

Invitation to attend the Annual General Meeting in Rejlers 2013

(REJL B)

Shareholders of Rejlerkoncernen AB (publ), 556349-8426 are hereby invited to attend the Annual General Meeting on Thursday 2 May 2013, at 5 pm at Konferens Lindhagen, Lindhagensgatan 126 in Stockholm.

Registration of shareholders will start at 4.30 pm.

Registration

Shareholders registered in the shareholders' register maintained by Euroclear Sweden AB no later than Thursday 25 April 2013 are entitled to participate in the Annual General Meeting. Shareholders whose shares are registered in the name of a nominee ("in place of the shareholder") must temporarily re-register the shares in their own name with their fund manager before 25 April 2013 in order to participate in the Meeting. Shareholders must inform the fund manager of this in plenty of time before Wednesday 25 April 2013.

Shareholders who wish to participate in the AGM must confirm their intention to attend no later than 5 pm on Thursday 25 April 2013, by telephone on +46 (0)8 692 10 01, by e-mail (arsstamman@rejlers.se) or in writing to the following address:

Annual General Meeting
Rejlerkoncernen AB (publ)
Box 30233
104 25 Stockholm

When registering, the name, personal/corporate ID number, address and telephone number as well as the number of shares represented must be stated. Shareholders represented by proxy must issue authorisation for their representative.

The authorisation should be sent to the company at the address below well in advance of the AGM. If the authorisation is issued by a legal entity, a certified copy of the proof of registration for the legal entity must be attached.

Proposed agenda

1. Opening of the meeting and the election of a chairman for the meeting
2. Election of one or two persons to check the minutes of the meeting
3. The drawing up and approval of the voting list
4. Approval of the agenda
5. Confirmation that the AGM was duly convened
6. Presentation of the annual and the auditors' reports as well as the consolidated accounts and the Group's audit report
7. The President's statement
8. The passing of resolutions on:
 - a. adopting the income statement and balance sheet as well as the consolidated income statement and the consolidated balance sheet for 2012.
 - b. appropriation of the company's profit as per the adopted balance sheets and as of the balancing day
 - c. discharge of the Board and the President from liability for 2012.
9. Proposal for a resolution to amend the Articles of Association
10. Resolution on the number of Board Members, deputies where relevant, and auditors
11. Determination of the Board's remuneration and the auditors' fees
12. Election of the Chairman of the Board, Board Members and where appropriate deputies
13. Election of auditors
14. Proposal for a resolution on the establishment of a Nomination Committee
15. Proposal to authorise the Board to decide on the issue of new shares
16. Proposal for a resolution on guidelines for the salaries and other remuneration of senior executives
17. Any Other Business
18. Closure of the meeting

Item 1 Election of chairman for the meeting

The Nomination Committee, consisting of Kent Hägglund (Peter Rejler), Martina Rejler (Jan Rejler) and Johan Lannebo (Lannebo Fonder AB), proposes that Ivar Verner be appointed chairman of the meeting.

Item 9 Proposal for a resolution to amend the Articles of Association

The Board proposes that the AGM resolve to amend Articles 1, 7 and 11 of the Articles of Association.

Article 1 The name of the company is changed from Rejlerkoncernen AB to Rejlers AB

Article 7 "In order to audit the company's annual report and accounting records, as well as the administration of the Board and of the President, the Annual General Meeting shall, where such an appointment is to be made, appoint no more than two auditors with no more than two deputies" is replaced by the words: "In order to audit the limited company's annual report and financial statements, as well as the administration of the Board and of the President, no more than two auditors with no more than two deputies shall be appointed. This assignment shall endure until the end of the AGM held three financial years after the auditors are appointed."

Article 11 The section on voting rights at the AGM is removed, as this is regulated by the Swedish Companies Act.

In order for the resolution to be approved requires that at least 2/3 of the votes and shares present must approve the proposal.

Item 10 Resolution on the number of Board Members and deputies where relevant

The Nomination Committee proposes a Board comprising seven members elected by the AGM and no deputies.

Item 11 Determination of the Board's remuneration and the auditors' fees

The Nomination Committee proposes that the Board fees remain unchanged, with SEK 300,000 paid to the Chairman and SEK 300,000 to the Vice Chairman (see Item 12 below) and SEK 140,000 to each of the other Board members who are not employed by the company. Provisions totalling SEK 140,000 are also made for committee work. It is proposed that the remuneration to the auditors be settled against verified invoices.

Item 12 Election of the Chairman of the Board and Board Members

The Nomination Committee proposes the re-election of Peter Rejler as Chairman of the Board and the re-election of Ivar Verner as the Vice Chairman of the Board. The Nomination Committee also proposes the re-election of Åsa Söderström Jerring, Jan Samuelsson, Thord Wilkne, Lauri Valkonen and Anders Jonsson. Åsa Landén Ericsson has declined re-election.

Item 13 Election of auditors

The Nomination Committee proposes Deloitte as the auditing company for three years. Deloitte has indicated that authorised public accountant Birgitta Lööf will be the principal auditor.

Item 14 Proposal for a resolution on the establishment of a Nomination Committee

The Nomination Committee propose that the AGM resolves to appoint a Nomination Committee with the task of preparing proposals for the election of Board Members and auditors as well as remuneration for these prior to future AGMs.

Every year and no later than the end of the third quarter, the Chairman of the Board must call a meeting of the three largest shareholders in the company, each of which is then entitled to select a representative. If any of the shareholders asked declines to select a representative, the Chairman shall then consult with the next-largest shareholder. However, the Chairman only needs to ask, at most, the six largest shareholders. If, in spite of this, the Nomination Committee does not contain at least three members, the Nomination Committee may itself select the appropriate number of members.

Board Members, the President of the company and any other member of the company management shall not be eligible to sit on the Nomination Committee.

The Nomination Committee shall select a chairman at the constituting meeting.

The composition of the Nomination Committee must be announced as soon as possible, though no later than six months prior to the Annual General Meeting.

If there is a significant change in the ownership, after the Nomination Committee has been appointed and the Committee has a member appointed by a shareholder who has reduced its holdings, this member will resign from the Nomination Committee. The Chairman of the Nomination Committee shall thereafter consult the shareholders in accordance with the above policy.

Item 15 Proposal to authorise the Board to decide on the issue of new shares

It is proposed that the AGM resolves to authorise the Board to decide on the issue of new shares up to a maximum of 1,000,000 class B shares without preferential rights for existing shareholders. The authorisation shall apply on one or more occasion up until the next AGM and it shall be possible to issue the shares against offsetting or against capital contributed in kind. In the event of full utilisation, this authorisation is equivalent to a dilution of 8.1 per cent of the capital and 4.2 per cent of the votes.

In order for the resolution to be approved requires that at least 2/3 of the votes and shares present must approve the proposal.

Item 16 Proposal for a resolution on guidelines for the salaries and other remuneration of senior executives

The Board proposes the following guidelines for the remuneration of the Managing Director and other senior executives. "Other senior executives" refers to members of the Group management.

The main principle for these guidelines is that senior executives at Rejlers should be offered remuneration at market rates to enable the company to attract, develop and retain key personnel. In general, Rejlers does not offer any benefits greater than those constituting local practice.

The remuneration of the President and other senior executives shall be at the market rate and consist of a basic salary, variable remuneration, pensions and, in certain cases, other benefits. The variable remuneration is limited no more than 60 per cent of the basic salary.

The variable remuneration is primarily based on the Group's profit and the individually attained result in relation to the quantitative and qualitative goals set.

The pensionable age for the President and the company as a whole is 62. The pension is premium-based and no pension commitments exist over and above the pension premiums paid. The general pension plan applies for other senior executives, either via the ITP plan or through individual occupational pension insurance within the framework of ITP.

A mutual notice period of 12 months will apply between the company and the President. A period of notice of 6-12 months applies between the company and other senior executives.

The Board proposes that the Board be given the right to deviate from the above proposed guidelines should there be special cause to do so in individual cases.

Other information

Shareholders representing 66.1 per cent of the votes and 33.2 per cent of the shares in the company support the Nomination Committee's proposal in accordance with items 1 and 9–13, as well as the Board's proposal in accordance with items 14–16.

The number of shares in the company is 11,321,721 and the number of votes in the company is 22,582,971, divided into 1,251,250 Class A shares and 10,070,471 Class B shares. The company does not hold any of its own shares.

Documents

The annual report and resolution documents will be available in Swedish on the company's website from 3 April 2013, www.rejlers.se. Copies will be sent by mail to shareholders who so request and provide a name and mailing address in accordance with the above.

Stockholm, March 2013

REJLERKONCERNEN AB (publ)
The Board of Directors

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Rejlers is a Nordic expertise group within electro-technology, energy, mechanics, automation, electronics, IT and telecommunications. Rejlers' shares are listed on the NASDAQ OMX Stock Exchange.

Rejlers discloses the information provided herein pursuant to the Securities Markets Act and/or the Financial Instruments Trading Act. The information was submitted for publication at 3.30 pm on April 2nd 2013.