# The nomination committee's proposal regarding principles for the appointment of a nomination committee 


#### Abstract

At the annual general meeting held in 2016 it was resolved to update the principles for the appointment of a nomination committee according to the proposal presented. The nomination committee proposes that the principles are adopted accordingly:

The nomination committee shall consist of representatives of the three largest shareholders by votes per the last banking day of August each year. It is proposed that the annual general meeting resolves to authorize the chairman of the board of directors to annually contact the three largest shareholders by votes, who will each elect a representative to the nomination committee for the period until the next annual general meeting has been held or, if necessary, until a new nomination committee has been appointed. When determining the three largest shareholders by votes, a group of shareholders shall be regarded as one owner provided that they have been grouped together in the Euroclear Sweden system. The chairman of the nomination committee shall be elected by the nomination committee. Should any of the three largest shareholders waive their right to appoint a member to the nomination committee, the right is transferred to the fourth largest shareholder and so on. Not more than three additional shareholders need to be contacted. If the nomination committee still does not consist of at least three members, the nomination committee may elect sufficient amount of members by itself. When a shareholder is contacted with a request of appointing a member in the nomination committee, the chairman of the board of directors shall lay down necessary administrative rules, such as a last reply date etc. Should a member of the nomination committee resign before the work is concluded, and if deemed necessary, a replacement member shall be elected by the same shareholder that elected the resigned member or, if the shareholder does no longer represent the three largest shareholders, of the shareholder representing this group. The members of the nomination committee shall be elected in consideration of that the majority of the members of the nomination committee shall be independent in relation to the Company and the company management. In addition, the nomination committee shall observe what from time to time is stated in the Swedish corporate governance code. The members of the nomination committee shall not receive remuneration. Any costs incurred in connection with the work of the nomination committee shall be paid by the Company. The nomination committee has the right to, to the extent it finds necessary, at the Company's expense, hire external consultants within the scope of its assignment. The names of the members of the nomination committee shall be made public at the Company's website no later than six months before the annual general meeting.


Stockholm, April 2018
The nomination committee

