

Proposals from the Nomination Committee prior to the 2014 AGM

Trelleborg's Nomination Committee, which was appointed according to the principles resolved on by the 2013 Annual General Meeting, comprises Rolf Kjellman (Chairman of the Nomination Committee), Henry and Gerda Dunker Foundation - Henrik Didner, Didner & Gerge Funds - Peter Rönström, Lannebo Funds - Åsa Nisell, Swedbank Robur Funds and Johan Strandberg, SEB Investment Management, representing the Group's major shareholders and approximately 62 percent of the votes, plus the Chairman of the Board Sören Mellstig.

ELECTION OF CHAIRMAN OF THE MEETING

The Nomination Committee proposes Board Chairman Sören Mellstig as Chairman of the Meeting.

DECISION REGARDING NUMBER OF BOARD MEMBERS

The Nomination Committee proposes that the Board of Directors – to the extent that it is elected by the Annual General Meeting – shall comprise eight members.

DETERMINATION OF REMUNERATION OF THE BOARD, AUDITING FIRM, AUDIT COMMITTEE, REMUNERATION COMMITTEE AND FINANCE COMMITTEE

The Nomination Committee proposes that the Annual General Meeting resolve that the total fees payable to the Board, excluding travel expenses, be SEK 3,760,000 (3,620,000), with SEK 1,150,000 (1,100,000) to be paid to the Chairman and SEK 435,000 (420,000) each to be paid to those Board members who are not employees of the Group.

The Nomination Committee proposes that the auditor's fees be paid in accordance with approved invoices.

The Nomination Committee proposes that fees payable 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 Nomination Committee proposes that fees payable to those assigned to the Remuneration Committee be SEK 50,000 (50,000) for each member. The Nomination Committee proposes that fees payable to those assigned to the Finance Committee be SEK 50,000 (*no remuneration*) for each member.

ELECTION OF BOARD AND CHAIRMAN OF THE BOARD AND REGISTERED PUBLIC AUDITING FIRM

The Nomination Committee proposes the re-election of Hans Biörck, Jan Carlson, Claes Lindqvist, Sören Mellstig, Nina Udnes Tronstad, Bo Risberg, Heléne Vibbleus and Peter Nilsson. It is proposed that Sören Mellstig be elected as Chairman of the Board.

The Nomination Committee proposes the re-election of PricewaterhouseCoopers as the company's auditor, with Mikael Eriksson as Auditor in Charge, for the period until the end of the 2015 Annual General Meeting.

MOTION REGARDING NOMINATION COMMITTEE

The Nomination Committee proposes that the appointment of Board members be conducted, in principle, in the manner determined by the 2013 Annual General Meeting, meaning that a Nomination Committee shall be appointed within the Company, to operate for the period until a new Nomination Committee is appointed, for the preparation and presentation of proposals to shareholders at the Annual General Meeting regarding the election of Board members, the Chairman of the Board and, where appropriate, auditors, as well as fees to the Board, members of Board committees and auditors.

The Nomination Committee shall consist of five members, comprising representatives of five major shareholders, these being appointed in accordance with the following.

Not later than at the end of August, the Chairman of the Board shall contact five major shareholders in the Company, each of whom shall have the right to appoint one member, who should not be a Board member, to the Nomination Committee. If any of the major shareholders should waive their right to appoint a representative to the Nomination Committee, or if a member should resign or leave before his/her work is complete, the Chairman shall invite another major owner to appoint a member. In addition, the Nomination Committee can resolve to include the Chairman of the Board in the Committee, although not as Chairman of the Committee. As part of the work of the Nomination Committee, the Chairman of the Board shall provide the Committee with an account of the conditions pertaining to the work of the Board and the need for any special expertise, etc., that may be of relevance to the nomination of the Board. Individual shareholders in Trelleborg shall have the right to submit proposals for Board members to the Nomination Committee for further evaluation within the scope of its work.

Information regarding the composition of the Nomination Committee shall be published in a press release. The Nomination Committee shall have the right to charge the Company with costs for recruitment consultants, if such are deemed necessary, to obtain a suitable choice of candidates for the Board. The Nomination Committee shall report on its work at the Annual General Meeting.