

The Nomination Committee's reasoned statement regarding proposals for the Board of Directors of Trelleborg AB (publ) for adoption at the 2017 Annual General Meeting.

The Nomination Committee proposes that, for the next term of office, the Board of Directors should be reduced from nine to eight members, with no deputies.

The Nomination Committee proposes the re-election of Hans Biörck, Gunilla Fransson, Johan Malmquist, Sören Mellstig, Peter Nilsson (President), Anne Mette Olesen, Susanne Pahlén Åklundh and Bo Risberg. Jan Carlson has informed the Committee that he is not available for re-election. It is proposed that Sören Mellstig be re-elected as Chairman of the Board.

Ahead of the Annual General Meeting, the Nomination Committee has held four minuted meetings and also maintained regular contact. The Nomination Committee has familiarized itself with the Chairman of the Board's report on the work of the Board and met the President to hear his description of the performance of the operations. In addition, the Board and the Nomination Committee have been informed about, and received a verbal report on, the external evaluation of the Board's work and function. The Nomination Committee's assessment is that the Board is functioning highly effectively and that the Chairman and the Board members are pursuing the Board work in a motivated and committed manner.

The Nomination Committee has discussed in detail the various different types of experience and expertise that are required by members of a Board in a company of Trelleborg's size, international presence and technical breadth and depth. Ahead of the 2016 Annual General Meeting, the Board of Directors received three new members, and the Nomination Committee's assessment is that following this renewal, the composition of Trelleborg's Board of Directors is currently highly adapted to its purpose.

The Nomination Committee considers that its proposal to the Board satisfies requirements pursuant to Chapter 4 of the Swedish Corporate Governance Code. In drafting its proposal, the Committee has applied Code rule 4.1 as its diversity policy. This states that the Board of Directors is, considering the company's operations, stage of development and conditions in general, to have a suitable composition, characterized by diversity and breadth as regards expertise, experience and background. It is also stated that gender balance is to be pursued. Excluding the President, three of the seven proposed Board members are women (42.8 percent).

The Nomination Committee considers the Board members Gunilla Fransson, Sören Mellstig, Anne Mette Olesen, Bo Risberg and Susanne Pahlén Åklundh to be independent of the company, company management and the company's major shareholders. The Committee has also noted that Peter Nilsson is dependent in relation to the company and that Hans Biörck and Johan Malmquist are dependent in relation to the company's largest shareholder, the Dunker Interests.

Stockholm, January 2017

Nomination Committee of Trelleborg AB (publ)