

## Proposal for resolution on Nomination Committee

This is a non-official translation of the Swedish original wording. In case of differences between the English translation and the Swedish original, the Swedish text shall prevail.

A number of larger shareholders, which jointly represent more than  $\frac{1}{3}$  of the voting rights of all the shares in the company, have informed the company that they will propose the Annual General Meeting to adopt the following resolution:

1. That the company shall have a Nomination Committee consisting of one representative of each of the four largest shareholders in the company with regard to the number of votes held, together with the Chairman of the Board of Directors. The names of the four representatives and the names of the shareholders they represent shall be announced six months before the Annual General Meeting 2006 and shall be based on the known number of votes immediately prior to the announcement. The term of office for the Nomination Committee shall be for the period until a new Nomination Committee has been appointed. Unless the members of the Nomination Committee agree otherwise, the Chairman of the Nomination Committee shall be the member that represents the largest shareholder with regard to the number of votes held.
2. That if, during the term of office of the Nomination Committee, one or more of the shareholders having appointed a representative to the Nomination Committee no longer is among the four largest shareholders with regard to the number of votes held, representatives appointed by these shareholders shall resign and the shareholder or shareholders who then are among the four largest shareholders with regard to the number of votes held, may appoint their representatives. If there are only marginal changes in the number of votes held or if the change occurs later than two months before the Annual General Meeting, no changes shall be made in the composition of the Nomination Committee unless there are special circumstances. A shareholder who has appointed a representative as member of the Nomination Committee has the right to dismiss such member and appoint a new representative as member of the committee. Changes in the composition of the Nomination Committee shall be announced as soon as they have occurred.
3. That the Nomination Committee shall prepare the below proposals to be submitted to the Annual General Meeting 2006 for resolution:
  - (a) proposal regarding Chairman of the General Meeting;
  - (b) proposal regarding members of the Board of Directors;
  - (c) proposal regarding Chairman of the Board of Directors;
  - (d) proposal regarding Directors' fees to be distributed between the Chairman and other members of the Board of Directors as well as remuneration for committee work;
  - (e) proposal regarding Auditor's fees;
  - (f) proposal regarding Auditor; and
  - (g) proposal regarding Nomination Committee for the Annual General Meeting of 2007.
4. That the Nomination Committee, when performing its duties, shall fulfill the tasks that rest upon the Nomination Committee under the Swedish Code on Corporate Governance including, *inter alia*, to provide the company with certain information in order to enable the company to fulfill its information obligation under the Code and to, upon request of the Nomination Committee, provide personnel resources such as secretary function for the Nomination Committee to facilitate the work of the committee. If needed, the company shall also be able to pay reasonable costs for external consultants that the Nomination Committee deems necessary in order for the committee to be able to fulfill its assignment.




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