

## Statement of the Board of Securitas AB pursuant to Chapter 18, Section 4 and Chapter 19, Section 22 of the Swedish Companies Act

### Proposed allocation of earnings

The statements of income and the balance sheets of the Parent Company and the Group are subject to adoption by the Annual General Meeting on May 3, 2017.

Retained earnings in the Parent Company available for distribution:

	SEK
Hedging reserve	17,926,583
Retained earnings	16,640,862,263
Net income for the year <sup>1</sup>	<u>2,292,159,285</u>
<b>Total</b>	<b>18,950,948,131</b>

<sup>1</sup> Includes Group contributions to subsidiaries of SEK 8,853,000.

The Board of Directors proposed that the earnings are allocated as follows;

		SEK
a dividend to the shareholders of	SEK 3.75 per share	1,368,970,864
retained earnings to be carried forward		<u>17,581,977,267</u>
<b>Total</b>		<b>18,950,948,131</b>

### Proposal on record date for dividend

As record date for dividend, the Board proposed May 5, 2017. If the Annual General Meeting so resolves, the dividend is expected to be distributed by Euroclear Sweden AB starting May 10, 2017.

### Proposed authorization to acquire the Company's own shares

The Board has further proposed that the 2017 Annual General Meeting should authorize the Board to, on one or several occasions during the time up to the Annual General Meeting in 2018, decide on the acquisition of the Company's own shares. The proposal entails that the Board may decide on the acquisition so that the maximum number of shares held by the Company at each point in time does not exceed ten (10) percent of the total number of shares outstanding in the company.

### The Board's statement on the proposed dividend and the proposed authorization to acquire the Company's own shares

The Board hereby issues the following statement regarding proposed allocation of earnings and proposed authorization to acquire the Company's own shares pursuant to Chapter 18, Section 4 and Chapter 19, section 22 of the Swedish Companies Act.

The Company's unappropriated earnings as per December 31, 2016 amount to SEK 16,658,788,846. The net income for the year amounts to SEK 2,292,159,285 of which SEK 8,853,000 is related to Group contributions to subsidiaries and SEK 313,741 is the result of financial instruments being valued pursuant to Chapter 4, section 14a of the Swedish Annual Accounts Act.

The Company's equity would have been SEK 12,439,043 lower as per December 31, 2016, if financial instruments, having been valued at fair value pursuant to Chapter 4, section 14a of the Swedish Annual Accounts Act, had instead been valued at the lower of cost or market.

At the disposal of the Annual General Meeting is thereby a total amount of SEK 18,950,948,131 in unappropriated earnings before the decision on dividend for 2016.

Provided that the 2017 Annual General Meeting resolves to allocate the earnings in accordance with the Board's proposal, SEK 17,581,977,267 will be carried forward. After distribution of the proposed dividend and Group contributions, there will be full coverage for the Company's restricted equity.

In view of the proposed dividend and authorization to acquire the Company's own shares, the Board has considered the Company's and the Group's consolidation requirements and liquidity through a comprehensive assessment of the financial position of the Company and the Group, as well as the possibilities of the Company and the Group to discharge its obligations in the long term. The proposed dividend, the Group contributions to subsidiaries and the proposed authorization to acquire the Company's own shares does not jeopardize the Company's ability to make the investments that have been deemed necessary. The Company's financial position does not give rise to any other assessment than that the Company can continue its operations and that the Company is expected to comply with its obligations in a short as well as long term perspective. In addition to the assessment of the Company's consolidation requirements and liquidity, the Board has also taken into consideration all other known circumstances that may impact the Company's financial position.

With reference to the above, the Board makes the assessment that the proposed dividend, the Group contributions and the proposed authorization to acquire the Company's own shares are justifiable considering the requirements that the nature, scope and risks of the operations pose on the size of the Company's and the Group's equity as well as the Company's and the Group's consolidation requirements, liquidity and position in general.

---

Stockholm in March 2017  
The Board of Directors  
SECURITAS AB (publ)