

## **Proposals from the nominations committee prior to the AGM 2010**

Trelleborg's Nominations Committee, which was appointed according to the principles resolved on by the 2009 Annual General Meeting, comprises Rolf Kjellman (Chairman of the Nominations Committee), Henry och Gerda Dunker Foundation, Henrik Didner, Didner & Gerge Fonder, Ramsay Brufer, Alecta, Lars Öhrstedt, AFA Försäkring, KG Lindvall, Swedbank Robur funds, representing the Group's major shareholders and approximately 66 percent of the votes, and the Chairman of the Board Anders Narvinger.

### **ELECTION OF CHAIRMAN FOR THE MEETING**

The Nominations Committee proposes Board Chairman Anders Narvinger as Chairman of the Meeting.

### **RESOLUTION ON THE NUMBER OF BOARD MEMBERS**

The Nominations Committee proposes that the Board of Directors – to the extent that it is elected by the Annual General Meeting – shall comprise eight members, which means an increase by one.

### **DETERMINATION OF REMUNERATION TO THE BOARD, AUDITORS, AUDIT COMMITTEE AND REMUNERATIONS COMMITTEE**

The Nominations Committee proposes that the Annual General Meeting resolve that the total fees paid to the Board, excluding travel expenses, be SEK 3,110,000 (2,750,000), with SEK 950,000 (950,000) to be paid to the Chairman and SEK 360,000 (360,000) each to be paid to those Board members who are not employed within the Trelleborg Group.

The Nominations Committee proposes the auditors' fees shall be based on an agreement regarding a cost level for the four-year mandate period, that is, until the close of the Annual General Meeting in 2012, with annual adjustment for exchange-rate fluctuations and changes in the salary cost index, as well as changes that significantly affect the scope of the work.

The Nominations Committee proposes that fees paid to those assigned to the Audit Committee be SEK 150,000 (150,000) for the Chairman and SEK 100,000 (100,000) each for other members.

The Nominations Committee proposes that fees paid to those assigned to the Remuneration Committee be SEK 50,000 (50,000) for each member.

### **ELECTION OF BOARD AND CHAIRMAN OF THE BOARD**

The Nominations Committee proposes the re-election of the following Board members: Heléne Bergquist, Claes Lindqvist, Anders Narvinger, Sören Mellstig, Hans Biörk and Peter Nilsson.

Staffan Bohman (elected to Trelleborg's Board in 2000) has declined re-election prior to the 2010 Annual General Meeting. The Nominations Committee proposes the election of Nina Udnes Tronstedt and Bo Risberg as new Board members.

Nina Udnes Tronstad, born in 1959, is President of Aker Verdal AS, Norway, a subsidiary of Aker Solutions ASA. Nina Udnes Tronstad earlier held a number of management positions at Statoil in Norway, Sweden and Denmark. Qualification: MSc in Chemistry, NTNU Norwegian University of Science & Technology.

Nina Udnes Tronstad is independent in relation to the company and independent in relation to major shareholders.

Bo Risberg, born 1956, is President and CEO of Hilti Corporation, Liechtenstein. Bo Risberg formerly held management positions at AT Kearney and at ABB in Sweden and Canada. Qualifications: MBA, IMD, Switzerland, and BSc Mechanical Engineering, Queen's University, Canada.

Bo Risberg is independent in relation to the company and independent in relation to major shareholders.

It is proposed that Anders Narvinger be re-elected as Chairman of the Board