

**Board of Director's statement ahead of the 2018 AGM pursuant to chapter 18 paragraph 4 and chapter 19 paragraph 22 of the Swedish Companies Act**

The Board of Directors of Mekonomen Aktiebolag (publ) herewith issues the following statement pursuant to chapter 18 paragraph 4 and chapter 19 paragraph 22 of the Swedish Companies Act with respect to the Board's proposals for dividend and authorization of the Board to decide on purchases of own shares.

The Company's and Group's financial position as per 31 December 2017 are described in the annual report for the 2017 financial year. The annual report also describes the principles that have been applied for valuation of assets, provisions and liabilities.

The proposed disposition of profits shows that the Board proposes a dividend of SEK 7.00 per share, corresponding to SEK 251,310,409 in total. The proposed dividend constitutes 8.92 % of the Company's equity and 10.56 % of the Group's equity. The Company's equity ratio amounts to 61.11 % before the dividend and 59.03 % after the dividend (including 78.00 % of untaxed reserves). The Group's equity ratio amounts to 42.83 % before the dividend and 40.13 % after the dividend.

The proposed authorization to purchase own shares is intended to secure the Company's obligations arising out of LTIP 2018 (as defined in point 18 in the notice of the Annual General Meeting) and any other share-based incentive programs that may exist at any given time pursuant to a resolution by a general meeting of shareholders. The authorization has a limitation of a maximum of 85,000 shares. Based on the closing price of the Company's shares on 16 March 2018 (SEK 143.00), full exercise of the authorization corresponds to SEK 12,155,000.

The equity ratio is judged to be good even after the proposed dividend and exercise of the proposed authorization to purchase own shares. The proposed dividend and exercise of the proposed purchase authorization do not affect the Company's and Group's ability to meet its payment obligations and are not judged to restrict the Company's capacity for continued investments.

In view of the above and what has in other respects come to the Board's knowledge, the Board is of the opinion that the proposals are justified with respect to the requirements that the business's nature, scope and risks put on the size of the Company's and Group's equity and on the Company's and Group's need for a strong balance sheet, liquidity and position in general.

Stockholm, April 2018  
Mekonomen Aktiebolag (publ)  
*The Board of Directors*

*This is a translation of the Swedish original wording. In case of discrepancies, the Swedish version shall prevail.*