

The Nomination Committee's reasoned statement regarding proposals for the Board of Directors of Trelleborg AB (publ) for adoption at the 2018 Annual General Meeting.

At Trelleborg's Annual General Meeting on April 27, 2017, the Chairman of the Board was assigned the task of contacting Trelleborg's five largest shareholders at the end of August to request that they each appoint one member to the Nomination Committee ahead of the 2018 Annual General Meeting.

The Nomination Committee had the following composition:

Ragnar Lindqvist, Dunker Interests
Henrik Didner, Didner & Gerge Funds
Peter Lagerlöf, Lannebo Funds
Tomas Risbecker, AMF Insurance & Funds
Olof Jonasson, First AP Fund

The Nomination Committee proposes that, for the next term of office, the Board of Directors should continue to comprise eight members, with no deputies.

The Nomination Committee proposes the re-election of Hans Biörck, Gunilla Fransson, Johan Malmquist, Peter Nilsson (President), Anne Mette Olesen and Susanne Pahlén Åklundh. Sören Mellstig and Bo Risberg have both informed the Nomination Committee that they will not be available for re-election. The proposed new Board members are Panu Routila and Jan Ståhlberg, while Hans Biörck is proposed for re-election as Chairman of the Board.

Panu Routila has been President and CEO of the Finnish company Konecranes since 2015 and was formerly President and CEO of Ahlström Capital Oy (2008-2015). Panu has a solid background in leading positions, with experience in both industrial and international operations. Panu holds a Master of Science in Economics from Åbo Akademi University.

Jan Ståhlberg is an outgoing partner in the EQT venture capital company, a position he has held since 1995 when the company was formed. Jan has solid experience in acquisitions, restructuring, and business development from several branches of industry and international environments. Prior to EQT, Jan held various positions in Ovako Steel from 1985 to 1994, ending his service there as CFO. Jan is a graduate in business administration from the Stockholm School of Economics.

Ahead of the Annual General Meeting, the Nomination Committee has held five minuted meetings, as well as a number of working meetings, and also maintained regular contact. In this context, the Nomination Committee has familiarized itself with the Chairman of the Board's report on the work of the Board. 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. The assessment is that the proposed Board of Directors corresponds well with these requirements.

The Nomination Committee also considers that its proposal to the Board satisfies requirements pursuant to Chapter 4 of the Swedish Corporate Governance Code. In drafting its proposal, the Nomination 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, Jan Ståhlberg, Susanne Pahlén Åklundh and Panu Routila 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.

Hans Biörck has announced that, prior to the Annual General Meeting, he will resign from the Board of Dunker Interests, after which, he will be independent in relation to the company, company management and the company's major shareholders. Jan Ståhlberg has announced that, prior to the Annual General Meeting, he will take office as a new Board member of Dunker Interests and will thus, subsequently, be dependent in relation to the company's largest shareholder.

Trelleborg, February 2018

Nomination Committee of Trelleborg AB (publ)