



## **Press release**

16 April 2018

# **Annual General Meeting of Cloetta AB (publ) on 16 April 2018**

**Cloetta's Annual General Meeting (AGM) was held at 3:00 p.m. on Monday, 16 April 2018, in Stockholm, Sweden.**

### **Adoption of the balance sheet and profit and loss accounts**

The AGM adopted the balance sheet and profit and loss accounts of the parent company and the Group for the preceding year.

### **Dividend**

The AGM approved the proposed shareholder dividend of SEK 0.75 per share and a special dividend of SEK 0.75 per share, in total corresponding to SEK 1.50 per share shall be declared, totalling SEK 432,928,948. As the record date for payment of dividends, the AGM approved Wednesday, 18 April 2018. The dividends are expected to be disbursed by Euroclear Sweden AB on Monday 23 April 2018.

### **Board of Directors**

The AGM discharged the members of the Board of Directors and the President from liability for the preceding financial year. The AGM resolved that the number of directors would be seven, with no deputies. Sitting Board members Lilian Fossum Biner, Mikael Aru, Lottie Knutson, Mikael Norman, Camilla Svenfelt and Mikael Svenfelt were re-elected. Alan McLean Raleigh was elected as new Board member. The AGM re-elected Lilian Fossum Biner as chairman of the Board. The former Board member Adriaan Nühn resigned at the AGM.

### **Board fees**

The AGM approved Board fees in accordance with the following. The chairman of the Board will receive SEK 620,000 (unchanged) and each of the other Board members elected by the AGM will receive SEK 285,000 (unchanged). Fees for work on the Board committees will be paid in an amount of SEK 100,000 (unchanged) to each member of the audit committee and with SEK 150,000 (previously SEK 100,000) to the chairman of the audit committee and with SEK 100,000 (unchanged) to each member of the remuneration committee and with SEK 150,000 (previously SEK 100,000) to the chairman of the remuneration committee.

### **Auditor**

KPMG AB was re-elected as the company's auditor to serve for the period until the end of the next AGM. KPMG AB will appoint Thomas Forslund as auditor in charge.

### **Nomination Committee**

The AGM approved the proposed rules for the nomination committee.

### **Guidelines for remuneration to executive management**

The AGM approved the Board's proposed guidelines for remuneration to the executive management.

### **Cloetta AB (publ)**

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### **Long term share based incentive plan (LTI 2018)**

The AGM approved the Board's proposal regarding LTI 2018. LTI 2018 comprises up to 54 employees as a maximum, consisting of group management and certain key employees within the Cloetta Group, divided into three categories. The first category comprises of the President and CEO and the other twelve members of the group management, the second category is comprised of up to 25 employees, who have been considered to have a significant direct impact on the results of Cloetta. The third category is comprised of up to 16 employees, consisting of individuals who have been considered to have an indirect impact on the results of Cloetta.

To participate in LTI 2018, the participant must have a personal shareholding in Cloetta ("Investment Shares"), which shall be allocated to LTI 2018. The Investment Shares may be acquired specifically for purposes of LTI 2018, or be shares already held by the participant, provided that these have not been allocated to the previous incentive plan. The participant may as a maximum invest 10 per cent of the participant's annual salary for 2018 before tax, in LTI 2018. For the first category of participants, each Investment Share gives entitlement to one (1) matching share right ("Matching Share Right") and six (6) performance share rights ("Performance Share Right") (together referred to as "Share Rights"). For the second category, each Investment Share gives entitlement to one (1) Matching Share Right and four (4) Performance Share Rights. For the third category, each Investment Share gives entitlement to one (1) Matching Share Right and two (2) Performance Share Rights. The Share Rights will be granted to the participant following the Annual General Meeting 2018 in connection with, or shortly after, an agreement is made between the participant and Cloetta concerning participation in LTI 2018.

### **Statutory meeting**

At a statutory meeting held in connection with the AGM Mikael Norman, Mikael Aru and Camilla Svenfelt were elected as members of the audit committee with Mikael Norman as chairman of the committee. The remuneration committee consists of Mikael Svenfelt, Lottie Knutson and Lilian Fossum Biner with Mikael Svenfelt as chairman of the committee.

### **Media contact**

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### **About Cloetta**

Cloetta, founded in 1862, is a leading confectionary company in the Nordic region and the Netherlands. Cloetta's products are sold in more than 50 countries worldwide with Sweden, Finland, Denmark, Norway, the Netherlands, Germany and the UK as the main markets. Cloetta owns some of the strongest brands on the market, such as Läkerol, Cloetta, Candyking, Jenkki, Kexchoklad, Malaco, Sportlife and Red Band. Cloetta has 8 production units in 5 countries. Cloetta's class B-shares are traded on Nasdaq Stockholm. More information about Cloetta is available on [www.cloetta.com](http://www.cloetta.com)

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