

## **The board of directors' statement pursuant to Chapter 19, Section 22 of the Swedish Companies Act**

The board of directors of Nobina AB (publ) (the “**Company**”) has proposed the implementation of a share savings scheme. For the purposes of facilitating the transfer of shares under such share saving scheme as well as to cover costs for social security charges that may arise in connection therewith, the board of directors has also proposed that the board of directors shall be authorised to purchase up to 1,139,885 treasury shares.

Accordingly, the board of directors hereby submits the following statement pursuant to Chapter 19, Section 22 of the Swedish Companies Act.

The Company's and the group's financial position as at 29 February 2020 is set out in the annual report 2019/2020. To this end, the board of directors notes that the amount at the disposal to the annual general meeting amounts to SEK 1,788,045,577.

No assets or liabilities have been valued at actual value pursuant to Chapter 4, Section 14 a of the Swedish Annual Reports Act.

The board of directors considers that the proposed repurchase of treasury shares within the proposed authorisation does not prevent the Company from meeting its obligations in short or long term as well as the Company's financial standing enables it to continue to invest and expand. The solidity of the group is, based on the balance sheet as at 29 February 2020, approximately 14.7%. The board of directors has also considered other known factors of potential importance to the Company's and the group's financial position.

The board of directors is, therefore, of the opinion that the proposed repurchase of treasury shares within the proposed authorisation is reasonable considering the demands posed by the nature, scope and risks of the operations with respect to the size of the equity, as well as the Company's and the group's consolidation needs, liquidity and overall general standing.

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Solna in April 2020  
**Nobina AB (publ)**  
*The board of directors*