

Statement by the Board of Directors pursuant to Chapter 18, Section 4 of the Swedish Companies Act

The board of directors has proposed that the Annual General Meeting 2023 (“AGM”) resolves on distribution of profits in the form of a dividend of SEK 0.94 per share to the shareholders, amounting to a total dividend distribution of SEK 476,699,780.44¹. It is proposed that dividends will be paid in two instalments for a better adaptation to the group’s seasonality. The board of directors has proposed 27 April 2023 as record date for the first payment of SEK 0.47 per share and 24 October 2023 as record date for the second payment of SEK 0.47 per share. If the AGM resolves in accordance with the proposal, the first payment by Euroclear is expected to start on 3 May 2023 and the second payment on 27 October 2023.

With reference to the board of directors’ proposed distribution of profits, the board of directors hereby submits the following statement pursuant to Chapter 18, Section 4 of the Swedish Companies Act. The board of directors’ proposal on dividend per share and statement have been prepared taking into account the board of directors’ decision on rights issue that was announced on 21 February 2023 and which is estimated to be completed before the 2023 AGM.

The share premium reserve amounts to SEK 901,604,247.00, profit brought forward amounts to SEK 248,628,198.36 and earnings for the 2022 fiscal year amounted to SEK 591,797,030.22. Provided that the AGM 2023 resolves on distribution of profits in accordance with the board of directors’ proposal, SEK 1,265,329,695.14 will be carried forward. The company’s restricted equity will be fully covered following the proposed dividend distribution.

Following the proposed dividend distribution, the board of directors’ assessment is that the company’s and the group’s equity will be adequate given the scope and nature of the operations and the risks connected therewith. The board of directors has hereby taken into consideration, inter alia, the company’s and the group’s historical development, budgeted development and economic conditions.

The board of directors has conducted an assessment of the company’s and the group’s positions as well as their ability to meet their undertakings on both a short- and long-term basis. The proposed dividend in total constitutes 22% of the company’s equity and 7% of the group’s equity. The equity of the parent company has neither increased or decreased as a result of valuation of assets or liabilities pursuant to Chapter 4, Section 14 of the Annual Accounts Act.

Following distribution of the dividend, the company’s and the group’s equity ratio will amount to 17% and 29%, respectively. Accordingly, the company and the group have healthy equity ratios in relation to the industry. The board of directors considers that the company and the group are able to meet future business risks and withstand possible losses. The dividend distribution will have no negative effect on the company’s or the group’s ability to make further investments, as planned by the board of directors.

The dividend distribution will have no negative effect on the company’s or the group’s ability to meet existing payment undertakings. The company and the group have good access to short- and long-term credit facilities, which can be utilized at short notice. Therefore, the assessment of the board of directors is that the company and the group are well prepared to manage changes in liquidity as well as unforeseen events.

In addition to the above, the board of directors has taken into account other known circumstances that could be material in relation to the financial position of the company and the group. No circumstances have come to light that would suggest that the proposed dividend is not justifiable.

Malmö, March 2023
The Board of Directors
Beijer Ref AB (publ)

¹ Based on the total number of outstanding shares after the rights issue that was announced on 21 February 2023 and which is estimated to be completed before the 2023 AGM, but excluding the company’s holding of own shares, which amounts to 1,958,500.