



Review of Trelleborg AB's application of the Swedish code for corporate governance 2006

	Wording of code	Applied	Comments
1. Annual General Meeting			
1.1.1 Time and location of meeting	At latest in connection with Q3 report	X	
1.1.2 Matters to be addressed by the Meeting	Available on website well in advance of distribution of notice of meeting, informing shareholders of their right to have matters addresses and at what point.	X	Link to instructions
1.1.3 Different modes of registration	Opportunities to register in different ways, such as by e-mail and via the company website.	X	
1.2 Remote participation			
1.2.1 Participation in Meeting/observation of meeting	Remote connection	X	Not motivated by ownership composition, nor financially viable.
1.3 Presence of Board, Senior Management and Auditors			
1.3.1 Presence of Board, Senior Management and Auditors	A quorum of Board members shall participate in General Meetings. The President and, as necessary, members of Senior Management, and at least one of the company's Auditors shall participate in the meeting. If possible, the full Board shall attend.	X	
1.3.2 Presentation of proposals	Chairman or committees	X	
1.4 Implementation			
1.4.1 Proposal of Chairman for Meeting	In invitation and at Meeting, presented by Nominations Committee	X	
1.4.2 Minutes-checkers	Shareholders who are not Board members or employees	X	
1.4.3 Language at Meeting	Interpreting	X	Not motivated by ownership composition, nor financially viable.
1.4.4 Questions at Meeting	Opportunities to address questions, comments and new proposals	X	
1.4.5 Minutes	On website within two weeks	X	Also translated into English
2. Appointment of Board and Auditors			
2.1 Nominations Committee			
2.1.1 Nominations Committee	To be elected by the Annual General Meeting – or criteria for selection	X	Appointed in manner determined by Annual General Meeting.
2.1.2 Composition	Three persons Chairman of the Board may not	X	



	act as Committee Chairman		
2.1.3 Deadline for names	Published at latest six months prior to Annual General Meeting	X	
2.2 Appointment of Board			
2.2.1. Chairman and members	Nominations Committee presents proposals for Chairman and members, as well as fees	X	
2.2.2 Requirements profile	Nominations Committee establishes requirements profile	X	
2.2.3 Presentation	Detailed presentation	X	
2.2.4 Motivation	Motivation for re-election, particular motivation required if no renewal is proposed. A presentation shall also be made regarding how work has been conducted	X	
2.2.5 Presence	Proposed individuals shall be present	X	
2.2.6 Fees	Distribution between Chairman and other members determined by Annual General Meeting	X	
2.2.7 Incentive programs	Share-related incentive programs to be targeted at employees, not the Board, with the exception of the President	X	
2.3 Appointment of auditors			
2.3.1 Proposed Auditor	Nominations Committee prepares proposals	X	
2.3.2 Election and remuneration	Nominations Committee presents proposal regarding election and remuneration	X	In 2004, Auditors were elected for a period of four years. Consequently, this is not applicable until the next election of Auditors in 2008
2.3.3 Information regarding Auditor	Competence and impartiality, as well as fees and the work of the Nominations Committee	X	
2.3.4 Motivation	Presentation and motivation	X	In 2004, Auditors were elected for a period of four years. Consequently, this is not applicable until the next election of Auditors in 2008
2.3.5 Presence	Shall be present at Meeting	X	
3. Board			
3.1 Duties			
3.1.1 Particular care	The Board's responsibility for targets, appointment of management, review, checks that legislation is adhered to and that ethical guidelines are established	X	
3.1.2 Evaluation	Annual evaluation	X	
3.2 Composition of Board			

3.2.1 Composition	Composition to suit purposes and striving to maintain an even gender balance	X	
3.2.2 Size	Expedient size. No deputies	X	
3.2.3 At most one employee	Only one member from Senior Management	X	
3.2.4 Independence	Majority independent	X	
3.2.5 At least two independent		X	
3.2.6 Mandate period	One year	X	
3.3 Board members			
3.3.1 Number of assignments	Should not have more assignments than allow sufficient time and attention to be devoted to Board work	X	
3.3.2 Independent evaluation		X	
3.3.3. Knowledge	Obligated to acquire knowledge	X	
3.3.4 New members trained	Shall receive training	X	
3.4 Chairman of the Board			
3.4.1 Elected by Annual General Meeting		X	
3.4.2 Departing President	Particular motivation required if elected as Chairman	X	
3.4.3 Division of duties	Clear division of duties between Board, Chairman and President	X	
3.4.4 Organization	Manage work of the Board by planning, checking and assessing	X	
3.5 Working methods			
3.5.1 Instructions	Clear division of duties, instructions for President and reporting. Instructions to be assessed annually	X	
3.5.2 Committees		X	
3.5.3 Evaluation of President	At least once annually	X	
3.5.4 Agenda	No significant decisions to be made without the matter being included in the agenda	X	
3.5.5 Secretary	Not a Board member	X	
3.5.6 Minutes		X	
3.6 Financial reporting			
3.6.1 Reports	Formal sections, which principles and review	X	
3.6.2 Attestation	Guarantee that the annual accounts have been prepared correctly	X	
3.6.3 Review	Summary review	X	In the Half-year Reports, from 2006
3.7 Internal checks			
3.7.1 Internal checks	Thorough internal systems	X	
3.7.2 Report	Report issued and reviewed by Auditor	X	
3.7.3 Internal audit	If not an in-house function, need assessed annually	X	Not an in-house function, need assessed annually



3.8 Efforts on auditing and accountancy matters			
3.8.1. Quality in reporting	Documentation of how quality in reporting is assured	X	
3.8.2 Audit Committee	To be established within the Board	X	
3.8.3 Committee work	Rules of procedure for Committee	X	
3.8.4 Meetings with Auditors	At least once annually	X	
4. Company management			
4.1 President's duties			
4.1.1 Background information	Objective, exhaustive and relevant background information	X	
4.1.2 Significant assignments outside the company	Shall be approved by the Board	X	
4.2 Remunerations to company management			
4.2.1 Remunerations Committee		X	
4.2.2 Principles	Remunerations for management shall be approved by Annual General Meeting	X	From 2006
4.2.3 Share-related remunerations	To be determined by Annual General Meeting	X	
5. Information on corporate governance			
5.1 Corporate Governance Report			
5.1.1 Report in Annual Report		X	
5.1.2 Deviations	Application of the code	X	
5.1.3 Quality of report	Secures 3.8.1	X	
5.1.4 Organization work	Work of the Board	X	
5.2 Report on internal checks			
5.2.1 Report	Board report	X	
5.3 Information on website			
5.3.1 Website	Special department	X	