shareholders. Remuneration for those Board members assigned to the Audit Committee with SEK 80,000 (SEK 80,000) for the Chairman and SEK 35,000 (SEK 30,000) each for other members. Remuneration for those Board members assigned to the Remuneration Committee with SEK 80,000 (SEK 80,000) for the Chairman and SEK 35,000 (SEK 30,000) each for other members. However, no remuneration will be payable to the Chairman of the Board for committee work.

Auditors' fees to be paid in accordance with approved invoices.

- Item 11: Re-election of Anna Borg Saether, Charlotte Brogren, Eva Elmstedt, Mikael Jönsson and Martin Svalstedt and new election of Panu Routila as Board members. Göran Bille has declined re-election as Board member and Martin Svalstedt has declined re-election as Chairman of the Board of Directors. A presentation of the Board members proposed for re-election is available on the company's website: [www.gunnebogroup.com](http://www.gunnebogroup.com). The Board member proposed for new election is presented below.

**Panu Routila**, born 1965, has experience from a number of leading positions within international business. His previous positions includes CEO of Konecranes PLC and CEO of Ahlström Capital Oy. Panu Routila is currently Chairman of the Board of Directors of Patria Oy and Board member of Trelleborg AB and Conficap Oy, and has previously been Chairman of the Board of Directors of Ahlstrom Oyj and Vacon Oyj. Panu Routila holds a MSc in Business Administration and Economics.

- Item 12: New election of Panu Routila as Chairman of the Board of Directors.
- Item 13: Re-election of the registered auditing company Deloitte AB for the period until the end of the 2021 AGM, in accordance with the Audit Committee's recommendation.

### **The Board of Directors' Proposals for Resolutions**

#### **Dividend (item 8 b)**

The Board of Directors proposes that no dividend is distributed and that undistributed profits shall be carried forward.

## Principles for remuneration to senior executives (item 14)

The Board of Directors proposes that the Annual General Meeting 2020 resolves on principles for remuneration to senior executives essentially in line with the following.

These principles concern remuneration and other terms of employment for members of the Gunnebo group executive team and are valid for employment agreements entered into after the approval of the principles by the Annual General Meeting 2020 and for changes to existing employment agreements made thereafter. The principles do not apply to any remuneration decided or approved by the general meeting.

Remuneration under employments subject to other rules than Swedish may be duly adjusted to comply with mandatory rules or established local practice and to offer competitive remuneration in the countries where the personnel reside, taking into account, to the extent possible, the overall purpose of these guidelines.

A prerequisite for the successful implementation of the Company's business strategy and safeguarding of its long-term interests, including its sustainability, is that the Company is able to recruit and retain qualified personnel. To this end, it is necessary that the Company offers competitive remuneration and employment conditions on the relevant market for each respective senior executive. These principles enable the Company to offer the executive management a competitive total remuneration, which is expected to promote Gunnebo's business strategy, long-term interests and sustainability.

The group executive team's total remuneration shall consist of fixed cash salary, variable cash remuneration (bonus), pension benefits and other benefits. Additionally, the general meeting may – irrespective of these principles – resolve on, among other things, share-related or share price-related remuneration. The fixed salary shall take into account the individual's position, competence, areas of responsibility, performance and experience and shall normally be reviewed on an annual basis. The fixed salary shall constitute the basis for the calculation of the bonus. The bonus shall be linked to the fulfilment of predetermined and measurable quantitative and qualitative criteria. The criteria comprise of determined and measurable objectives related to, among other things, growth, profit and cost development within the group, as well as individual objectives, which shall be designed so as to contribute to the Company's business strategy and long-term interests, including its sustainability. The bonus for members of the group executive team, including the CEO, shall amount to not more than 50 per cent of the fixed annual cash salary.

For the CEO, pension benefits, including health insurance (Sw. *sjukförsäkring*), shall be premium defined. Bonus shall not qualify for pension benefits. The pension premiums for premium defined pension shall, depending on age and level of salary, amount to not more than 35 per cent of the fixed annual cash salary. For other executives, pension benefits, including health insurance, shall be premium defined unless the individual concerned is subject to defined benefit pension under mandatory collective agreement provisions. Bonus shall qualify for pension benefits to the extent required by mandatory collective agreement provisions. The pension premiums for premium defined pension shall amount to not more than 35 per cent of the fixed annual cash salary. The retirement age shall be 65 years. Other benefits may include, for example, private medical insurance (Sw. *privat sjukvårdsförsäkring*) and company cars. Such benefits may amount to not more than 10 per cent of the fixed annual cash salary.

The notice period may not exceed twelve months if notice of termination of employment is made by the company. Fixed cash salary during the period of notice and severance pay may together not exceed an amount equivalent to the CEO's fixed cash salary for two years, and one year for other executives. The period of notice may not exceed nine months without any right to severance pay when termination is made by the executive. Additionally, remuneration may be paid for non-compete undertakings.

The Board of Directors may temporarily resolve to derogate from the principles, in whole or in part, if in a specific case there is special cause for the derogation and a derogation is necessary to serve the Company's long-term interests, including its sustainability, or to ensure the Company's financial viability.

## **Amendment of the Articles of Association (item 15)**

The Board of Directors proposes that § 9 (ii) of the Articles of Association shall be amended in accordance with below, in order to be compatible with the expected amended wording of the Swedish Companies Act, and that the current § 9 (v) item 13 of the Articles of Association is removed, and that certain editorial amendments shall be made.

### **Proposed wording § 9 (ii)**

#### **§ 9 Shareholder's Meetings**

##### *ii) Notice convening Shareholders' Meetings*

*Notice convening Shareholders' Meetings shall be given by means of an announcement in Post- och Inrikes Tidningar and on the company's website. The fact that the notice has been issued shall be announced in Dagens Industri and Göteborgs-Posten.*

*Shareholders who wish to participate in the proceedings of a Shareholders' Meeting shall notify the company by no later than on the day stated in the Notice of Meeting. The said day shall not be a Sunday or a public holiday, a Saturday, Midsummer Eve, Christmas Eve or New Year's Eve; nor shall it be earlier than the fifth weekday before the Meeting.*

*Shareholders are entitled to bring one or two assistants to the Meeting, but only if the shareholder has given notice of his/her intention in accordance with the previous paragraph.*

Further, the Board of Directors proposes the two below amendments of the Articles of Association, due to certain earlier changes of statutory law. Please note that the proposed amendment of § 1 does not affect the English unofficial translation of the Articles of Association.

### **Proposed wording § 1**

#### **§ 1 Name of the company**

*The name of the company is Gunnebo Aktiebolag. The company is a public company (publ).*

### **Proposed wording § 10**

#### **§ 10 Record date provision**

*The company's shares shall be registered in a CSD register pursuant to the Central Securities Depositories and Financial Instruments Act (1998:1479).*

The Board of Directors proposes that the CEO shall be authorised to make any minor adjustments to the above decision which might be required in conjunction with registration with the Swedish Company Registration Office.

A resolution of the meeting under this item is valid only if supported by shareholders representing at least two-thirds of both votes cast and shares represented at the AGM.

## **Proposal for (A) implementation of a long-term share based incentive program for 2020 (LTIP 2020) and (B) hedging activities in respect thereof (item 16)**

### **(A) Implementation of a long-term share based incentive program (LTIP 2020)**

The Board of Directors of Gunnebo AB (publ) proposes that the Annual General Meeting 2020 resolves on implementation of a long-term share based incentive program ("LTIP 2020") comprising not more than 29 employees including the CEO, the deputy CEO, the Group executive team and other key employees within the Gunnebo Group, on essentially the following terms and conditions.



In order to participate in LTIP 2020, the participant must already hold or make an investment in ordinary shares in Gunnebo ("**Gunnebo Shares**") equivalent to the value the participant wishes to invest in LTIP 2020 taking into account the maximum allowed investment under the program (see below) ("**Saving Shares**"). The Saving Shares must be retained during a three-year vesting period as from 1 June 2020 until 1 June 2023 (the "**Vesting Period**"). Provided that both the holding of Saving Shares and the participant's employment within the Group remain at the expiration of the Vesting Period, the participants shall, after the expiration of the Vesting Period (i.e. 1 June 2023 at the earliest), be entitled to allotment of one Gunnebo Share free of charge for each two Saving Shares held by the participant ("**Matching Shares**"). The participant is not entitled to transfer, pledge or sell the right to obtain Matching Shares or to exercise any shareholders' rights in respect of the Matching Shares during the Vesting Period.

Provided that the conditions for allotment of Matching Shares have been met and that certain performance conditions (see below) have been achieved, it is further proposed that the participants, after the expiration of the Vesting Period, shall be entitled to additional allotment free of charge in accordance with the following: (i) CEO and deputy CEO, no more than five Gunnebo Shares for each Saving Share; (ii) other members of the Group executive team, no more than four Gunnebo Shares for each Saving Share, and (iii) all other participants, no more than three Gunnebo Shares for each Saving Share ("**Performance Shares**").

The performance conditions that have to be achieved for allotment of Performance Shares relate to earning per share (EPS) (the "**Performances Conditions**"). The Performance Conditions are measured based on the outcome of EPS during the period 1 January 2020 – 31 December 2020 (the "**Performance Period**").

The participants shall be divided into four categories, which will be entitled to acquire Saving Shares to LTIP 2020 in accordance with the following:

1. the category "CEO", only including Gunnebo's CEO, is allowed to acquire Saving Shares corresponding to an investment amount of not more than 10 per cent of the CEO's fixed annual cash salary 2020;
2. the category "Deputy CEO", only including Gunnebo's deputy CEO, is allowed to acquire Saving Shares corresponding to an investment amount of not more than 10 per cent of the deputy CEO's fixed annual cash salary 2020;
3. the category "Executive team", comprising all other members of the Group executive team, is allowed to acquire Saving Shares corresponding to an investment amount of not more than 10 per cent of the respective participant's fixed annual cash salary 2020;
4. the category "Other key employees", comprising no more than 24 senior executives in the Group not included in the above categories, is allowed to acquire Saving Shares corresponding to an investment amount of not more than 5 per cent of the respective participant's fixed annual cash salary 2020.

Fixed annual cash salary means the fixed annual cash remuneration that applies as of 29 February 2020. Upon calculation of the maximum number of Saving Shares each participant may acquire, a stock-exchange rate of SEK 20.80 shall be applied, corresponding to the volume-weighted average price paid for the share during a period of ten trading days, 21 February – 5 March 2020.

The Performance Shares are subject to the same terms and conditions as applicable to the Matching Shares as set out above. In addition, the Performance Conditions established by the Board of Directors must be achieved or exceeded in order for allotment of Performance Shares to take place. The achievement of the Performance Conditions will be determined in connection with the publication of the year-end report for 2022. Allotment of Performance Shares shall be based on the minimum and the maximum target level of EPS, respectively, during the Performance Period, as established by the Board of Directors. If the minimum target level is not met, no allotment of Performance Shares shall be made. If the maximum target level is achieved or exceeded, full allotment shall take place corresponding to (i) five Performance Shares for each Saving Share to the CEO and the deputy CEO,

(ii) four Performance Shares for each Saving Share to all other members of the Group executive team, and (iii) three Performance Shares for each Saving Share to all other participants (“**Full Allotment**”). If the minimum target level is achieved but not exceeded, allotment shall take place to each participant corresponding to 25 per cent of Full Allotment. If the minimum target level is exceeded but the maximum target level is not achieved, a linear allotment of Performance Shares shall take place. The total number of Performance Shares to be allotted the participant will be calculated by addition of any possible allotment per each Saving Share. The final number of Performance Shares to be allotted to each participant shall be rounded to the nearest whole number.

In case of full allotment of both Matching and Performance Shares, the CEO will receive 123,750 Gunnebo Shares, the deputy CEO will receive 72,672 Gunnebo Shares and remaining members of the Group executive team will together receive 145,364 Gunnebo Shares. Based on full allotment of both Matching and Performance Shares, an unchanged share price from the preparation of the calculations in this Board proposal until the allocation of shares, and an assessment of future dividend on the Gunnebo Share, LTIP 2020 represents a benefit for the CEO corresponding to 56 per cent of the fixed annual cash salary 2020 and for other members of the Group executive team between 46–56 per cent.

Gunnebo shall have the possibility, subject to the restrictions that may apply under law, to in whole or in part reclaim Matching Shares and Performance Shares (or value obtained from a disposal of such shares) allotted on incorrect grounds.

### ***(B) Hedging activities***

In order to hedge delivery of Matching and Performance Shares and to cover administrative costs, mainly costs for social security contributions, the Board of Directors proposes to resolve on a directed issue of convertible and redeemable shares of series C, followed by a repurchase and conversion into ordinary shares, and to resolve on transfer of own ordinary shares to senior executives in LTIP 2020. In absence of the required majority, the Board of Directors, secondarily, intends to enter into a share swap agreement with a third party in order to hedge delivery of any costs related to the Matching and Performance Shares. The share swap agreement entails that the third party in its own name shall acquire and transfer Gunnebo Shares to employees comprised by LTIP 2020.

#### *(1) Authorisation for the Board of Directors to resolve on a directed issue of shares of series C*

Authorisation for the Board of Directors to resolve on a directed issue of redeemable and convertible shares of series C in Gunnebo on the following terms and conditions.

1. The maximum number of series C shares to be issued shall amount to 229,037.
2. The authorisation may be exercised on one or several occasions until the Annual General Meeting 2021.
3. With a deviation from the shareholders’ preferential right, the new shares may be subscribed for only by one external party after arrangement in advance.
4. The amount to be paid for each new share (the subscription price) shall equal the share’s quota value at the time of subscription.
5. The new series C shares shall be subject to Chapter 4, Section 6 of the Swedish Companies Act (conversion restriction) and Chapter 20, Section 31 of the Swedish Companies Act (redemption restriction).

The purpose of the authorisation is to hedge the undertakings of Gunnebo according to LTIP 2020 and, in terms of liquidity, to hedge payments of future social security contributions related to Matching and Performance Shares.

#### *(2) Authorisation for the Board of Directors to repurchase issued shares of series C*

Authorisation for the Board of Directors to resolve on repurchase of all issued redeemable and convertible shares of series C in Gunnebo on the following terms and conditions.

1. Repurchase may take place by way of an acquisition offer directed to all holders of series C shares in Gunnebo.

2. The authorisation may be exercised on one or several occasions until the Annual General Meeting 2021.
3. The maximum number of series C shares to be repurchased shall amount to 229,037.
4. Repurchase shall be made at a price per share of minimum 100 per cent and maximum 110 per cent of the quota value applicable at the time of subscription.
5. Payment of repurchased shares shall be made in cash.
6. The Board of Directors shall have the right to resolve on other terms and conditions for the repurchase.
7. Repurchase may also be made of a so-called interim share, by Euroclear Sweden AB designated as a Paid Subscribed Share (Sw. *Betald Tecknad Aktie (BTA)*), regarding a series C share.

The purpose of the authorisation is to hedge the undertakings of Gunnebo according to LTIP 2020 and, in terms of liquidity, to hedge payments of future social security contributions related to Matching and Performance Shares.

### (3) Proposal for resolution on transfer of the Company's own ordinary shares to participants in LTIP 2020

Resolution on transfer of the Company's own ordinary shares to participants in LTIP 2020 on the following terms and conditions.

1. A maximum number of 665,043 Gunnebo Shares may be transferred free of charge to participants in LTIP 2020.
2. With a deviation from the shareholders' preferential right, the right to acquire Gunnebo Shares free of charge shall comprise employees in the Group participating in LTIP 2020, with a right for each of the participants to acquire the maximum number of shares stipulated in the terms and conditions of LTIP 2020.
3. Transfer of Gunnebo shares shall be made free of charge at the time for, and according to the terms for, the allotment of Gunnebo Shares to participants in LTIP 2020.
4. The number of Gunnebo Shares that may be transferred under LTIP 2020 shall be recalculated due to any intervening bonus issue, split, preferential issue and/or similar corporate actions.

Since LTIP 2020 initially in principle is not expected to give rise to any costs for social security contributions for Gunnebo (and since a resolution on transfer is valid only until the next Annual General Meeting), the Board of Directors has decided not to propose that the Annual General Meeting 2020 resolves on transfer of the Company's own ordinary shares on a regulated market for hedging of cash flow for social security payments. However, before any transfers of Gunnebo Shares to participants in LTIP 2020 can be made, the Board of Directors intends to propose to a later General Meeting to resolve on transfers of the Company's own ordinary shares on a regulated market in order to hedge such payments.

### **Scope and dilution**

The maximum number of Matching and Performance Shares that may be allotted to the participants under LTIP 2020 amounts to 665,043 shares, which corresponds to approximately 0.69 per cent of the share capital and votes in the Company (excluding 602,267 shares of series C held by Gunnebo). Aggregated with the maximum number of additional shares that may be transferred, which mainly consists of cash flow related hedging of costs for social security contributions, LTIP 2020 will comprise not more than 831,304 shares and the maximum dilution of the program will amount to approximately 0.86 per cent of the share capital and votes in Gunnebo.

### **Estimated costs and effects on key ratios**

Based on the assumption that LTIP 2020 is fully subscribed for by 29 participants, an anticipated yearly 10 per cent increase in the share price during the Vesting Period and an assessment of future dividends of the Gunnebo share, the total costs for LTIP 2020 including costs for social security contributions, are estimated to approximately MSEK 16.7, provided that the Performance Conditions are fully met. If the Performance Conditions are met so that half of the Performance Shares are



allotted to the participants, the equivalent cost is estimated to amount to MSEK 9.5. On a yearly basis the cost will, provided that the Performance Conditions are fully met, equal approximately 0.35 per cent of Gunnebo's total staff costs for the financial year 2019. Under LTIP 2020, the maximum outcome for the participants is not limited, and therefore the maximum costs for social security contributions cannot be calculated.

Given the full-year result of 2019, the costs for LTIP 2020 would have a negative effect of approximately 0.10 percentage units on Gunnebo's operating margin and a reduction of profit per share of approximately SEK 0.05, provided that the Performance Conditions in the cost estimate above are fully achieved. However, the Board of Directors believes that the expected positive effects of LTIP 2020 on Gunnebo's financial result will outweigh the costs for the program.

#### ***Majority of votes etc.***

The resolution of the Annual General Meeting to implement LTIP 2020 in accordance with section A above is not conditional upon the hedging activities in section B above. In order for the resolution by the Annual General Meeting on implementation of LTIP 2020 to be valid, the Board of Directors' proposal under section A must be supported by more than one half of the votes cast at the Annual General Meeting.

The Board of Directors proposes that the proposed resolutions on hedging activities under section B shall be resolved on as one resolution. In order for the resolution by the Annual General Meeting on the proposed hedging activities to be valid, the proposal of the Board of Directors must be supported by shareholders representing at least nine-tenths of both the votes cast and shares represented at the Annual General Meeting.

The Board of Directors proposes that the CEO be authorised to make such minor amendments of the proposal as may be required in connection with the registration with the Swedish Companies Registration Office and Euroclear Sweden AB.

#### **Proposal for authorisation for the Board of Directors to decide on new share issues (item 17)**

The Board of Directors proposes that the AGM resolves, during the period until the next AGM, to authorise the Board of Directors in conjunction with agreements on company acquisitions, on one or several occasions, with or without deviation from the preferential right of the shareholders, for a cash payment or through payment in kind or set-off, to decide upon new share issues in the company. The authorisation shall comprise a maximum number of shares corresponding to 10 per cent of the total number of shares in the company.

The reason for the possibility to deviate from the preferential right of the shareholders is that the company shall be able to issue shares as payment in conjunction with company acquisitions, alternatively to procure capital for such acquisitions. The issue price will be determined in accordance with then current market conditions.

The Board of Directors, the CEO or a person appointed by one of them shall be entitled to make any minor adjustments to the above decision which might be required in conjunction with registration with the Swedish Company Registration Office.

A resolution of the meeting under this item is valid only if supported by shareholders representing at least two-thirds of both votes cast and shares represented at the AGM.

#### **The shareholders' right to require information**

The Board of Directors and the CEO shall at the AGM, upon request by a shareholder, provide information in respect of any circumstances which may affect the assessment of a matter on the agenda, and any circumstances which may affect the assessment of the company's financial position. Such information may be provided where the Board of Directors believes that such may take place without significant harm to the company. The duty to provide information also applies to the company's relationship to other group companies as well as the group accounts and the abovementioned circumstances regarding subsidiaries.





### **Further information**

The annual report and the Auditor's report, the statement of the Auditor regarding the application of the principles for remuneration to senior executives and the Board of Directors' complete proposals for resolutions in respect of items 14, 15,16 and 17 will be available at Gunnebo AB and on Gunnebo AB's website [www.gunnebogroup.com](http://www.gunnebogroup.com) no later than March 31, 2020, and will be distributed without charge to shareholders who so request and state their address.

At the time of the issue of this notice, the total number of shares in the company amounts to 96,162,993, of which 95,560,726 ordinary shares and 602,267 series C shares, corresponding to 95,620,952.7 number of votes. All shares of series C are held by the company.

### **Processing of personal data**

For information on how your personal data is processed, see <https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

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Gothenburg in March 2020  
The Board of Directors of Gunnebo AB (publ)

### **For more information, contact:**

Isabelle Ljunggren, Director, Investor Relations, phone +46(0)10-2095 099

*The Gunnebo Group operates worldwide providing innovative products, software and services to control the flow of valuables, cash and people. Gunnebo offers entrance control, safe storage, cash management and integrated security solutions to customers primarily within retail, mass transit, public & commercial buildings, industrial & high-risk sites and banking. The Group has a turnover of MSEK 5,500 and is listed on NASDAQ Stockholm.*