

## **The Nomination Committee's reasoned statement regarding proposals for the Board of Directors of Trelleborg AB (publ) for adoption at the 2022 Annual General Meeting.**

In accordance with the Principles for the appointment of the Nomination Committee adopted by the Annual General Meeting, the Chairman of the Board contacted 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 2022 Annual General Meeting.

The Nomination Committee subsequently had the following composition:

- Ragnar Lindqvist, Dunker Foundations
- Per Trygg, Lannebo Funds
- Anna Sundberg, Handelsbanken Funds
- Jan Särilvik, Nordea Funds
- Emelie Westholm, Folksam

The Nomination Committee proposes that the Board of Directors should comprise seven members, with no deputies and proposes the re-election of the Board members

1. Hans Biörck
2. Gunilla Fransson
3. Monica Gimre
4. Johan Malmquist
5. Peter Nilsson (President)
6. Anne Mette Olesen
7. Jan Ståhlberg

Furthermore, it is proposed that Hans Biörck be re-elected as Chairman of the Board.

Ahead of the Annual General Meeting, the Nomination Committee held four minuted meetings, interviewed two Board members and the CEO, and studied the Chairman's report on the internal evaluation of the work of the Board. The Nomination Committee also maintained regular contact. The Nomination Committee's assessment is that the Board functioned effectively during the year 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 six proposed Board members are women (50 percent) and including the President, three of the seven proposed Board members are women (42.8 percent). The Nomination Committee has also determined that the proposed Board members have the possibility to set aside the necessary time for the Board assignment.

The Nomination Committee considers the Board members Hans Börck, Monica Gimre, Anne Mette Olesen, and Jan Ståhlberg to be independent of the company, company management and the company's major shareholders. The Committee also notes that Peter Nilsson is dependent in relation to the company and that Johan Malmquist and Gunilla Fransson are dependent in relation to the company's largest shareholder, the Dunker Foundations.

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Stockholm, February 2022

Nomination Committee of Trelleborg AB (publ)