#### **COM HEM HOLDING AB (PUBL)**

556858-6613

2015-05-21 Annual General Meeting Klarabergsviadukten 90, Stockholm, at 16.00 CET

#### 1. OPENING OF THE MEETING

The Meeting was opened by the CEO Anders Nilsson.

It was noted that the secretary of the Board, the general counsel Christina Källenfors, has been appointed to keep the minutes, as secretary of the Meeting.

#### 2. CHAIRMAN

The lawyer Hans Svensson was appointed chairman of the Meeting.

The Meeting resolved that audio and video recordings, apart from the Company's own, were not allowed, and that employees and other guests were authorized to attend the Meeting without any voting rights.

### 3. VOTING LIST

The list in appendix 1 was approved as voting list.

#### 4. AGENDA

The Boards' proposed agenda was approved, appendix 2.

### 5. ELECTION OF PERSONS TO VERIFY THE MINUTES

Rolf Karlsson and Ludvig Lindberg were appointed to verify the minutes along with the chairman of the Meeting.

#### 6. DULY CONVENED MEETING

Christina Källenfors informed that notice to attend the Meeting had been published in the Swedish Official Gazette and on the Company's website. An announcement that such notice had been issued was published in the Swedish newspaper Svenska Dagbladet on 22 April 2015.

The Meeting was declared duly convened.

# 7. PRESENTATION OF THE ANNUAL REPORT AND THE AUDITOR'S REPORT AND THE CONSOLIDATED ACCOUNTS AND THE AUDITOR'S REPORT OVER THE CONSOLIDATED ACCOUNTS

The annual report for the financial year 2014 and the auditor's report, appendix 3, were presented.

# 8. REPORT BY THE CEO AND QUESTIONS FROM THE SHAREHOLDERS

The chairman of the Board, Andrew Barron, reported on the Board's work during the past year.

The CEO, Anders Nilsson, reported on the group's consolidated results and the group's developments during 2014.

The Company's auditor in charge, Thomas Thiel, presented parts of the auditor's report for the parent Company and the group for the financial year 2014, included in appendix 3, and reported on the audit work.

Thereafter the chairman of the Board and the CEO answered and commented on questions and notes from shareholders and representatives.

#### 9. RESOLUTIONS REGARDING

# a. adoption of the profit and loss account and the balance sheet as well as the consolidated profit and loss account and the consolidated balance sheet

The annual general meeting adopted the income statement and the consolidated income statement for the financial year 2014 and the balance sheet and the consolidated balance sheet as per 31 December 2014, all included in appendix 3.

# b. appropriation of the Company's profit as stated in the adopted balance sheet and record date for dividend

The chairman presented (i) the Board's proposal for the appropriation of the Company's profits according to the parent company's adopted balance sheet, meaning that the shareholders receive a dividend of SEK 1 per share, equivalent to approximately MSEK 207,503 and that the remaining profit, approximately MSEK 8 477,603, be brought forward, and (ii) the Board's statement in accordance with Chapter 18, Section 4 of the Swedish Companies Act.

The chairman noted that the statement that the Board shall issue (Chapter 18, Section 4 of the Swedish Companies Act) is included in the material distributed to the participants at the Meeting.

The annual general meeting resolved that the funds available shall be appropriated according to the Board's and the president's proposal so that SEK 1 per share be paid to the shareholders and the remaining profit be brought forward.

The annual general meeting further resolved, in accordance with the Board's proposal, that the record date for dividends is 25 May 2015. Furthermore, the

chairman noted that the estimated date for payment of dividends is Thursday 28 May 2015.

### c. discharge from liability

The annual general meeting resolved to discharge the Board and the CEO from liability for the management of the Company's affairs for the 2014 financial year.

#### 10. REPORT ON THE WORK OF THE NOMINATION COMMITTEE

The chairman of the nomination committee, Pierre Stemper, reported on the nomination committee's work and proposals together with the reasons for its proposals.

# 11. DETERMINATION OF THE NUMBER OF THE MEMBERS OF THE BOARD AND DEPUTY MEMBERS OF THE BOARD

The annual general meeting resolved, in accordance with the nomination committee's proposal, that six directors and no deputy directors shall be appointed.

# 12. DETERMINATION OF THE NUMBER OF AUDITORS AND DEPUTY AUDITORS

The annual general meeting resolved, in accordance with the nomination committee's proposal, that one auditor and no deputy auditors shall be appointed.

# 13. DETERMINATION OF THE REMUNERATION TO THE MEMBERS OF THE BOARD AND THE AUDITOR

The annual general meeting resolved, in accordance with the nomination committee's proposal that a total remuneration of SEK 3,689,000 shall be paid as follows. SEK 3,214,000, whereof SEK 1,814,000 (unchanged) to the chairman of the Board and SEK 350,000 (unchanged) to each of the four other members of the Board who are not employed by the Company. SEK 475,000 as additional remuneration for work in the committees of the Board, to be allocated as follows. SEK 110,000 (100,000) to the chairman of the audit committee and SEK 80,000 (70,000) to each of the two other members, and SEK 85,000 (75,000) to the chairman of the remuneration committee and SEK 60,000 (50,000) to each of the two other members. Auditor's fees shall be paid upon approval of their invoice.

# 14. ELECTION OF MEMBERS OF THE BOARD AND THE CHAIRMAN OF THE BOARD

The annual general meeting resolved, in accordance with the nomination committee's proposal, to re-elect as Board members, for a term until the end of the next annual general meeting, Andrew Barron, Nicholas Stathopoulos,

Joachim Ogland, Monica Caneman, Eva Lindqvist and Anders Nilsson, and to reelect Andrew Barron as the chairman of the Board.

It was noted that the employees have appointed Marianne Bohlin and Thomas Kadura as Board members, with deputies Mattias Östlund and Åsa Borgman, for a term until the end of the annual general meeting 2016.

### 15. ELECTION OF AUDITOR

The annual general meeting resolved, in accordance with the nomination committee's proposal, to re-elect the registered accounting firm KPMG AB for the period until the end of the annual general meeting 2016.

It was noted that the authorized public accountant Thomas Thiel will continue as the principal auditor.

#### 16. RESOLUTION ON THE NOMINATION COMMITTEE

The annual general meeting resolved, in accordance with the nomination committee's proposal, that the nomination committee, ahead of the annual general meeting 2016, shall be composed of representatives of the three largest shareholders listed in the Company's share register kept by Euroclear Sweden AB as well as the chairman of the Board. The chairman of the Board shall convene the first meeting of the nomination committee. The representative representing the largest shareholder shall be appointed as chairman of the nomination committee. If any of the largest shareholders do not wish to appoint a representative to the nomination committee, the largest shareholders in turn shall be contacted. If any of the shareholders in turn refrain from appointing a representative to the nomination committee, the chairman of the Board will only need to contact the eight largest shareholders in order to obtain a nomination committee composed of at least three representatives including the chairman of the Board. If a nomination committee composed of three members (including the chairman) is not obtained after having contacted the eight largest shareholders, the chairman shall continue to contact the shareholders that are next in turn until a nomination committee composed of three representatives (including the chairman) has been obtained.

If earlier than two months prior to the annual general meeting 2016, a shareholder having appointed a representative to the nomination committee no longer is among the largest shareholders, the representative appointed by such shareholder shall resign and the new shareholder who at such time is among the largest shareholders may appoint a representative. Should a representative of the nomination committee before the committee's work is completed and the nomination committee considers it necessary to replace the representative, the shareholder that appointed the resigning representative shall have the right to appoint a new representative, or if the shareholder no longer is among the largest shareholders, the largest shareholder in turn shall have such right. Changes to the composition of the nomination committee shall be announced immediately. The term the "largest shareholders" above refers to such number of the largest shareholders which the chairman of the Board has contacted in order to obtain a

nomination committee in accordance with procedure described in the above paragraph.

# 17. RESOLUTION ON THE BOARD'S PROPOSAL FOR GUIDELINES FOR REMUNERATION TO SENIOR EXECUTIVES

The annual general meeting resolved to adopt the guidelines in accordance with the Board's proposal, <u>appendix 4</u>.

# 18. RESOLUTION ON THE BOARD'S PROPOSAL REGARDING A LONG-TERM SHARE SAVINGS INCENTIVE PROGRAM 2014 (LTIP 2015), INCLUDING TRANSFER OF SHARES UNDER THE PROGRAM

The Board member Joachim Ogland presented the Board's proposal and thereafter answered questions from shareholders together with the Company's chief financial officer Mikael Larsson.

The annual general meeting resolved, with the requisite majority and in accordance with the Board's proposal under item 18(a), to approve the implementation of a long-term share savings program, a.k.a. LTIP 2015, for senior managers and certain other key employees within the Com Hem Group, appendix 5.

The annual general meeting resolved not to approve the Board's proposal under item 18(b) that the transfer of up to 343,000 Com Hem shares under LTIP 2015 may take place, appendix 5.

The annual general meeting resolved, with the requisite majority and in accordance with the Board's proposal under item 18(c), to hedge the financial exposure of LTIP 2015, by the Company entering into a share swap agreement with a third party, whereby the third party in its own name shall acquire and transfer up to 343 000 shares in the Company, appendix 5.

# 19. RESOLUTION ON THE BOARD'S PROPOSAL FOR AUTHORIZATION FOR THE BOARD TO RESOLVE ON ACQUISITION OF OWN SHARES

The CEO Anders Nilsson presented the Board's proposal.

The annual general meeting resolved with the requisite majority to authorize the Board, until the end of the next annual general meeting, on one or more occasions to resolve on acquisitions of shares in the Company to such extent that the Company's holding at any time not exceeds a tenth of the total amount of shares in the Company. Acquisition of shares may take place on Nasdaq Stockholm. Acquisition of shares at Nasdaq Stockholm shall be made at a price within the price range at any time recorded, and the range shall refer to the range between the highest buying price and the lowest selling price. Payment for shares shall be made through available funds.

It was noted that the purpose of the buy-back authorization is to give the Board the possibility, during the period until the next annual general meeting, to adjust the Company's capital structure.

# 20. CLOSING OF THE MEETING

As there were no further matters, the Meeting was declared closed.

Minutes recorded by:	
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Minutes verified by:	
Hans Svensson	
Rolf Karlsson	Ludvig Lindberg

#### OFFICE TRANSLATION ONLY

# Proposed agenda for the Annual General Meeting with the shareholders of Com Hem Holding AB (publ) 21 May 2015 at 16.00 CET

- 1. Opening of the meeting
- 2. Election of the chairman of the meeting
- 3. Preparation and approval of the voting list
- 4. Approval of the agenda
- 5. Election of one or two persons to verify the minutes
- 6. Determination as to whether the meeting has been duly convened
- 7. Presentation of
- (a) the annual report and the auditor's report; and
- (b) the consolidated accounts and the auditor's report over the consolidated accounts
- 8. Report by the CEO and questions from the shareholders
- 9. Resolution on:
- (a) adoption of the profit and loss account and the balance sheet as well as the consolidated profit and loss account and the consolidated balance sheet;
- (b) appropriation of the Company's profit as stated in the adopted balance sheet and record date for dividend; and
- (c) discharge from liability of the members of the Board and the managing director
- 10. Report on the work of the nomination committee
- 11. Determination of the number of members of the Board and deputy members of the Board
- 12. Determination of the number of auditors and deputy auditors
- 13. Determination of the remuneration to the members of the Board and the auditor
- 14. Election of members of the Board and the chairman of the Board
- 15. Election of auditor
- 16. Resolution on the nomination committee
- 17. Resolution on the Board's proposal for guidelines for remuneration to senior executives
- 18. Resolution on the Board's proposal regarding a long-term share savings incentive program 2015 (LTIP 2015), including transfer of shares under the program
- 19. Resolution on the Board's proposal for authorization for the Board to resolve on acquisition of own shares
- 20. Closing of the meeting

### Resolution on guidelines for remuneration to senior executives

The Board of Directors of Com Hem Holding AB (publ) proposes that the annual general meeting on 21 May 2015 resolves to adopt the following guidelines for remuneration to senior executives in Com Hem to apply as of 2015.

The total amount of remuneration for a person with a senior executive position in Com Hem shall correspond to market practice and shall be competitive in order to attract, motivate and retain key employees. The aim is to create incentives for senior executives to execute strategic plans and deliver excellent operating results and to align such persons' interests with the interests of the shareholders.

Remuneration of the CEO and other senior executives shall consist of a fixed salary, short-term incentives (STI) with variable remuneration paid annually in cash which are linked to achievement of financial targets for Com Hem and individual performance targets, and long-term incentives (LTIP) that are share based or share linked, in addition to pension and other customary benefits.

- The fixed salary shall be based on the senior executives' respective competence and area
  of responsibility. The fixed salary shall form the basis for any STI. The fixed salary is to be
  reviewed annually.
- STIs shall be based on performance in relation to established targets. The targets shall be individual, measurable and linked to Com Hem's financial performance as well as to specific performances and processes (individual targets). For the CEO STIs can amount to a maximum of 113 percent of fixed salary provided that financial targets set in the budget are reached. Provided significant out-performance of the financial targets set in the budget, and of individual targets, and approval by the board of directors, the STI for the CEO can amount to a maximum of 169 percent of fixed salary. For other senior executives the STI can amount to a maximum of 68 percent of fixed salary provided that both financial and individual targets are reached, and up to a maximum of 113 percent of fixed salary provided that both financial and individual targets are significantly out-performed.

- The vesting period for LTIPs shall be at least three years. LTIPs shall always be based on shares or share linked instruments. LTIPs shall ensure a long-term commitment to the development of Com Hem. Any share based LTIP will be subject to shareholder approval before being launched.
- Other benefits may include a company car, health insurance and other customary benefits. Other benefits shall not constitute a significant part of the total remuneration.
- Senior executives shall be offered individual pension plans amounting to a maximum of 30 percent of the fixed salary or defined contribution pension plans and ITP (collective agreed pension plans).
- In the event of termination of employment initiated by the company, the notice period for the CEO shall be 12 months. For other senior executives the notice period shall be maximum 12 months.

In special circumstances, the Board of Directors may deviate from the above guidelines. In such case, the Board of Directors is obligated to provide for the reason for the deviation at the following annual general meeting.

# Item 18 – The Board's proposal regarding a long-term share savings incentive program 2015 (LTIP 2015), including transfer of shares under the program

The Board proposes that the AGM resolves on the implementation of a long-term share savings incentive program (LTIP 2015). This proposal is divided into four items:

Item A: Terms of the long-term share savings incentive program (LTIP 2015).

Item B: Transfer of treasury shares as hedge for delivery of shares in LTIP 2015.

Item C: If item B is not approved, the Board proposes that delivery of shares in LTIP 2015 shall take place via an equity swap agreement with a third party.

Item D: Other matters and reasons for the proposal etc.

# A. Share Savings Program 2015 (LTIP 2015)

#### A.1 Introduction

The Board would like to launch a new incentive program in order to increase and strengthen the potential for recruiting and retaining key individuals. The Board therefore proposes that the AGM approves the implementation of a long-term share savings incentive program 2015 (the "LTIP 2015") for senior managers and certain other key employees within the Com Hem Group. The aim is also to use LTIP 2015 to create an individual long-term ownership of Com Hem shares among the participants. Participants will, after a qualifying period and assuming an investment of their own in Com Hem shares, receive allotments of additional Com Hem shares without consideration. The number of allotted shares will depend on the number of Com Hem shares they have purchased themselves and on the fulfilment of certain performance targets. The term of LTIP 2015 is proposed to be three years.

# A.2 <u>Basic features of LTIP 2015</u>

LTIP 2015 will be directed towards senior managers and other key employees in the Com Hem Group primarily based in Sweden. Participation in LTIP 2015 assumes that the participant acquires and locks Com Hem shares into LTIP 2015 ("Savings Shares"). The Board can in certain cases which the Board deems appropriate, allow Com Hem shares already owned by the participant to qualify as Savings Shares, on condition that they are locked into LTIP 2015 and are not included in any other similar incentive program.

For each acquired Savings Share, the participant shall be entitled, after a certain qualification period (defined below), to receive an allotment of one Com Hem share ("Matching Share"). Dependent on the fulfilment of certain performance targets, the participant may also be entitled, to receive allotment of additional Com Hem shares ("Performance Shares"). The participant shall not pay any consideration for the allotted Matching Shares and Performance Shares.

### A.3 Participation in the 2015 Program

The Board will decide during Q2 2015 on participation in LTIP 2015 and the assignment of participants to a certain category.

LTIP 2015 is directed towards four categories of participants:

Category	Savings Shares maximum	Matching Shares max per Savings share	Performance Shares max per Savings share
A (CEO)	3,200	1.0x	6.ox
B (CFO, COO and CTIO)	4,320	1.0x	5.0x
C (other senior managers, maximum 13 persons)	4,320	1.0x	4.0x
D (other key employees, maximum 11 persons)	4,320	1.0X	2.0x

The maximum number of Savings Shares for each participant shall be decided by the Board within the above maximum amounts. On average for the entire group of participants, the investment in Savings Shares shall not exceed 10 percent of the annual base salary for the participants.

Any resolution on participation or implementation of LTIP 2015 shall be conditional on that it, in the Board's judgement, can be offered with reasonable administrative costs and financial effects.

# A.4 <u>Allotment of Matching Shares and Performance Shares</u>

Allotment of Matching Shares and Performance Shares within LTIP 2015 will be made during a limited period of time following presentation of the first quarterly statement 2018. The period up to this date is referred to as the qualification period (vesting period). A condition for the participant to receive allotment of Matching Shares and Performance Shares, is that the participant remains an employee of the Com Hem Group (and has not resigned) during the full qualification period up until allotment and that

the participant, during this period, has kept all Savings Shares. Allotment of Matching Shares also requires that the TSR (defined below) for the period has been positive in absolute terms. In addition hereto, allotment of Performance Shares requires that the performance targets for relative TSR and free cash flow are fulfilled.

The TSR (total shareholder return) shall be calculated as the return in Com Hem shares with reinvested dividends during the qualification period. For the Performance Shares, the target shall be set in relation to the TSR performance in a peer group of relevant companies. In order to have any allotment of Performance Shares, Com Hem must reach the median value in the peer group. Maximum allotment assumes performance that is better than 90 percent of the peer group. Allotment will be linear for performance inbetween these values. Establishment and, if necessary, adjustments of the peer group and calculation of TSR performance shall be carried out by the Board after consultation with external experts.

Free cash flow shall be measured on cumulative basis for the consolidated Com Hem Group during the term of LTIP 2015. The Board shall establish appropriate target levels in order to make the targets relevant and challenging.

When assessing the fulfillment of the performance targets for allotment of Performance Shares, the Board shall allocate 60 percent to relative TSR and 40 percent to free cash flow.

Prior to the allotment of Matching Shares and Performance Shares, the Board shall assess whether the allotment is reasonable in relation to the Company's financial results, position and performance, as well as other factors.

# A.5 <u>Implementation and administration etc.</u>

The Board, or a committee established by the Board, shall in accordance with the AGM decision:

- (a) be responsible for the detailed design and implementation of LTIP 2015;
- (b) prepare and execute the necessary full-text documentation to the participants; and
- (c) otherwise manage and administer LTIP 2015.

The Board may also decide on the implementation of an alternative cash based incentive program for participants in countries where the acquisition of Savings Shares or allotment of Matching and/or Performance Shares is not appropriate, as well as if otherwise considered appropriate. Such alternative incentive program shall to the extent practically possible be designed to correspond to the terms of LTIP 2015.

The intention is that the Board shall launch LTIP 2015 before the end of the second quarter of 2015.

## B. Transfer of treasury shares in LTIP 2015

#### B.1 Number of shares

The Board proposes that the AGM resolves that the transfer of up to 343,000 Com Hem shares under LTIP 2015 may take place in accordance with the conditions stated herein. The number is calculated on the basis of maximum participation and fulfilment of performance targets and is further based on current levels of social security contributions.

### B.2 Other terms for transfer of Com Hem shares

Transfer may be made of Com Hem shares to the participants in LTIP 2015 and, to the extent of financing social security contributions, in the stock market.

Transfers of shares to participants in LTIP 2015 shall be made without consideration on the date and on the other conditions on which participants in LTIP 2015 are entitled to acquire shares.

Sale of shares in the stock market shall be made at market price. It should be noted that the authorization to sell shares in the stock market will be proposed to be repeated as a new annual decision by each AGM during the term of LTIP 2015.

The number of Com Hem shares that may be transferred within the framework of LTIP 2015 may be subject to customary recalculations as a result of bonus issue, split, rights issue and/or similar events.

### B.3 Reasons for Board proposal etc

Since the Board considers that the most cost-effective and flexible method of transferring Com Hem shares under LTIP 2015 is to transfer treasury shares (the Company's own holding of acquired shares), the Board proposes that the transfer is hedged in accordance with this item B.

The reason for the deviation from the shareholders' pre-emptive rights to acquire the treasury shares is for the Company to hedge the delivery of shares and the costs for social security contributions under LTIP 2015.

#### C. Equity swap agreement with a third party

The Board proposes that the AGM, should the necessary majority not be obtained for item B above, resolves to hedge the financial exposure of LTIP 2015, by the Company entering into a share swap agreement with a third party, whereby the third party in its own name shall acquire and transfer shares in the Company. The relevant number of shares shall correspond to the number of shares proposed under item B above.

#### D. Other matters

### D.1 <u>Majority requirements etc.</u>

The resolution by the AGM regarding the implementation of LTIP 2015 according to item A above shall be conditional on the AGM resolving either in accordance with the Board's proposal under item B above or in accordance with the Board's proposal under item C above.

The resolution according to item A above will require a majority of more than half of the votes cast at the AGM. A valid resolution under item B above requires that shareholders representing not less than nine-tenths of the votes cast as well as the shares represented at the AGM approve the resolution. A valid resolution under item C above will require a majority of more than half of the votes cast at the AGM.

### D.2 Estimated costs, expenses and financial effects of LTIP 2015

LTIP 2015 will be accounted for in accordance with "IFRS 2 – Share-based payments". IFRS 2 stipulates that the share awards should be expensed as personnel costs over the qualification period and will be accounted for directly against equity. Personnel costs in accordance with IFRS 2 do not affect the Company's cash flow. Social security costs will be expensed in the income statement according to UFR 7 during the qualification period.

Assuming a share price at the time of implementation of SEK 75, that 50 percent of the maximum number of Performance Shares is allotted and an annual share price increase of 10 percent during the qualification period, the total cost for LTIP 2015, including social security costs, is estimated to approximately SEK 13.0 million before tax. The corresponding total cost with full achievement of the performance targets is estimated to approximately SEK 18.6 million before tax.

LTIP 2015 will comprise maximum 260,000 shares in total which corresponds to approximately 0.1 percent of the total outstanding shares and votes in the Company. Aggregated with the 83,000 shares that may be transferred in order to cover the cash flow effects associated with social security charges for LTIP 2015, this corresponds to approximately 0.2 percent of the total outstanding shares and votes in the Company.

The above calculations are based on a decision in accordance with item B, i.e. transfer of treasury shares. To the extent that a share swap agreement in accordance with item C is entered into to hedge the obligations under LTIP 2015, other accounting principles may apply.

In the view of the Board, the positive effects expected to arise from LTIP 2015, outweigh the costs associated with LTIP 2015.

### D.3 <u>Impact on key ratios</u>

If LTIP 2015 had been implemented in 2014 and if the performance targets had been fully achieved in accordance with the example in the paragraph above, the earnings per share for the financial year 2014 had decreased with approximately SEK 0.02 on a proforma basis.

## D.4 Preparation of the proposal

This proposal to the AGM on LTIP 2015 has been designed by Com Hem's Remuneration Committee and the Board with the help of external advisors. With the exception of members of staff who prepared the material on instructions from the remuneration committee, no employee who may be a participant in LTIP 2015 has participated in preparing the terms for LTIP 2015.

# D.5 <u>The Board's explanatory statement</u>

The Board wishes to increase the ability of the Company to recruit and retain key employees. Moreover, an individual long-term ownership commitment among the participants in LTIP 2015 is expected to stimulate greater interest and motivation in the Company's business operations, results and strategy. The Board believes that the implementation of LTIP 2015 will benefit the Company and its shareholders. LTIP 2015 will provide a competitive and motivation-improving incentive for senior managers and other key employees within the Group.

LTIP 2015 has been designed to reward the participants for increased shareholder value by allotting shares, based on the fulfilment of conditions in respect of results and operations. Allotments shall also require a private investment by each respective participant through the acquisition of shares by them at market price. By linking the employees' remuneration to an improvement in the Company's results and value, the long-term value growth of the Company is rewarded. Based on these circumstances, the Board considers that the implementation of LTIP 2015 will have a positive effect on the Com Hem Group's continued development, and will thus be beneficial to the shareholders and the Company.

Stockholm in April 2015

Com Hem Holding AB (publ)

The Board of Directors

## Summary of other share-related incenitive programs

At an extraordinary general meeting on 3 June 2014, a decision was made regarding the issue of warrants within the framework of two incentive programmes for executive managers and key management personnel, as well as Board members. The incentive programmes cover a total of 12 individuals. The incentive programmes include a total of 4,949,092 warrants, corresponding to an original market value of SEK 10m. The warrants have been issued in two series of 2,474,546 options with two different maturities and subscription prices. The programmes expire in June 2017 and June 2018 and according to the terms can be utilised for subscription over three months before the end of the term at a subscription price of SEK 73,08 and SEK 78,94 respectively. Com Hem has reserved the right to repurchase warrants should the participant's employment or assignment for the company come to an end, or if the participant wishes to transfer the options.

Further details, see Note 6 in the annual report for the financial year 2014.