

## **Proposal regarding instructions and charter for the Nomination Committee (item 17)**

The Nomination Committee proposes the following:

- 1) That the Company shall have a Nomination Committee consisting of the Chairman of the Board of Directors and one representative for each of the three largest shareholders, in terms of votes in the Company, who wish to appoint a representative. The names of the three shareholder representatives and the names of the shareholders they represent shall be published not later than six months prior to the 2012 AGM. The Nomination Committee shall remain in office until a new Nomination Committee has been appointed. Unless the members agree otherwise, the Chairman of the Nomination Committee shall be the member who represents the shareholder controlling the largest number of votes.
- 2) That the Nomination Committee shall be formed based on the records of the Euroclear Sweden AB shareholder register as per the last banking day in August 2011.
- 3) That members who are appointed by shareholders which during the office of the Nomination Committee ceases to belong to the group of three shareholders controlling the largest number of votes, shall resign from the Nomination Committee. Instead, the replacing shareholders in the group comprising the three shareholders controlling the largest number of votes shall have the right to appoint its representative or representatives. If there are no special reasons, no changes to the composition of the Nomination Committee shall be made if the changes in the number of votes is minor or if the changes occur later than three months prior to the AGM. A shareholder who has appointed a representative as member of the Nomination Committee shall be entitled to dismiss such member and appoint a new representative as member of the Nomination Committee. Changes in the composition of the Nomination Committee shall be published as soon as any such changes have been made.
- 4) That the Nomination Committee shall present the following proposals for resolution to the 2012 AGM:
  - a) proposal regarding Chairman of the AGM,
  - b) proposal regarding the Board of Directors,
  - c) proposal regarding the Chairman of the Board,
  - d) proposal regarding the Directors' fee, distributed among the Chairman of the Board and the other Directors and fee for committee work,
  - e) proposal regarding the auditors,
  - f) proposal regarding the fee to the Company's auditors,
  - g) proposal regarding rules for the Nomination Committee before the AGM 2013.
- 5) That the Nomination Committee in connection with its assignment otherwise shall perform the assignments which are incumbent on the Nomination Committee under the Swedish Code of Corporate Governance. Upon the request of the Nomination Committee, the Company shall make available to the Committee's disposal staff resources, such as secretarial functions for the Nomination Committee, to facilitate the Nomination Committee's work. If necessary, the Company shall also bear such

reasonable expenses for external advisers that the Nomination Committee deems necessary for the due performance of the Committee's assignments.

---

The Nomination Committee in March, 2011