



Bulletin from Elekta's annual general meeting 2016

STOCKHOLM, August 23, 2017 – The Annual General Meeting adopted the following resolutions:

Dividend and appropriation of the Company's profits

Of the Company's unappropriated earnings totalling SEK 2,257,847,432, a per-share dividend of SEK 1.00 to be distributed to the shareholders. The remaining amount is to be carried forward. The dividend will be divided into two payments, of SEK 0.50 per payment. The first record date for the dividend was determined Friday, August 25, 2017 and the second record day was determined as Friday, February 23, 2018. The payments are expected to be made on Wednesday, August 30, 2017 and on Wednesday, February 28, 2018.

Adoption of the income statement and balance sheet

The Annual General Meeting adopted the income statement and balance sheet for the Parent Company, as well as the consolidated income statement and consolidated balance sheet as of April 30, 2017. The members of the Board and the CEO were discharged from liability for the fiscal year 2016/17. Furthermore, the former CEO Tomas Puusepp was discharged from liability for the period May 1 – June 9 during the fiscal year 2016/17.

Board of Directors and committees

The Annual General Meeting resolved that the Board of Directors shall consist of nine members without deputies. Luciano Cattani, Annika Espander Jansson, Laurent Leksell, Johan Malmqvist, Tomas Puusepp, Wolfgang Reim, Jan Secher and Birgitta Stymne Göransson were re-elected as members of the Board. Caroline Leksell Cooke was elected as a new member of the Board. Laurent Leksell was re-elected as Chairman of the Board.

The following director fees were adopted: SEK 1,130,000 (1,075,000) to the Chairman of the Board, SEK 485,000 (460,000) to each external member of the Board, SEK 110,000 (90,000) to the Chairman and SEK 75,000 (50,000) to other members of the Company's Executive Compensation & Capability Committee, SEK 225,000 (200,000) to the Chairman and SEK 135,000 (110,000) to other members of the Company's Audit Committee. No Board Members employed by the Company shall receive remuneration or compensation for committee work.

Auditors

The Annual General Meeting re-elected the registered public auditing firm PwC, with Authorized Public Accountant Johan Engstam as auditor in charge, as auditor for the period until the close of the Annual General Meeting 2017. Fees will be paid according to an approved account.

Guidelines for remuneration to the Executive Management

The Annual General Meeting approved the guidelines for remuneration and other employment conditions for Executive Management. The guidelines apply for employment contracts that become effective after the Annual General Meeting's resolution and in the event that changes are made to existing contracts after this date.

Performance Share Plan 2017

The Annual General Meeting resolved to adopt Performance Share Plan 2017. The program comprises the President and CEO and Executive Management in the Company, in total eleven employees, who will qualify for allotment, free of charge, shares of series B following



expiry of the three years performance period and provided continued employment during the performance period. The total number of shares that can be allotted depends on the degree of fulfilment of one financial target, EPS growth over a three years performance period. The award will vest if the compound annual growth rate of EPS is between 109 per cent and 154 per cent comparing 2019 financial results to 2016. The performance target shall be adjusted at the occurrence of events affecting the number of outstanding shares in the Company, or unforeseen material events affecting the Elekta Group's operations or otherwise affecting the performance targets and deemed relevant by the Board of Directors. Should the Company decide on changes to the Company's accounting principles or decide on restructuring costs the Board may decide on changes to the Performance Share Plan 2017 performance targets. Assuming maximum allotment under the Performance Share Plan 2017 and a share price of SEK 85, a maximum of 371,275 shares of series B are required to fulfil commitments under the program (including social security costs), corresponding to approximately 0.10 per cent of the total number of outstanding shares, and the costs, including social security costs and the financing cost for repurchased own shares, are estimated at approximately SEK 31,560,000.

Acquisition and transfer of own shares

The Annual General Meeting authorized the Board of Directors, during the period until the next Annual General Meeting to resolve, on one or more occasions, on the acquisition of a maximum number of own shares so that, after the acquisitions, the Company does not hold more than ten per cent of the total number of shares in the Company. The Annual General Meeting also authorized the Board of Directors, during the period until the next Annual General Meeting to resolve, on one or more occasions, on transfers of own shares in connection with financing takeovers and other strategic investments and transfers, and not exceeding the maximum number of treasury shares held by the Company at any given time.

In view of the Performance Share Plan 2017, the Annual General Meeting resolved to approve the transfer of treasury shares amounting to not more than 420,000 shares of series B, and to authorize the Board of Directors, during the period until the next Annual General Meeting, on one or more occasions, to make decisions that not more than 126,000 shares will be transferred on Nasdaq Stockholm with the purpose of covering certain fees, primarily social security costs.

In view of the Performance Share Plan 2015 and 2016, the Annual General Meeting authorized the Board of Directors during the period until the next Annual General Meeting, on one or more occasions, to make decisions that not more than 301,500 shares will be transferred on Nasdaq Stockholm with the purpose of covering certain fees, primarily social security costs.

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About Elekta

Elekta is proud to be the leading innovator of equipment and software used to improve, prolong and save the lives of people with cancer and brain disorders. Our advanced, effective solutions are created in collaboration with customers, and more than 6,000 hospitals worldwide rely on Elekta technology. Our treatment solutions and oncology informatics portfolios are designed to enhance the delivery of radiation therapy, radiosurgery and brachytherapy, and to drive cost efficiency in clinical workflows. Elekta employs 3,600 people around the world. Headquartered in Stockholm, Sweden, Elekta is listed on NASDAQ Stockholm. www.elekta.com