

Annual General Meeting 2019

The Nomination committee's proposals



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Proposals of the Nomination Committee for the 2019 Annual General Meeting

The Nomination Committee for the annual general meeting 2019 comprises the following members: Anders Mörck, Latour (Chair of the Nomination Committee); Johan Lannebo, Lannebo Fonder; Åsa Nisell, Swedbank Robur Fonder; Francisco De Juan, Alantra EQMC Asset Management; Michael Green, Handelsbanken Fonder and Jan Svensson, Chair of the Board of Alimak Group.

The Nomination Committee presents the following proposals for the annual general meeting on May 9, 2019:

Election of Chair of the meeting

The Nomination Committee proposes that Jan Svensson, Chair of the Board, be elected to chair the meeting.

Resolution on number of Directors and number of auditors

The Nomination Committee proposes that the Board continue to be composed of six Directors elected by the general meeting, with no alternates, for the period until the next annual general meeting. The Nomination Committee proposes that the company have one auditor, with no alternate.

Resolution on Directors' fees and auditor's fees

The Nomination Committee proposes that the fee for the period until the end of the next annual general meeting will be SEK 640,000 (600,000) for the Chair of the Board, and SEK 310,000 (300,000) each for other Director elected by the general meeting. In addition it is proposed that SEK 100,000 (100,000) is payable to the Chair of the Audit Committee and SEK 75,000 (75,000) to other members of the Audit Committee, SEK 70,000 (70,000) to the Chair of the Remuneration Committee, and SEK 50,000 (50,000) to other members of the Remuneration Committee.

Fees will be paid to the auditor in accordance with approved invoices.

Election of Directors, Chair of the Board and auditor

The Nomination Committee proposes re-election of Jan Svensson, Anders Jonsson, Helena Nordman-Knutson, Christina Hallin and Tomas Carlsson as Directors, and proposes Sven Törnkvist as a new Director of the Board. Joakim Rosengren has decided to resign as Director. The Nomination Committee proposes that Jan Svensson be re-elected Chair of the Board.

Sven Törnkvist was born in 1971 and is Head of Digital Business Development at EQT, Stockholm, and has a long career of leading positions at different companies, including Ericsson and Google. Sven holds a Master of Science in Business and Economics and also a major in Marketing & International Business from Stockholm School of Economics. Sven also has an SSE Scholarship from Stanford University, USA.

Information about the other proposed Directors is available on the company's website: www.alimakgroup.com.

The Nomination Committee proposes that the registered audit company Ernst & Young AB be reappointed auditor. The proposal of the Nomination Committee corresponds with the recommendation of the Audit Committee. Neither the Nomination Committee's proposal nor the Audit Committee's recommendation has been subject to influence of a third party nor subject to any terms in contract limiting the choice of auditor.

Ernst & Young AB has given notice that if the Nomination Committee's proposal for auditor is adopted at the meeting, Rickard Andersson, Authorised Public Accountant, will be the person appointed to have main responsibility for the audit.

Reasoned statement by the Nomination Committee

As a basis for its proposals for Directors, the Nomination Committee has carried out an evaluation of the Board's work. The Nomination Committee has had two meetings, interviewed the Board and had contact on a number of occasions between meetings. Furthermore, the Chair of the Board has presented the results of the evaluation of the Board's work carried out by the Board itself. The standards of competence, experience and personal background to be expected of the Board of the Alimak Group have been discussed in depth. Questions of independence have been examined, and particular attention has been paid to equal gender distribution. The Nomination Committee has applied a diversity policy in accordance with Rule 4.1 of the Swedish Corporate Governance Code.

In its evaluation the Nomination Committee has found the present Board work satisfying and well-functioning.

It is the opinion of the Nomination Committee that the proposed Board has a relevant composition, being characterised by diversity and breadth in terms of the Directors' competence, experience and personal background. The proposed Board as a group possess a good level of industrial competence, industrial sector knowledge and international market experience as well as relevant aspects of sustainability. The proposed Board is considered to have the competence and experience needed in order to meet the requirements on the company as a listed company. The Nomination Committee also notes that all Directors are independent in relation to the company as well as in relation to the management of the company. All Directors except for Jan Svensson are independent in relation to the major shareholders in the company.

The Nomination Committee considers that the proposed Board has suitable qualifications and a relevant composition in relation to the company's business operations, strategic development, governance and internal control.

The proportion of women on the Board is 33 per cent, achieved at the last annual general meeting in the company, and the Nomination Committee's efforts to achieve an equal gender distribution continue. Although the Nomination Committee considers the current composition of the Board relevant the Nomination Committee will when recruiting candidates in the future search for suitable candidates representing both genders and aim to achieve The Swedish Corporate Governance Board's long-term goal of 40 per cent of women on boards in listed companies in 2020.

Stockholm in March 2019

Nomination Committee of Alimak Group AB (publ)

Presentation of Sven Törnkvist

Born in 1971

Education:

Master of Science in Business and Economics, Stockholm School of Economics

Main assignment:

Head of Digital Business Development at EQT AB

Board assignments:

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Previous experience:

Sven has a long career of leading positions at different companies, including Ericsson and Google.

Shareholding in Alimak (own and closely related persons) as of 1 April 2019:

0 shares.

Independent in relation to the company, the senior management and to major shareholders.

Information about the other proposed Directors is available on the company's website: www.alimakgroup.com