

The text below is a translation from the Swedish original. In case of discrepancy between the English translation and the Swedish original, the Swedish original prevails.

Minutes kept at the annual
general meeting of Ferronordic
Machines AB (publ) held at
Radisson Blu Hotell, Nybrokajen
9, Stockholm, Tuesday 20 May
2014, starting 2 p.m.

Present: shareholders according to specification, appendix 1.

§ 1

The chairman of the board of directors, Per-Olof Eriksson, welcomed the participants and opened the meeting.

§ 2

In accordance with the proposal of the nomination committee, appendix 2, attorney Fredrik Palm was elected chairman of the meeting. It was noted that the company's general counsel, Henrik Carlborg, had been asked to keep the minutes.

§ 3

The specification of present shareholders, which had been checked against the list of persons who had notified the company of their intention to participate before the end of the notification period, showed that 8,269,200 ordinary shares and 17,020 class A-preference shares were represented at the meeting, which in total constituted 8,286,220 shares and 8,270,902 votes. The meeting resolved to approve the said specification as the voting list for the meeting, appendix 1.

It was noted that all members of the board, the chairman of the nomination committee, Mikael Brantberg, and the company auditor-in-charge, Mattias Lötbörn were present at the meeting.

§ 4

The meeting resolved to approve the agenda included in the notice for the meeting.

§ 5

Kerstin Norin, Russian CE Distribution Investors AB, and Daniel Nyhrén, Creades AB, were appointed to approve the minutes together with the chairman of the meeting.

§ 6

Henrik Carlborg informed that the notice for the meeting was posted on Ferronordic Machines' website and published in the Swedish Official Gazette on 16 April 2014, and that announcement that notice had been made was made in Dagens Industri on 16 April 2014. The meeting thus declared itself duly convened.

§ 7

The chairman of the board made a presentation in which he described the work of the board during the previous year.

§ 8

The CEO, Lars Corneliusson, made a presentation in which he described the development of the group and its business during 2013 and the first quarter of 2014.

The CEO and the chairman of the board answered questions from the shareholders.

§ 9

The annual report, the consolidated accounts and the auditor's report for the company and the group for the financial year 2013 were presented. Authorized public accountant Mattias Lötborn described the audit work during 2013 as well as the content of the auditor's report.

§ 10a

The meeting resolved to adopt the income statements and balance sheets included in the annual report and consolidated accounts.

§ 10b

The meeting resolved, in accordance with the proposal of the board, appendix 3, to pay dividends of SEK 100 per preference share (class A-preference shares and class B-preference shares) divided into two payments of SEK 50 each. No dividend shall be made with regard to ordinary shares. The meeting further resolved that the record dates for the dividend shall be 24 October 2014 and 29 April 2015. Remaining EUR 51,379,582 shall be carried forward.

§ 10c

The meeting resolved to discharge the members of the board and the CEO of liability with regard to the financial year 2013. It was noted that the persons affected by the resolution did not participate in the resolution.

§ 11

The chairman of the nomination committee, Mikael Brantberg, made a presentation in which he described the work of the nomination committee and its proposals, appendix 2.

§ 12

In accordance with the proposal of the nomination committee, the meeting resolved that the number of board members shall remain eight without deputies.

§ 13

In accordance with the proposal of the nomination committee, the meeting resolved that the chairman of the board should be awarded a fee of SEK 600,000, that the vice chairman of the board should be awarded a fee of SEK 500,000, and that each other board member should be awarded a fee of SEK 300,000, except for Lars Corneliusson and Erik Eberhardson. It was further resolved that no separate compensation should be paid for work in the board's audit committee or remuneration committee. The board further resolved that fees to the auditor should be paid according to the agreement between the company and KPMG AB.

§ 14

Magnus Brännström, Lars Corneliussen, Erik Eberhardson, Per-Olof Eriksson, Marika Fredriksson, Tom Jörning, Martin Leach and Kristian Terling were reelected members of the board for the time until the completion of the next annual general meeting. Per-Olof Eriksson was reelected chairman of the board for the time until the completion of the next annual general meeting.

§ 15

KPMG AB was reelected the company's auditor for the period until the next annual general meeting.

§ 16

The meeting resolved to approve the principles proposed by the nomination committee regarding the company's nomination committee, which were included in the notice.

§ 17

The meeting resolved to approve the policy on remuneration for senior executives proposed by the board, appendix 4.

§ 18

The meeting resolved to approve the proposal by the nomination committee that the company should offer the holders of warrants 2011/2016 to repurchase the issued warrants for a price equal to what the holders paid for the warrants. Each of Anders Blomqvist and Henrik Carlborg was authorized, on behalf of the company, to sign offers, agreements and other documents that may be required in order for the company to be able to repurchase the warrants.

§ 19

The chairman presented the board's proposal to change the articles of association, appendix 5. The meeting resolved to change the articles of association in accordance with the board's proposal. It was noted that the resolution was unanimous.

§ 20

The chairman presented the board's proposal that the meeting should authorize the board to decide upon an issue of new ordinary shares of series 2, appendix 6. The meeting resolved to authorize the board to decide upon such an issue of ordinary shares of series 2 in accordance with the made proposal. It was noted that the resolution was unanimous.

§ 21

The chairman presented the board's proposal that the meeting should authorize the board to decide upon an issue of new ordinary shares, appendix 7. The meeting resolved to authorize the board to decide upon such an issue of ordinary shares in accordance with the made proposal. It was noted that the resolution was unanimous.

§ 22

The annual general meeting 2014 was declared closed.

In fidem



Henrik Carlborg

Minutes verified and approved



Fredrik Palm, Chairman



Kerstin Norin



Daniel Nyhren