

This is an unofficial translation of the Swedish original wording. In case of differences between the English translation and the Swedish original, the Swedish text shall prevail.

Minutes of the Extraordinary General Meeting in BE Group AB (publ), corporate identity no 556578-4724, held on Tuesday 11 February 2014 in Malmö

§ 1 Opening of the Meeting

Anders Ullberg, Chairman of the Board, opened the Meeting and welcomed the present shareholders to the Meeting. The Meeting approved the presence of certain non-shareholders at the Meeting.

It was noted that Hans Petersson, secretary of the Board, was assigned to keep the minutes of the Meeting.

§ 2 Election of Chairman of the Meeting

The Meeting resolved to elect Anders Ullberg as Chairman of the Meeting.

§ 3 Preparation and Approval of Voting List

The shareholders designated as being present on the attached list, Appendix 1, had within the prescribed period of time notified the Company of their intention to participate in the Meeting. The list was approved as voting list at the Meeting.

§ 4 Approval of Agenda

The Meeting resolved to approve the agenda according the proposal in the notice convening the Meeting.

§ 5 Election of Two Persons to Approve the Minutes

Jan Andersson, representing Swedbank Robur fonder, and Per Gullstrand, were appointed to approve the minutes together with the Chairman.

§ 6 Determination of Compliance with the Rules of Convocation

It was informed that a notice convening the Meeting had been inserted in Post- och Inrikes Tidningar (*the "Swedish Official Gazette"*) and published on the Company's website on 21 January 2014 and that advertisements regarding the convening notice had been inserted in Svenska Dagbladet and Sydsvenska Dagbladet on the same date. The Meeting was declared to be duly convened.

§ 7 Approval of the resolution by the Board of Directors on a new share issue

The Board of Director's complete proposal and other documents according to the Swedish Companies Act (*Sw. aktiebolagslagen*) were submitted.

The Board of Director's proposal regarding approval of the Board of Directors' resolution of 19 January 2014 on a new share issue with preferential rights for the Company's shareholders was presented, Appendix 2 and Appendix 3.

The shareholders were given the opportunity to ask questions regarding the proposal.

The Swedish Shareholders' Association (*Sw. Aktiespararna*) expressed criticism on the fact that shareholders had guaranteed the rights issue, which according to Swedish Shareholders' Association could be in conflict with the equality principle of the Swedish Companies Act (*Sw. aktiebolagslagen*).

It was noted that the resolution regarding approval of the Board of Directors' resolution on a new share issue is made by simple majority. It was further noted that the Company's largest shareholder Traction has undertaken to exercise its preferential right in the new share issue and has also made a guarantee undertaking. The Swedish Securities Council (*Sw. Aktiemarknadsnämnden*) has granted Traction an exemption from the mandatory bid requirement in the event that Traction's share of votes in the Company would increase in the view thereof, however, the guarantee undertaking being conditional upon that the shareholders approve the Board of Directors' new share issue resolution with at least two thirds majority of both the votes cast and the shares represented at the Meeting, disregarding shares owned and represented by Traction.

The Meeting resolved to approve the Board of Directors' resolution on a new share issue.

It was noted that the resolution was unanimous.

§ 8 Closing of the Meeting

The Chairman then closed the Meeting.

Nothing further was considered.

As above:

Hans Petersson

Approved:

Anders Ullberg

Jan Andersson

Per Gullstrand

RESOLUTION BY THE BOARD OF DIRECTORS OF BE GROUP AB ON A NEW SHARE ISSUE SUBJECT TO THE APPROVAL BY THE GENERAL MEETING

The Board of Directors of BE Group AB resolves, subject to the approval by the General Meeting, on a new share issue on the following terms and conditions.

1. The Board of Directors, or whomever the Board of Directors may appoint among its members, is authorized to resolve, on 11 February 2014 at the latest, on the maximum amount by which the company's share capital shall be increased, the maximum number of shares to be issued (and thereby the number of existing shares that shall entitle to subscription of a certain amount of new shares) and the subscription price per each new share.
2. The company's shareholders shall have preferential rights to subscribe for the new shares in proportion to the shares previously held.
3. The record date for entitlement to participate in the new share issue with preferential rights shall be 17 February 2014.
4. In the event that not all shares are subscribed for with preferential rights, the Board of Directors shall resolve on the allotment of shares subscribed for without subscription rights up to the maximum amount of the new share issue. In such case, such shares shall be allotted to those who have subscribed for shares by the exercise of subscription rights and notified that they wish to subscribe for additional shares, irrespective of whether they were shareholders on the record date, *pro rata* in relation to the number of subscription rights each one has exercised for subscription. Any remaining shares shall be allotted those who have provided guarantees for the share issue, *pro rata* in relation to the provided guarantee undertakings. In so far as allotment in accordance with the above cannot be executed *pro rata*, allotment shall be made by drawing of lots.
5. Subscription for shares shall be carried out during the period as from 21 February 2014 up to and including 7 March 2014, or, as for guarantors, up to and including 13 March 2014. The Board of Directors shall be entitled to extend the subscription period.
6. Subscription for shares by exercise of subscription rights shall be made through simultaneous cash payment. Subscription without subscription rights shall be made on separate subscription list and shares allotted on such basis shall be paid in cash at the latest three (3) banking days after a notice of allotment has been sent to the subscriber.
7. The new shares shall entitle to dividend as from the first record date for dividend to occur after the registration of the new share issue with the Swedish Companies Registration Office.

A person appointed by the Board of Directors among its members or the chief executive officer is authorised to make such minor adjustments of the above resolution as may prove necessary in connection with the registration with the Swedish Companies Registration Office or Euroclear Sweden AB.

Documents pursuant to Chapter 13, Section 6 of the Companies Act have been prepared.

Malmö on 19 January 2014
THE BOARD OF DIRECTORS

**RESOLUTION BY THE BOARD OF DIRECTORS OF BE GROUP AB ON
FINAL NEW SHARE ISSUE TERMS AND CONDITIONS**

On 19 January 2014, the Board of Directors of BE Group AB (publ) resolved, subject to the approval by the General Meeting, on a new share issue, where the Board of Directors, or whomever the Board of Directors may appoint among its members, was authorized to resolve, on 11 February 2014 at the latest, on the maximum amount by which the share capital shall be increased, the maximum number of shares to be issued (and thereby the number of existing shares that shall entitle to subscription for a certain number of new shares) and the subscription price per share. With reference thereto the Board of Directors resolves on the following terms and conditions.

1. The company's share capital shall be increased by not more than SEK 50,465,567.35.
2. A maximum number of 24,728,128 new shares shall be issued.
3. Each existing share entitles to one subscription right. Two subscription rights entitle to subscription for one new share.
4. The subscription price shall be SEK 6.50 for each new share.

Malmö on 10 February 2014
THE BOARD OF DIRECTORS