

Nolato AB (publ)
Corporate governance report 2014



■ Corporate governance

Nolato is a Swedish limited company. Its corporate governance is based on Swedish legislation, primarily the Swedish Companies Act, the regulations set out by Nasdaq Stockholm, the Swedish Code of Corporate Governance and the rules and recommendations issued by relevant organisations.

The company's application of the Code

The Swedish Code of Corporate Governance is based on the principle of *comply or explain*. This means that companies which apply the Code may deviate from specific rules, but must then provide explanations and reasons for each individual deviation.

Nolato deviates from points 2.4 and 7.3 of the Code.

Point 2.4 states that the majority of the Nomination Committee should consist of non-Board members, that no more than one of these Board members may be dependent in relation to the company's major shareholders, and that the Chairman of the Nomination Committee should not be the Chairman of the Board or another Board member. Nolato's largest shareholders are of the opinion that the company's ownership structure, with three families which hold around 60 percent of the votes, is best represented within the Nomination Committee by these shareholders together with other major shareholders. Since the representatives of these families have such a large shareholding, they have deemed it to be both natural and necessary that they should also be involved and exercise their shareholders' interests through representation on both the company's Nomination Committee and the Board.

Point 7.3 states that the Audit Committee should consist of at least three Board members. The Board has decided that, in view of the composition and size of Nolato's Board, the Audit Committee would be best represented by two members.

Shareholder governance

Shareholders exercise their power of ownership at General Meetings. Nolato's A shares entitle holders to 10 votes, and the B shares to 1 vote. Resolutions at General Meetings are normally passed by simple majority. On certain issues, the Swedish Companies Act stipulates a specific minimum percentage

of the shareholders present and/or a larger majority.

The meeting of the company at which the Board presents the annual accounts and the audit report is called the Annual General Meeting (AGM) and is normally held by Nolato at the end of April. At the AGM, matters are dealt with relating to subjects such as dividends, discharging the members of the Board and the President and CEO from liability, and electing the Board members, the Chairman of the Board and auditors. The AGM also determines the fees payable to the Board and the auditors, guidelines for the remuneration of senior executives and the principles for appointing the Nomination Committee for the next AGM.

Shareholders have the opportunity to ask questions about the company and its performance at the AGM. Shareholders also have opportunities to request that a particular issue be dealt with by submitting such a request in writing to the Board.

For information about shares and shareholders in Nolato see page 47 of the company's annual report for 2014.

The 2014 Annual General Meeting

The 2014 Annual General Meeting was held on 28 April 2014 in Grevie. 253 shareholders attended the Annual General Meeting, together representing 37.6 percent of the shares and 66.1 percent of the votes.

Fredrik Arp, Sven Boström-Svensson, Henrik Jorlén, Hans Porat and Lars-Åke Rydh were re-elected as Board members. Dag Andersson och Åsa Hedin was elected as a new Board member. Fredrik Arp was re-elected as Chairman of the Board.

Amongst other matters, the Annual General Meeting resolved on fees for the Board of Directors, remuneration guidelines for senior executives and principles for appointing the Nomination Committee. The Annual General Meeting also resolved to adopt the income statement and balance sheet for Nolato AB and the consolidated income statement and balance sheet, and on the appropriation of profits. The Annual General Meeting discharged the members of the Board and the President and CEO from liability for the 2013 financial year.

Nomination Committee

The 2014 Annual General Meeting resolved

that the Nomination Committee ahead of the 2015 Annual General Meeting shall consist of one representative for each of the five largest shareholders in terms of votes as at the end of September 2014.

In accordance with this decision, the Nomination Committee ahead of the 2015 Annual General Meeting consists of Henrik Jorlén (chairman), Gun Boström, Erik Paulsson and Annelie Enquist (Skandia fonder). The fifth largest shareholder, Odin funds, has refrained from appointing a representative.

Since its inauguration and up until February 2015, the Nomination Committee held two meetings.

The Nomination Committee can be contacted by e-mailing: henrik.jorlen@gmail.com or by writing to: The Nolato Nomination Committee, c/o Henrik Jorlén, Kommandörsgatan 4, 269 77 Torekov, Sweden.

Auditors

At the 2014 Annual General Meeting, authorised public accountant Alf Svensson was elected as auditor of Nolato and authorised public accountant Camilla Alm Andersson was elected as deputy auditor, both for the period until the next Annual General Meeting.

Both work for the accountancy company KPMG AB.

The auditor works according to an audit plan. Reports have been submitted to the Board, both during the course of the audit and when adopting the year-end report for 2014 on 5 February 2015. The auditor also participated in the Annual General Meeting, and described the audit work and observations made in an auditors' report.

Over the course of the year, the auditor carried out a number of consultancy commissions over and above the audit, relating primarily to accounting and taxation issues.

The external audit is conducted in accordance with generally accepted auditing practices. Annual reports for legal entities outside Sweden must be audited in accordance with statutory requirements and other applicable rules in the country in question, and in accordance with generally accepted auditing practices. Nolato's auditor regularly study the approved minutes from Nolato's Board meetings, and also has ongoing access to the monthly reports which the Board receives.

Continued on page 4

■ Schematic description of the Nolato Group’s corporate governance

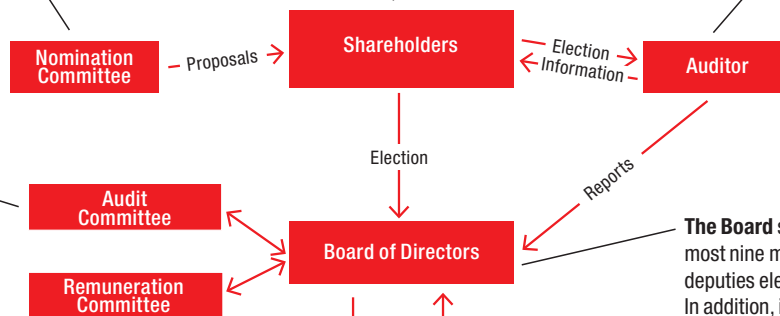
The Nomination Committee is responsible for submitting proposals to the Annual General Meeting on the Chairman of the Board, Board members (number, individuals, chairman), directors’ fees, remuneration for committee work, how the Nomination Committee should be appointed for the coming year and submitting proposals regarding auditors and auditors’ fees.

The shareholders’ right to make decisions on matters relating to Nolato is exercised at the Annual General Meeting, which is normally held at the end of April. The AGM elects the Board, make decisions about dividend and fees and adopts the annual report. By registering a matter in writing with the Board within certain timeframes, shareholders have the right to have a matter addressed by the AGM.

The Auditor is elected by the shareholders at the Annual General Meeting to audit the company’s annual report and accounts, and the Board’s and President and CEO’s management of Nolato. The auditor also reviews the remuneration of senior executives and the corporate governance report.

Reporting occurs to the Board and the Audit Committee. At the Annual General Meeting, the auditor provides information about the auditing work and observations made in an auditors’ report.

The Audit Committee’s task is to supervise the procedures for accounting, financial reporting and internal auditing.



The Board shall consist of at least five and at most nine members, and a maximum of three deputies elected by the Annual General Meeting. In addition, it includes two members elected by employees. The Board decides on the strategic direction of Nolato’s operations. It appoints, dismisses and oversees the President and CEO.

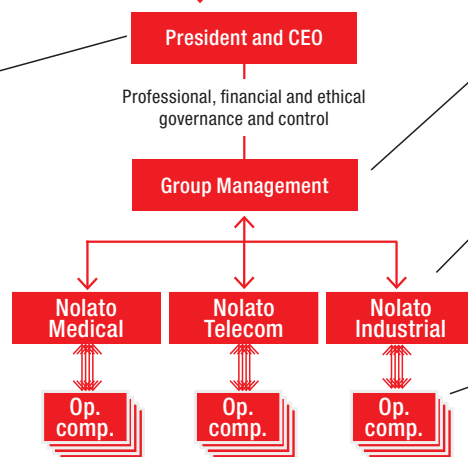
The Remuneration Committee is responsible for proposing to the Board all remuneration and benefits for the President and CEO and principles for variable remuneration for senior executives.

Goals
Strategies
Basic Principles
Policies
CEO instructions

Reporting
Proposals
Documentation for decision-making

The Group management is appointed by the President and consists, besides the President and CEO, of the CFO and the three business area presidents.

The President and CEO manages operations within the framework established by the Board of Directors. In consultation with the Chairman of the Board, the President and CEO draws up the necessary information and documentation for the Board’s decision-making, presents items and justifies proposals. The President and CEO is responsible for Nolato’s commercial and financial performance, and coordinates day-to-day operations in accordance with the guidelines and decisions of the Board.



Each **business area** coordinates the activities in a number of Group companies with a similar focus. Each business area is managed by a business area president with overall responsibility for operations.

Each **Group company** has a managing director. It has its own board of directors, which approves and makes decisions on the company’s long-term strategies and overall structural and organisational changes.

Reporting and control occurs by means of the Board and the Audit Committee analysing and assessing risks and control environments, and overseeing the quality of financial reporting and Nolato’s internal control systems. This takes place through, for example, issuing instructions to the President and CEO and agreeing on requirements for the content of the reports on financial conditions given to the Board on an ongoing basis. The Board reads monthly reports and forecasts and approves interim reports and the Annual Report.

The auditor has audited the remuneration of senior management and reviewed the company's half-year report.

Auditor

Alf Svensson, born 1949. Authorised public accountant, KPMG. Auditor of Nolato since 2008. Elected auditor of companies including Bioinvent International, Diaverum, Lindéngruppen and Nibe.

Deputy auditor

Camilla Alm Andersson, born 1965. Authorised auditor, KPMG. Deputy auditor of Nolato since 2008. Other major clients: Wilh. Becker, Höganäs, Pergo and Kjell o Company.

■ The Board and its work

The working methods of the Board

The Board decides on the ultimate strategic direction of Nolato's operations and prepares the necessary instructions. It determines the Nolato Group's management structure and appoints, dismisses and oversees the President and CEO.

Principles were decided on at the Board's constituent meeting following the Annual General Meeting concerning the Board's rules of procedure for its work, the delegation of duties between the Board and the President and CEO, and financial reporting.

The key elements of these principles determine the following:

- The Board shall establish a work plan with five regular meetings over the course of the year, at which various matters as stipulated by the rules of procedure shall be considered.

- Notice of the meeting, the agenda and the relevant documentation for the Board meeting shall normally be sent out no later than one week before the meeting. Numbered minutes shall be kept for every meeting.

- The delegation of duties clarifies the responsibilities of the Board and the key duties of the Chairman and the President and CEO. The instructions for the President and CEO include limitations on decisions in relation to investments, acquisitions, transfers and certain agreements.

- In order to enable the Board to follow and monitor the Group's financial position and development on an ongoing basis, the President and CEO shall provide the Board with monthly reports on sales, profit, capital commitment, cash flow, the balance sheet, forecast monitoring and forecast updates.

The Chairman of the Board, Fredrik Arp, organises and leads the work of the Board so that this is carried out in accordance with the Swedish Companies Act, other legislation and regulations, applicable rules for listed companies (including the Swedish Code of Corporate Governance) and the Board's internal governance instruments. The Chairman of the Board monitors operations through ongoing contact with the President and CEO, and is responsible for other Board members receiving sufficient information and documentation for making decisions.

The Chairman of the Board is responsible for the Board being kept updated, improving its knowledge about Nolato and otherwise receiving the training required in order for the Board to be able to carry out its work in an effective manner. In addition, the Chairman of the Board ensures that the work of the Board is evaluated on an annual basis, and that the Nomination Committee is informed of the outcome of this evaluation.

Board composition in 2014

Following the 2014 Annual General Meeting, the Board consists of seven members elected at the Annual General Meeting: Fredrik Arp (Chairman), Dag Andersson, Sven Boström Svensson, Åsa Hedin, Henrik Jorlén, Hans Porat and Lars-Åke Rydh.

The Board also includes two employee representatives: Ingegerd Andersson (LO) and Håkan Svensson (PTK). Deputies are: Björn Jacobsson (LO), Jonny Petersson (PTK) och Arif Mislami (LO).

Apart from the CEO and the union representatives, none of the Board members is employed by or works within the Company's operations.

The Board members Dag Andersson, Åsa Hedin, Hans Porat, Lars-Åke Rydh and the Chairman of the Board are deemed by the Board to be independent of the Company's major shareholders.

Nolato's Board has therefore determined that all members elected by the Annual General Meeting, apart from the President and CEO, are independent in relation to the Company.

Further information about the members of the Board is provided on pages 9–10.

The Board's work in 2014

During 2014, the Board held six meetings and a constituent meeting after the Annual General Meeting. Reviews of the Company's operations, markets and finances were standing items on the Board's agenda.

In addition to these points, the work of the Board during the year has focused primarily on investment discussions, market communication, acquisition processes, budgets/forecasts, financing and strategy discussions relating to the Company's operations during the most recent three-year period.

All decisions have been unanimous.

The Audit Committee

The members of the committee are Lars-Åke Rydh (chairman) and Henrik Jorlén, who were appointed by the Board. The work of the committee is regulated by specific rules of procedure, which have been adopted by the Board.

The Audit Committee held five meetings in 2014. Both members attended all meetings. The company's CFO has also attended the meetings. Minutes were taken at all meetings.

The Remuneration Committee

The members of the committee are Fredrik Arp (chairman) and Henrik Jorlén, who were appointed by the Board. The committee held two meetings.

Ahead of 2015, the committee drew principles for variable remuneration and other remuneration and benefits for the President and CEO and senior executives, which the Board will propose to the Annual General Meeting for resolution.

Reporting and control

The Board and the Audit Committee analyse and assess risks and control environments, and oversee the quality of financial reporting and Nolato's internal control systems. This takes place through, for example, issuing instructions to the President and CEO, agreeing on requirements for the content of the reports on financial conditions given to the Board on an ongoing basis, and holding reviews together with the management and the auditors.

The Board is informed of – and ensures the quality of – financial reports such as monthly reports, forecasts, interim reports and the Annual Report, but has delegated the Company management with the task of ensuring the quality of presentation materials in connection with meetings held with the media, shareholders and financial institutions.

The Board is also informed of minutes drawn up by the Audit Committee and any observations, recommendations and proposed decisions and actions.

■ Remuneration to the Board and senior executives

Principles for remuneration and benefits

A director's fee is paid to the Chairman and members of the Board as decided by the Annual General Meeting. Until the end of the AGM 2015, the Board should receive fees totalling SEK 1.420.000 excluding travel allowances (1.270.000), distributed as follows:

The Board:

The Chairman SEK 400.000

Board members SEK 175.000

The Audit Committee:

The Chairman of the committee SEK 55.000

Members of the committee SEK 35.000

The Remuneration Committee:

The Chairman of the committee SEK 55.000

No director's fee is paid to employees of the Group or to employee representatives.

Remuneration for the President and CEO and other senior executives is made up of a base salary, variable remuneration, other benefits and a pension. Other senior execu-

tives are individuals who, together with the President and CEO, constitute the Group management. In 2014, Group management comprised four people, besides the President and CEO. They are Executive Vice President and CFO Per-Ola Holmström, President of Nolato Medical Christer Wahlquist, President of Nolato Telecom Jörgen Karlsson and President of Nolato Industrial Johan Arvidsson. For further information, see page 11.

Preparatory and decision-making procedure

The Board of Directors has appointed a Remuneration Committee, consisting of the Chairman of the Board and one other Board member. The committee has proposed, and the Board of Directors has approved, the current principles for variable remuneration. The committee has made decisions on all remuneration and benefits for the President and CEO, which have been presented to and approved by the Board. The committee has approved the remuneration of the Group management.

Bonuses

Bonuses paid to the President and CEO and other senior executives are based on the outcome of profit and return on capital employed. The maximum outcome is 50% of base salary for the President and CEO and 40% for other senior executives. At the same time, the relevant profit centre must report positive earnings. In 2014, the outcome for the President and CEO was 50% of base salary (50) and for senior executives it was 24-40% of base salary (24-40).

Stock options programme

In the Group, there was a cash-based synthetic stock options programme for the President and CEO. The programme covered the period 1 April 2011 to 31 March 2014. The agreement entitled the President and CEO to a stock yield-based bonus, the value of which amounts to the difference between the average closing price of the Nolato shares in Q1 2014, and 83.74 multiplied by 150,000, although no more than 50% of the accumulated monthly ordinary gross salary expensed during the period 1 April 2011 to

Remuneration and other benefits during 2014

SEK thousand	Base salary/ Directors' fee ¹	Bonus ²	Stock options progr.	Other benefits ³	Pension premiums	Other remuneration ⁴	Total
Chairman of the Board, Fredrik Arp	455	—	—	—	—	—	455
Board member, Sven Boström Svensson	175	—	—	—	—	—	175
Board member, Dag Andersson	175	—	—	—	—	—	175
Board member, Henrik Jorlén	210	—	—	—	—	—	210
Board member, Lars-Åke Rydh	230	—	—	—	—	—	230
Board member, Åsa Hedin	175	—	—	—	—	—	175
President and CEO, Hans Porat	4,836	2,418	1,082	147	3,460	67	12,010
Other senior executives (4 people)	9,553	3,019	—	396	2,105	180	15,253
Total	15,809	5,437	1,082	543	5,565	247	28,683

Remuneration and other benefits during 2013

SEK thousand	Base salary/ Directors' fee ¹	Bonus ²	Stock options progr.	Other benefits ³	Pension premiums	Other remuneration ⁴	Total
Chairman of the Board, Fredrik Arp	405	—	—	—	—	—	405
Board member, Sven Boström-Svensson	155	—	—	—	—	—	155
Board member, Erik Paulsson	155	—	—	—	—	—	155
Board member, Henrik Jorlén	190	—	—	—	—	—	190
Board member, Lars-Åke Rydh	210	—	—	—	—	—	210
Board member, Anna Malm Bernsten	155	—	—	—	—	—	155
President and CEO, Hans Porat	4,608	2,304	6,007	144	1,883	89	15,035
Other senior executives (4 people)	8,992	3,082	—	673	1,978	239	14,964
Total	14,870	5,386	6,007	817	3,861	328	31,269

¹ Including remuneration for committee work.

² Bonus pertains to expensed remuneration for the financial year, payable in the following year.

³ Other benefits pertains to company cars.

⁴ Other remuneration relates to the President and CEO and other senior executives regarding previous holiday entitlements paid, and other remuneration.

31 March 2014. The President and CEO did not make any cash payment and was allotted the 150,000 options directly when the agreement commenced.

The programme was expensed by means of allocation at ongoing revaluation of the liability to fair value, measured according to the Black & Scholes model and taking into account the terms and conditions of the programme until payment is made. This remuneration could only be awarded to the President and CEO after the programme matures. The cost of the programme for the year (including social security contributions) has been charged to profit in the amount of SEK 1,082 k (6,007). At the end of 2013, the total value of the bonus programme was deemed to be SEK 8,796 k (901) including social security contributions. The program expired 31 March 2014.

Pensions

The retirement age for the President and CEO and other senior executives is 65. The President and CEO's pension premium amounts to 40% of pensionable salary, and follows a defined contribution pension scheme. Additionally there is a pension premium with a fixed amount of SEK 500 k

per quarter. Variable remuneration does not qualify as pensionable income. For 2014, the pension premium was 72% of base salary (40).

Other senior executives have defined contribution pension schemes. For 2014, the average pension premium was 22% of base salary (22). Variable remuneration does not qualify as pensionable income.

Severance pay

The company and the President and CEO have agreed on a notice period of six months if the President and CEO resigns of his own accord. In the event of termination by the company, a notice period of 24 months applies. Other senior executives shall provide a notice period of six months. In the event of termination by the company, a notice period of 12-24 months applies. Any other income that is received during the notice period shall be deducted from the salary and other remuneration payable during the notice period. No such deduction shall be made for the President and CEO. Both the President and CEO and other senior executives collect base salary and other benefits during the notice period. There is no remuneration after the notice period.

Other information

Group management

The Group management consists of Hans Porat (CEO of the Nolato Group), Per-Ola Holmström (CFO), Christer Wahlquist (President of Nolato Medical), Jörgen Karlsson (President of Nolato Telecom) and Johan Arvidsson (President of Nolato Industrial).

Further information about members of Group management can be found on page 11.

Business operations

All business operations within the Group are conducted by subsidiaries, in keeping with the decentralised culture that has always characterised Nolato. The operational subsidiaries are organised into three customer-focused business areas. Information about their organisation and operations is provided in the company's annual report for 2014 on pages 16 – 29.

Information for shareholders, etc.

Nolato reports to Nasdaq Stockholm, where Nolato is a Mid Cap company within the sector Industrials. Information is provided in the form of quarterly reports and press releases in accordance with the requirements of the stock exchange and the information policy adopted by Nolato's Board of Directors.

Reports, press releases, the annual report and other information is available on Nolato's website, www.nolato.com, under Investor Relations.

The website provides up-to-date information about Nolato's corporate governance, for instance the current shareholdings of the Board, current Articles of Association and information about the Annual General Meeting and the largest shareholders.

■ The Board's description of the internal audit in relation to financial reporting

In accordance with the Swedish Companies Act and the Swedish Code of Corporate Governance, the Board is responsible for the Company's internal audit. The description does not constitute part of the formal Annual Report documents. In the description, the Board does not issue any statement on the effectiveness of the internal audit.

Nolato's internal audit in relation to financial reporting includes five main activities: creating a control environment, risk assessment, control activities, information and communication, and monitoring.

Control environment

Effective Board work forms the foundation for good internal auditing. The Board has established clear processes and rules of procedure for its work. One key element of the Board's work is deciding on and approving a number of fundamental policies, guidelines and frameworks for financial reporting. These include the Group's Code of Conduct, the information policy and the financial policy.

The Board evaluates the operating activities' performance and results on an ongoing basis, via a reporting package which includes operating profit, rolling forecasts, the analysis of key figures and other significant operating and financial information.

Nolato has a simple legal and operational structure, with established management and internal audit systems. This enables the business to react swiftly in the event of changed conditions in the Group's market or in other areas. Operational decisions are taken at company or business area level, while decisions on overall strategy, focus, acquisitions, major investments and overall financial issues are taken by Nolato's Board and Group management.

Internal auditing in relation to Nolato's financial reporting is tailored to work within this organisation. Within the Group, there is a clear regulatory framework for delegating responsibility and authorisation, and this follows the Group structure. The basis for internal auditing in relation to financial reporting is a control environment consisting of the organisation, decision-making paths, authorisation and responsibilities communicated, as well as the culture which the Board and the Company management communicates and works within.

Policy documents

Nolato's group-wide regulations are defined in nine policy documents, as detailed in the box to the left. These documents are an important part of creating an effective control environment within Nolato.

The documents relating to the group's core values are based on the combination of ethical and professional values that Nolato has upheld for many years, and that are communicated to all employees, including in the form of a publication entitled "The Nolato Spirit".

In addition to these policy documents, rules of procedure for the Board, and President and CEO instructions have been drawn up. These describe matters such as the distribution of work within the Board and the duties of the Chairman of the Board and the President and CEO.

Rules of procedure have also been drawn up for the managing director of each subsidiary.

Managers at various levels within the Company are responsible for dealing with internal auditing on an ongoing basis within their own particular areas of responsibility.

Risk assessment

The Company carries out a risk analysis of its financial reporting, which is evaluated and adopted by the Board. In connection with this risk analysis, income statement and balance sheet items are identified where there is a heightened inherent risk of serious errors.

Within the company's operations, these risks are mainly present in fixed assets, financial instruments, inventories, customer receivables, accrued expenses, taxes and revenue recognition.

These risk assessments are based on effects on financial reporting, the outcome of the income statement, business processes, external factors and the risk of fraud.

Control activities

Those risks which have been identified in relation to financial reporting are dealt with via the Company's control activities, e.g. authentication checks for IT systems and authorisation controls.

These operational-specific controls are supplemented by detailed financial analyses of earnings, followed-up with business plans and forecasts, which provide an overall assessment of the quality of the reporting.

■ Policy documents

The following overall policy documents for the Group have been established by the Board of Directors:

Nolato's Basic Principles

These define the platform of common values for all Group operations.

Code of Conduct

This sets out the ethical and compassionate principles that Nolato employees are obliged to follow.

Quality Policy

This outlines the underlying focus of the Group's quality work.

Environmental Policy

This governs the Group's environmental activities.

Financial Policy

This governs how financial risks should be dealt with within the Group.

IT Policy

This governs the Group's IT security structure.

Information Policy

This governs the dissemination of information by the Group, including in relation to listing requirements.

Insider Policy

Supplements insider trading legislation rules with directives on notification obligations and trading in Nolato's shares.

Whistleblowing Policy

This governs the Group's procedures whereby employees can report serious misconduct.

Information and communication

The Company's steering documents for financial reporting consist mainly of policies and guidelines, which are kept up-to-date and communicated via the relevant channels. Information is obtained from the subsidiaries through financial and operational reports to the boards of the subsidiaries, the business area management and the Group management.

There is a clear information policy for communication with external parties, which provides guidelines for the forms which this communication should take. The aim of the policy is to ensure that all information obligations are complied with in a correct and complete manner.

Monitoring

The President and CEO is responsible for internal auditing being organised and monitored in accordance with the guidelines established by the Board. Financial control is carried out by the Group financial function. Financial reporting is analysed in detail each month.

The Board has monitored the financial reporting at its meetings, and the Company's auditors have reported back their observations to the Board and the Audit Committee. The Audit Committee has received reports from the auditor on an ongoing basis, and monitors measures taken to improve or amend controls. The Board has received financial reports on a monthly

basis, and the Company's financial situation has been addressed at each Board meeting.

The Board and the Audit Committee have reviewed all interim reports and the Annual Report prior to publication.

Internal audit

Nolato has a simple legal and operational structure, with established management and internal audit systems. The Board and the Audit Committee monitor the organisational assessment of internal auditing, including through contact with Nolato's auditors. In view of the above, the Board has chosen not to carry out any specific internal audit.

Torekov, 6 March 2015


Fredrik Arp
Chairman of the Board


Sven Boström-Svensson
Board member


Henrik Jorlén
Board member


Dag Andersson
Board member

Åsa Hedin
Board member


Lars-Åke Rydh
Board member


Hans Porat
President and CEO


Ingegerd Andersson
Employee representative


Håkan Svensson
Employee representative

■ Auditor's statement on the corporate governance report

To the Annual General Meeting of Nolato AB, Swedish corporate identity number 556080-4592

It is the Board of Directors who are responsible for the corporate governance report for 2014 and for this being prepared in accordance with the Swedish Annual Accounts Act.

I have read the corporate governance report and, based on this reading and my knowledge about the Company and the Group, I believe that I have a sufficient basis for my opinion. This means that my statutory review of the corpo-

rate governance report is different in focus and considerably smaller in scope than the focus and scope of an audit conducted in accordance with the International Standards on Auditing and generally accepted auditing practices in Sweden.

I am of the opinion that a corporate governance report has been prepared, and that its statutory information complies with the Annual Report and consolidated accounts.

Malmö, 13 March 2015


Alf Svensson
Authorised public accountant

■ Nolato's Board

Nolato's Board (continued from page 9)

■ Nolato's Group management



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