

PROPOSAL OF THE BOARD OF DIRECTORS OF BE GROUP AB FOR AN AUTHORISATION OF THE BOARD OF DIRECTORS TO RESOLVE ON TRANSFER OF THE COMPANY'S OWN SHARES

The Board of Directors proposes that the Annual General Meeting shall resolve to authorise the Board of Directors to resolve on transfer of the company's own shares in accordance with the following conditions:

1. The authorisation may be exercised on one or several occasions, though not exceeding past the Annual General Meeting 2013.
2. Transfer may be made only of such shares held by BE Group at the time of the resolution of the Board of Directors and which are not required for the supply of so-called matching shares and performance shares or in cover of social security payments relating to ongoing share savings schemes.
3. Transfer may be made with a deviation from the shareholders' preferential right.
4. Transfer may be made as payment of the total or part of the purchase price at the acquisition of a company or business or part of a company or business, where the consideration shall be equivalent to the estimated market value of the share. On such transfer, payment may be made by assets contributed in kind or by set-off of a claim against BE Group.
5. The Board of Directors shall be entitled to determine the other terms and conditions of the transfer which, however, shall be on market terms.

The reason for the proposal and the deviation from the shareholders' preferential right is to enable BE Group to finance minor company acquisitions.

As per 22 March 2012, the company's shareholding of own shares amounts to 590,727 shares, which is equivalent to 1.18 percent of the total number of shares in BE Group.

Voting majority

The resolution by the Annual General Meeting on the authorisation of the Board of Directors to resolve on transfer of the company's own shares is subject to the support by shareholders representing at least two-thirds of both the number of votes cast and the shares represented at the Meeting in order to be valid.

Malmö in March 2012
THE BOARD OF DIRECTORS