

**RESULTS OF ÖSSUR HF.'S ANNUAL GENERAL MEETING**  
HELD AT THE COMPANY'S HEADQUARTERS AT GRJÓTHÁLS 5, REYKJAVÍK,  
**FRIDAY, 15 MARCH 2013, AT 9:00 AM (GMT)**

1. The meeting approved that the Company pays a dividend of DKK 0.10 per share to shareholders for the year 2012, corresponding to approximately 22% of the Company's net profits. The Ex-Date is 18 March 2013, the Record Date is 20 March 2013 and the Payment Date is 5 April 2013. The remaining net profits in 2012 shall be carried over to the following year.
2. The meeting approved the Consolidated Financial Statements for the year 2012.
3. The meeting approved the Company's Remuneration Policy, which remains unchanged from last year. See the Remuneration Policy in the annex below.
4. The meeting made the following decision on remuneration to the Board of Directors for the year 2013 (the same as in 2012):

Chairman of the Board	USD	80,000
Vice Chairman of the Board	USD	48,000
Other Board Members	USD	32,000

5. The meeting elected the following individuals to serve on the Board of Directors until the next Annual General Meeting:

Mr. Arne Boye Nielsen  
Mrs. Guðbjörg Edda Eggertsdóttir  
Dr. Kristján Tómas Ragnarsson  
Mr. Niels Jacobsen  
Dr. Svafa Grönfeldt

6. The meeting elected Deloitte hf. as the Company's auditor.
7. The meeting approved the following motion on an authorization to purchase of own shares:

The Board of Directors is authorized, until the next Annual General Meeting, to allow the Company to purchase own shares of up to 10% of the Company's share capital. The purchase price shall not be more than 10% above or 10% below the market price on NASDAQ OMX where the shares are purchased. Notwithstanding the foregoing, the purchase price shall always be determined within the limits of the law at the time of purchase.

This authorization is granted in accordance with Article 55 of the Icelandic Companies Act No. 2/1995.

## **The Remuneration Policy of Össur hf. Board of Directors, President & CEO and Executive Management**

*It is the policy and priority of Össur hf. and its subsidiaries ("the Company") to attract and retain exceptional employees long-term. In order to achieve this, the Company must have in place a competitive compensation structure in each of its operations. To the extent possible, the remuneration of managers and other employees shall be harmonized and fair, taking into account their responsibilities, local trends, performance and other relevant factors.*

*This Remuneration Policy is designed and implemented to ensure, to the extent possible, the alignment of interest of the Board of Directors, the President & CEO and Executive Management with the Company's performance long-term.*

The remuneration of the President & CEO and Executive Management shall be determined as follows:

- 1. Fixed salary.** When determining fixed salary, account should be taken of their responsibilities, local trends, performance and other relevant factors, such as the remuneration of their peers in other international companies of similar size.
- 2. Bonuses for short-term performance.** Bonuses for short-term performance can be up to 50% of the basic salary. In determining bonuses, special attention shall be given to the Company's overall results, actual growth and its long-term profitability. Bonuses may be paid quarterly, semi-annually or annually.

Bonuses may be paid with shares in the Company, in part or in full. The shares shall not be delivered until three years after the bonus has been determined.

If bonus payments have clearly been based on false, misleading or insufficient data, such payments shall be repaid to the extent correct data shows that no or lower bonus would have been paid.

- 3. Share-based incentives for long-term performance.** Share-based incentives, including share options, may be offered. The key terms of such share-based incentive agreements or plans shall be submitted to a Shareholders' Meeting for approval. Put options shall not be offered and no loans or guarantees shall be granted.
- 4. Pension rights.** Pension payments shall be paid to pension funds in accordance with applicable laws and employment agreements. No pension liabilities shall be undertaken, unless required by law.
- 5. Severance payments.** No special retirement agreements shall be made, but instead shall mutual termination clauses in employment agreements apply. Termination clauses shall not exceed twenty-four (24) months.

The remuneration of the Board of Directors shall be approved by the Company's Annual General Meeting each year and paid in cash.

This Remuneration Policy shall apply to all future employment agreements with the President & CEO and Executive Management. Existing agreements shall remain unchanged and in full force unless otherwise agreed by relevant parties.

The Remuneration Policy is binding for the Board as regards share options, cf. item 3 above. In other instances the Remuneration Policy shall be of guidance for the Board. Any departure from the Remuneration Policy shall be recorded and reasoned in the Board's Minutes.

*This Remuneration Policy has been approved by the Board of Directors of Össur hf. in accordance with Article 79. a. of the Icelandic Companies Act No. 2/1995, taking into consideration the Danish Recommendations on Corporate Governance. The Remuneration Policy is reviewed once a year and shall be approved at the Company's Annual General Meeting, with or without amendments.*